

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2004

Open to Public Inspection

Department of the Treasury Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2004 calendar year, or tax year beginning 6/1/2004, and ending 5/31/2005

B Check if applicable

- Address change
Name change
Initial return
Final return
Amended return
Application pending

Please use IRS label or print or type See Specific Instructions

C Name of organization Southern Methodist University
D Employer identification number 75-0800689
E Telephone number (214) 768-2800
F Accounting method Accrual

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations
H(a) Is this a group return for affiliates? No
H(b) If "Yes," enter number of affiliates
H(c) Are all affiliates included? No
H(d) Is this a separate return filed by an organization covered by a group ruling? No

G Website: www.smu.edu

J Organization type (check only one) 501(c)(3)

K Check here if the organization's gross receipts are normally not more than \$25,000

M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 746,194,067

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See page 18 of the instructions.)

Table with columns for Revenue, Expenses, and Net Assets. Rows include Contributions, Program service revenue, Membership dues, Dividends, Gross rents, Other investment income, Special events, and Total revenue/expenses.

SCANNED MAY 31 2006

Handwritten signature

Part II Statement of Functional Expenses

All organizations must complete column (A) Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See page 22 of the instructions)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22	Grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____)	22 73,570,816	73,570,816		
23	Specific assistance to individuals (attach schedule)	23			
24	Benefits paid to or for members (attach schedule)	24			
25	Compensation of officers, directors, etc.	25 2,232,019		1,932,417	299,602
26	Other salaries and wages	26 139,339,620	127,849,537	8,749,125	2,740,958
27	Pension plan contributions	27 9,876,592	8,898,912	785,598	192,082
28	Other employee benefits	28 15,601,954	14,057,523	1,241,002	303,429
29	Payroll taxes	29 8,896,973	8,016,265	707,678	173,030
30	Professional fundraising fees	30			
31	Accounting fees	31 181,971		181,971	
32	Legal fees	32 1,194,452	223,526	970,926	
33	Supplies	33 7,356,994	6,880,781	301,257	174,956
34	Telephone	34 676,763	613,634	43,661	19,468
35	Postage and shipping	35 1,743,471	1,300,486	44,273	398,712
36	Occupancy	36 14,891,076	14,209,961	563,716	117,399
37	Equipment rental and maintenance	37 1,856,505	1,836,271	14,055	6,179
38	Printing and publications	38 3,267,632	3,040,807	83,796	143,029
39	Travel	39 7,333,011	7,093,304	131,465	108,242
40	Conferences, conventions, and meetings	40 809,468	736,648	57,270	15,550
41	Interest	41 8,603,860	8,603,860		
42	Depreciation, depletion, etc. (attach schedule)	42 14,450,264	12,755,872	1,369,217	325,175
43	Other expenses not covered above (itemize) a See Attached	43a 58,386,580	47,471,717	9,908,054	1,006,809
b	-----	43b			
c	-----	43c			
d	-----	43d			
e	-----	43e			
f	-----	43f			
44	Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	44 370,270,021	337,159,920	27,085,481	6,024,620

Joint Costs. Check if you are following SOP 98-2.
 Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____, (ii) the amount allocated to Program services \$ _____, (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See page 25 of the instructions.)

What is the organization's primary exempt purpose? ▶ Education	Program Service Expenses (Required for 501(c)(3) and (4) orgs. and 4947(a)(1) trusts, but optional for others.)
a Instructional Total Student Enrollment Summer 2004 - 4,555 First Semester 2004/2005 - 10,891 Second Semester 2004/2005 - 10,509 (Grants and allocations \$ 64,662,137)	248,465,040
b Sponsored Research Sponsored Research - \$16,065,734 Institutional Research - \$5,267,626 (Grants and allocations \$)	21,333,360
c Auxiliary Activities Apartment Operations - \$6,239,029 Housing \$10,499,877 Intercollegiate Athletics \$30,981,200 Fort Burgwin \$330,310 Food Service \$186,830 (Grants and allocations \$ 8,908,679)	48,237,246
d Organized Activities Community Services \$4,602,000 Conferences & Seminars \$10,687,247 Summer Camps \$3,760,326 (Grants and allocations \$)	19,049,573
e Other program services (attach schedule) (Grants and allocations \$)	74,701
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	337,159,920

Part IV Balance Sheets (See page 25 of the instructions)

				(A)		(B)	
				Beginning of year		End of year	
Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only							
Assets	45	Cash—non-interest-bearing		20,000	45	876,242	
	46	Savings and temporary cash investments		126,956,820	46	136,394,115	
	47 a	Accounts receivable	47a	23,666,655			
		b Less: allowance for doubtful accounts	47b	580,905	17,977,769	47c	23,085,750
	48 a	Pledges receivable	48a				
		b Less: allowance for doubtful accounts	48b		33,866,452	48c	39,671,405
	49	Grants receivable			1,747,217	49	2,247,228
	50	Receivables from officers, directors, trustees, and key employees (attach schedule)				50	
	51 a	Other notes and loans receivable (attach schedule)	51a	11,979,305			
		b Less: allowance for doubtful accounts	51b	235,291	14,112,133	51c	11,744,014
	52	Inventories for sale or use			286,649	52	303,533
	53	Prepaid expenses and deferred charges			2,856,961	53	1,945,004
	54	Investments—securities (attach schedule) <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV			620,198,284	54	604,925,721
	55 a	Investments—land, buildings, and equipment: basis	55a	45,479,045			
		b Less: accumulated depreciation (attach schedule)	55b	179,817	38,442,973	55c	45,299,228
	56	Investments—other (attach schedule)			250,440,068	56	314,750,300
	57 a	Land, buildings, and equipment: basis	57a	590,905,633			
		b Less: accumulated depreciation (attach schedule)	57b	187,003,958	375,278,419	57c	403,901,675
	58	Other assets (describe <input type="checkbox"/> See Attached Schedule)			6,918,132	58	6,683,292
	59 Total assets (add lines 45 through 58) (must equal line 74)			1,489,101,877	59	1,591,827,507	
Liabilities	60	Accounts payable and accrued expenses		20,622,152	60	37,661,117	
	61	Grants payable			61		
	62	Deferred revenue			19,129,307	62	21,737,695
	63	Loans from officers, directors, trustees, and key employees (attach schedule)				63	
	64 a	Tax-exempt bond liabilities (attach schedule)			274,737,000	64a	267,727,000
		b Mortgages and other notes payable (attach schedule)			1,608,793	64b	1,593,923
	65	Other liabilities (describe <input type="checkbox"/> See Attached Schedule)			10,516,894	65	8,552,802
	66 Total liabilities (add lines 60 through 65)			326,614,146	66	337,272,537	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.						
	67	Unrestricted		662,672,731	67	731,500,970	
	68	Temporarily restricted		162,173,000	68	166,224,000	
	69	Permanently restricted		337,642,000	69	356,830,000	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74						
	70	Capital stock, trust principal, or current funds				70	
	71	Paid-in or capital surplus, or land, building, and equipment fund				71	
	72	Retained earnings, endowment, accumulated income, or other funds				72	
	73	Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19, column (B) must equal line 21)			1,162,487,731	73	1,254,554,970
	74	Total liabilities and net assets / fund balances (add lines 66 and 73)			1,489,101,877	74	1,591,827,507

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See page 27 of the instructions)

a	Total revenue, gains, and other support per audited financial statements	a	386,852,214
b	Amounts included on line a but not on line 12, Form 990:		
(1)	Net unrealized gains on investments \$ 4,215,597		
(2)	Donated services and use of facilities \$		
(3)	Recoveries of prior year grants \$		
(4)	Other (specify) \$		
	----- \$		
	Add amounts on lines (1) through (4)	b	4,215,597
c	Line a minus line b	c	382,636,617
d	Amounts included on line 12, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 \$ 7,306,982		
(2)	Other (specify) See Attached \$ 68,206,061		
	----- \$		
	Add amounts on lines (1) and (2)	d	75,513,043
e	Total revenue per line 12, Form 990 (line c plus line d)	e	458,149,660

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements	a	299,860,576
b	Amounts included on line a but not on line 17, Form 990:		
(1)	Donated services and use of facilities \$		
(2)	Prior year adjustments reported on line 20, Form 990 \$		
(3)	Losses reported on line 20, Form 990 \$		
(4)	Other (specify) \$		
	----- \$		
	Add amounts on lines (1) through (4)	b	
c	Line a minus line b	c	299,860,576
d	Amounts included on line 17, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 \$ 7,306,982		
(2)	Other (specify) See Attached \$ 63,102,463		
	----- \$		
	Add amounts on lines (1) and (2)	d	70,409,445
e	Total expenses per line 17, Form 990 (line c plus line d)	e	370,270,021

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated, see page 27 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 & deferred compensation	(E) Expense account and other allowances
Name See Attached Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			
Name Str City ST ZIP	Title Hr/WK			

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations? Yes No
If "Yes," attach schedule—see page 28 of the instructions.

Part VI Other Information (See page 28 of the instructions.)

		Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.		X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement		X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	X	
b	If "Yes," enter the name of the organization ▶ Peruna Properties, Inc., The Stadium Club, Inc., Pony Properties, Inc., and SMU Foundation for Research and check whether it is <input checked="" type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct and indirect political expenditures. See line 81 instructions	81a	-0-
b	Did the organization file Form 1120-POL for this year?	81b	X
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a	
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	85b	
c	Dues, assessments, and similar amounts from members	85c	
d	Section 162(e) lobbying and political expenditures	85d	
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	
86	501(c)(7) orgs Enter. a Initiation fees and capital contributions included on line 12	86a	
b	Gross receipts, included on line 12, for public use of club facilities	86b	
87	501(c)(12) orgs Enter. a Gross income from members or shareholders	87a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88	X
89 a	501(c)(3) organizations Enter: Amount of tax imposed on the organization during the year under section 4911 ▶ None ; section 4912 ▶ None ; section 4955 ▶ None		
b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	X
c	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		
d	Enter Amount of tax on line 89c, above, reimbursed by the organization		
90 a	List the states with which a copy of this return is filed		
b	Number of employees employed in the pay period that includes March 12, 2004 (See instructions)	90b	2,569
91	The books are in care of ▶ Name SMU Controller's Office Telephone no ▶ (214) 768-2800 Located at ▶ 6425 Boaz Lane City Dallas ST TX ZIP + 4 ▶ 75205		
92	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year	92	

Part VII Analysis of Income-Producing Activities (See page 33 of the instructions)

Note: Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a Tuition and Fees					234,203,109
b Organized Activities					6,162,322
c Auxillary Activities	541800	55,950	See Attached	4,825,877	21,943,686
d Sponsored Research			21	17,720,283	
e Other	See Attached	376,371	See Attached	3,708,673	15,065,928
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					54,780
95 Interest on savings and temporary cash investments			14	3,897,682	
96 Dividends and interest from securities			14	21,089,345	
97 Net rental income or (loss) from real estate					
a debt-financed property	531120	-10,081			
b not debt-financed property			16	59,008	
98 Net rental income or (loss) from personal property					
99 Other investment income	211110	3,256	See Attached	5,978,854	
100 Gain or (loss) from sales of assets other than inventory	531390	-422	15	81,398,319	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue					
a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		425,074		138,678,041	277,429,825
105 Total (add line 104, columns (B), (D), and (E))					416,532,940

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 34 of the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
▼	See attached schedule

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A				

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See page 34 of the instructions.)

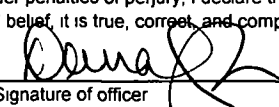
(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Please 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 officer) is based on all information of which preparer has any knowledge.

Signature of officer: 

Dana Gibson Vice President for Business/Finance
Type or print name and title

Paid Preparer's Use Only

Preparer's signature: _____

Firm's name (or yours if self-employed), address, and ZIP + 4: _____

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information—(See separate instructions.)

OMB No 1545-0047

2004

Department of the Treasury
Internal Revenue Service

MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

Name of the organization

Employer identification number

Southern Methodist University

75-0800689

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are 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 & deferred compensation	(e) Expense account and other allowances
Name See Attached Str City ST Zip Country	Title Avg hr/wk			
Name Str City ST Zip Country	Title Avg hr/wk			
Name Str City ST Zip Country	Title Avg hr/wk			
Name Str City ST Zip Country	Title Avg hr/wk			
Name Str City ST Zip Country	Title Avg hr/wk			
Name Str City ST Zip Country	Title Avg hr/wk			
Total number of other employees paid over \$50,000	901			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Name Hahnfeld Hoffer Stanford Str 1425 8th Avenue City Fort Worth ST TX ZIP 76104 Country Check here if a business <input checked="" type="checkbox"/>	Architect	672,353
Name The Hillier Group Str 500 Alexander Park City Princeton ST NJ ZIP 08543-6395 Country Check here if a business <input checked="" type="checkbox"/>	Program and Schematic Design	564,694
Name Oaktree Energising Markets Str 1301 Avenue of the Americas, 34th Floor City New York ST NY ZIP 10019 Country Check here if a business <input checked="" type="checkbox"/>	Investment Manager Fees	561,512
Name Doughty Hanson & Co Str Times Plance, 45 Pall Mall City London SW1Y 5JG United Kingdom ST ZIP Country Check here if a business <input checked="" type="checkbox"/>	Investment Manager Fees	514,469
Name PeopleSoft USA Inc Str PO Box 10699 City Palatine ST IL ZIP 60055 Country Check here if a business <input checked="" type="checkbox"/>	System Consulting Fees	485,233
Total number of others receiving over \$50,000 for professional services	62	

Part III Statements About Activities (See page 2 of the instructions.)

		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ <u>191,559</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities		
		1	X
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions)		
a	Sale, exchange, or leasing of property?	2a	X
b	Lending of money or other extension of credit?	2b	X
c	Furnishing of goods, services, or facilities?	2c	X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? See Part V	2d	X
e	Transfer of any part of its income or assets?	2e	X
3 a	Do you make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments)	3a	X
b	Do you have a section 403(b) annuity plan for your employees?	3b	X
4 a	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4a	X
b	Do you provide credit counseling, debt management, credit repair, or debt negotiation services?	4b	X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions)

The organization is not a private foundation because it is (Please check only **ONE** applicable box)

- 5** A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6** A school Section 170(b)(1)(A)(ii) (Also complete Part V)
- 7** A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)
- 8** A Federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)
- 9** A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) Enter the hospital's name, city, and state ▶ City ST Country
- 10** An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)
- 11 a** An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 11 b** A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 12** An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc , functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A)
- 13** An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in (1) lines 5 through 12 above, or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) (See section 509(a)(3))

Provide the following information about the supported organizations (See page 5 of the instructions)

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14** An organization organized and operated to test for public safety Section 509(a)(4) (See page 5 of the instructions)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) *Use cash method of accounting.*

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)					
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975					
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets.					
23 Total of lines 15 through 22					
24 Line 23 minus line 17					
25 Enter 1% of line 23					

26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 ▶ 26a

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts ▶ 26b

c Total support for section 509(a)(1) test. Enter line 24, column (e) ▶ 26c

d Add Amounts from column (e) for lines 18 _____ 19 _____ ▶ 26d
 22 _____ 26b _____

e Public support (line 26c minus line 26d total) ▶ 26e

f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) ▶ 26f

27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year

(2003) _____ (2002) _____ (2001) _____ (2000) _____

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year

(2003) _____ (2002) _____ (2001) _____ (2000) _____

c Add Amounts from column (e) for lines 15 _____ 16 _____ ▶ 27c
 17 _____ 20 _____ 21 _____

d Add Line 27a total _____ and line 27b total _____ ▶ 27d

e Public support (line 27c total minus line 27d total) ▶ 27e

f Total support for section 509(a)(2) test. Enter amount from line 23, column (e) ▶ 27f

g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) ▶ 27g

h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ▶ 27h

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2000 through 2003, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Part V Private School Questionnaire (See page 7 of the instructions)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?

	Yes	No
29	X	

30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?

30	X	
-----------	---	--

31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?

31	X	
-----------	---	--

If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)

.....

.....

.....

32 Does the organization maintain the following

- a** Records indicating the racial composition of the student body, faculty, and administrative staff?
- b** Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?
- c** Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?
- d** Copies of all material used by the organization or on its behalf to solicit contributions?

32a	X	
32b	X	
32c	X	
32d	X	

If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)

.....

.....

33 Does the organization discriminate by race in any way with respect to

- a** Students' rights or privileges?
- b** Admissions policies?
- c** Employment of faculty or administrative staff?
- d** Scholarships or other financial assistance?
- e** Educational policies?
- f** Use of facilities?
- g** Athletic programs?
- h** Other extracurricular activities?

33a		X
33b		X
33c		X
33d		X
33e		X
33f		X
33g		X
33h		X

If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)

.....

.....

.....

34 a Does the organization receive any financial aid or assistance from a governmental agency?

34a	X	
------------	---	--

b Has the organization's right to such aid ever been revoked or suspended?

34b		X
------------	--	---

If you answered "Yes" to either 34a or b, please explain using an attached statement

35 Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation

35	X	
-----------	---	--

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)

(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check **a** if the organization belongs to an affiliated group Check **b** if you checked "a" and "limited control" provisions apply

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred)

		(a) Affiliated group totals	(b) To be completed for ALL electing organizations												
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	-0-												
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	191,559												
38	Total lobbying expenditures (add lines 36 and 37)	38	191,559												
39	Other exempt purpose expenditures	39	370,078,462												
40	Total exempt purpose expenditures (add lines 38 and 39)	40	370,270,021												
41	Lobbying nontaxable amount Enter the amount from the following table—														
	<table border="0"> <tr> <td style="width: 50%;">If the amount on line 40 is—</td> <td style="width: 50%;">The lobbying nontaxable amount is—</td> </tr> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 40</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000</td> </tr> </table>	If the amount on line 40 is—	The lobbying nontaxable amount is—	Not over \$500,000	20% of the amount on line 40	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 40 is—	The lobbying nontaxable amount is—														
Not over \$500,000	20% of the amount on line 40														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
41			1,000,000												
42	Grassroots nontaxable amount (enter 25% of line 41)	42	250,000												
43	Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43	-0-												
44	Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44	-0-												

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below

See the instructions for lines 45 through 50 on page 11 of the instructions)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
45 Lobbying nontaxable amount	1,000,000				1,000,000
46 Lobbying ceiling amount (150% of line 45(e))					1,500,000
47 Total lobbying expenditures					191,559
48 Grassroots nontaxable amount					250,000
49 Grassroots ceiling amount (150% of line 48(e))					375,000
50 Grassroots lobbying expenditures					-0-

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h.)

Yes	No	Amount

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 11 of the instructions)

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

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

- (i) Cash
(ii) Other assets

b Other transactions

- (i) Sales or exchanges of assets with a noncharitable exempt organization
(ii) Purchases of assets from a noncharitable exempt organization
(iii) Rental of facilities, equipment, or other assets
(iv) Reimbursement arrangements
(v) Loans or loan guarantees
(vi) 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.

Summary table with columns Yes/No for items 51a(i), a(ii), b(i), b(ii), b(iii), b(iv), b(v), b(vi), and c.

Main table with columns (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1: b (iii) and c, 40,000, The Stadium Club, Inc., SMU leased facilities in the football stadium on the SMU campus to The Stadium Club, Inc.

52 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?

Response: X Yes, No

b If "Yes," complete the following schedule

Table with columns (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1: The Stadium Club, Inc., 501(c)(7), SMU leases facilities in the football stadium on the SMU campus to The Stadium Club, Inc. All members of The Stadium Club, Inc. have an affiliation with SMU.

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

- 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? N/A 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? N/A 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
Lexington Capital Partners V, L.P.	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Tele Atlas, N.V.	4 Identifying number, if any N/A
--	-------------------------------------

5 Address (including country)
Reitschweg 7 F, NL-5232BX S-Hertogenbosch The Netherlands

6 Country of incorporation or organization
The Netherlands

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

7/6/2004

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$39,714 USD.

Southern Methodist University's share of consideration received is \$397. USD

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

14 a 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:

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
--	--

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? . . . N/A

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? . . . N/A

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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Gmarket, Inc	4 Identifying number, if any N/A
---	--

5 Address (including country)
Hosung New, 6th Floor, Seoul South Korea

6 Country of incorporation or organization
South Korea

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

12/30/2004

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$20,542 USD

Southern Methodist University's share of consideration received is \$205 USD

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

14 a 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

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

- 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? . . . N/A 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? . . . N/A 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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Victoria Acquisition I B.V	4 Identifying number, if any N/A
--	-------------------------------------

5 Address (including country)
Netherlands, Netherlands

6 Country of incorporation or organization
The Netherlands

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 <p style="text-align: center;">Various</p>	10 Type of nonrecognition transaction (see instructions) IRC Section 351 cash/capital contribution
---	--

11 Description of property transferred.
The transferor made an indirect contribution of cash in the amount of \$5,267 USD.

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

14 a 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

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

- 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? . . . N/A 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? . . . N/A 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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Infitel International N.V.	4 Identifying number, if any N/A
--	-------------------------------------

5 Address (including country)
Meentwal 13, Postbus 133, 3430 AC Nieuwegin, The Netherlands

6 Country of incorporation or organization
The Netherlands

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

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred

The transferor made an indirect contribution of cash in the amount of \$9,750 USD

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

14 a 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:

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

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? . . . N/A 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? N/A 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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Cambridge Broadband Ltd	4 Identifying number, if any N/A
---	-------------------------------------

5 Address (including country)
Selwyn House Cambridge Business Park Cowley Road, Cambridge CB4 0WZ 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

Various

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$10,129 USD

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

14 a 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

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

- 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? . . . N/A 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? . . . N/A 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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Morphochem AG	4 Identifying number, if any N/A
---	-------------------------------------

5 Address (including country)
Gmunder Str. 37-37 A 81379 Muenchen, Germany

6 Country of incorporation or organization
Germany

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 <p style="text-align: center;">Various</p>	10 Type of nonrecognition transaction (see instructions) IRC Section 351 cash/capital contribution
---	--

11 Description of property transferred
 The transferor made an indirect contribution of cash in the amount of \$17,780 USD.

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

14 a 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:

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

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? N/A 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? N/A 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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Hemscott PLC	4 Identifying number, if any N/A
--	-------------------------------------

5 Address (including country)
103-105 Bunhil Row, London EC1Y 8YT England

6 Country of incorporation or organization
England

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

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$9,579 USD.

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

14 a 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.

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

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? . . . N/A 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? N/A 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
Lexington Captial Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Xtreme Information Services Ltd	4 Identifying number, if any N/A
--	--

5 Address (including country)
45 Fouberts Place, London W1F 7QH England

6 Country of incorporation or organization
England

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

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$638 USD.

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

14 a 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

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

- 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? . . . N/A 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? . . . N/A 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
Lexington Capital Partners V, LP	06-1634170

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) SBJ Group Ltd.	4 Identifying number, if any N/A
--	-------------------------------------

5 Address (including country)
One Hundred White Chapel, London E11JG England

6 Country of incorporation or organization
England

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

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$4,247 USD.

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

14 a 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

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 Southern Methodist University	Identifying number (see instructions) 75-0800689
---	---

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? N/A 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? N/A 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
Fleet Acquisition LLC	98-0439757

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Genco Shipping & Trading Limited c/o Genco Ship Mgmt, LLC	4 Identifying number, if any 98-0439758
--	---

5 Address (including country)
 35 W. 56th Street, New York NY, 10019

6 Country of incorporation or organization
 Marshall 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

11/23/2004

10 Type of nonrecognition transaction (see instructions)

IRC Section 351 cash/capital contribution

11 Description of property transferred:

The transferor made an indirect contribution of cash in the amount of \$49,200,000 USD. Cash was contributed to Principal

Opportunities Fund III, LP which holds an 98.4% interest in OCM Fleet Acquisition ("OCM Fleet"). OCM Fleet contributed the

cash to Fleet Acquisition LLC ("Fleet"), which holds a 100% interest in Genco Shipping & Trading Limited ("Genco") Fleet,

in turn, contributed this amount to Genco.

Southern Methodist University's prorata share of the amount is \$249,656

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

14 a 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:

Form **5471**

(Rev. December 2004)

Department of the Treasury
Internal Revenue Service

Information Return of U.S. Persons With Respect To Certain Foreign Corporations

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by section 898) (see instructions) beginning _____, and ending _____

OMB No 1545-0704
Attachment
Sequence No **121**
File In Duplicate
(see When And Where To File on page 1 of the instructions)

Name of person filing this return Southern Methodist University		A Identifying number 75-0800689
Number, street, and room or suite no (or P O box number if mail is not delivered to street address) PO Box 750261		B Category of filer (See page 1 of the instructions. Check applicable box(es)) 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input checked="" type="checkbox"/> 5 <input type="checkbox"/>
City or town, state, and ZIP code Dallas TX 75275-0261		C Enter the total percentage of the foreign corporation's voting stock you owned at the end of its annual accounting period 20.00%
Filer's tax year beginning 6/1/2004		and ending 5/31/2005

D Person(s) on whose behalf this information return is filed

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information must be in English. All amounts must be stated in U.S. dollars unless otherwise indicated.

1a Name and address of foreign corporation Name Doughty Hanson & Co Fund IV, Limited Partnership Number 3 Address 45 Pall Mall State Zip Country United Kingdom				b Employer identification number, if any N/A	
City London SW1Y 5JG				c Country under whose laws incorporated United Kingdom	
d Date of incorporation 12/19/2003	e Principal place of business United Kingdom	f Principal business activity code number 523900	g Principal business activity Other financial investment activity	h Functional currency EUR	

2 Provide the following information for the foreign corporation's accounting period stated above

a Name, address, and identifying number of branch office or agent (if any) in the United States N/A			b If a U.S. income tax return was filed, enter N/A		
Name ID Num			(i) Taxable income or (loss)		(ii) U.S. income tax paid (after all credits)
Address City ST Zip					
c Name and address of foreign corporation's statutory or resident agent in country of incorporation N/A			d Name & address (including corporate department, if applicable) of person (or persons) with custody of the books & records of the foreign corporation, & the location of such books & records, if different Name Doughty Hanson & Co Managers Limited Address 45 Pall Mall City London SW1Y 5JG State Zip Country Location of Books/Records if different		
Name Address City ST Zip Country					

Schedule A Stock of the Foreign Corporation

Part I—All Classes of Stock

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
Common Stock	10,000	12,000

Part II—Additional Information for Preferred Stock

(To be completed only by Category 1 filers for foreign personal holding companies.)

(a) Description of each class of Preferred stock (Note: This description should match the corresponding description entered in Part I, column (a))	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether the stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 13 of the instructions.

Form **5471** (Rev. 12-2004)

Schedule B U.S. Shareholders of Foreign Corporation (See page 4 of the instructions.)

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a))	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
Name Southern Methodist University Str 4848 Greenville Avenue Ste 1500 City Dallas ST TX Zip 75275-0193 ID Num 75-0800689	Common Stock	10,000	12,000	20.00%
Name Str City ST Zip ID Num				
Name Str City ST Zip ID Num				
Name Str City ST Zip ID Num				
Name Str City ST Zip ID Num				

Schedule C Income Statement (See page 5 of the instructions.)

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars	
Income	1 a Gross receipts or sales	1a		
	b Returns and allowances	1b		
	c Subtract line 1b from line 1a	1c		
	2 Cost of goods sold	2		
	3 Gross profit (subtract line 2 from line 1c)	3		
	4 Dividends	4		
	5 Interest	5	20,122	25,106
	6 Gross rents, royalties, and license fees	6		
	7 Net gain or (loss) on sale of capital assets	7		
8 Other income (attach schedule)	8			
9 Total income (add lines 3 through 8)	9	20,122	25,106	
Deductions	10 Compensation not deducted elsewhere	10		
	11 Rents, royalties, and license fees	11		
	12 Interest	12		
	13 Depreciation not deducted elsewhere	13		
	14 Depletion	14		
	15 Taxes (exclude provision for income, war profits, and excess profits taxes)	15		
	16 Other deductions (attach schedule—exclude provision for income, war profits, and excess profits taxes)	16	251,930	314,323
17 Total deductions (add lines 10 through 16)	17	251,930	314,323	
Net Income	18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9)	18	-231,808	-289,217
	19 Extraordinary items and prior period adjustments (see instructions)	19		
	20 Provision for income, war profits, and excess profits taxes (see instructions)	20		
	21 Current year net income or (loss) per books (combine lines 18 through 20)	21	-231,808	-289,217

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (See page 5 of instructions) N/A

	(a) Name of country or U S possession	Amount of tax		
		(b) In foreign currency	(c) Conversion rate	(d) In U S dollars
1	U.S			
2				
3				
4				
5				
6				
7				
8	Total			

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See page 5 of the instructions for an exception for DASTM corporations

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	11,967	872
2 a	Trade notes and accounts receivable		
b	Less allowance for bad debts		
3	Inventories		
4	Other current assets (attach schedule)		
5	Loans to shareholders and other related persons		
6	Investment in subsidiaries (attach schedule)		
7	Other investments (attach schedule)	-0-	8,543,415
8 a	Buildings and other depreciable assets		
b	Less accumulated depreciation		
9 a	Depletable assets		
b	Less accumulated depletion		
10	Land (net of any amortization)		
11	Intangible assets		
a	Goodwill		
b	Organization costs		
c	Patents, trademarks, and other intangible assets		
d	Less accumulated amortization for lines 11a, b, and c		
12	Other assets (attach schedule)		
13	Total assets	11,967	8,544,287
Liabilities and Shareholders' Equity			
14	Accounts payable		
15	Other current liabilities (attach schedule)		
16	Loans from shareholders and other related persons	-0-	8,519,271
17	Other liabilities (attach schedule)	10	8,706
18	Capital stock		
a	Preferred stock		
b	Common stock	11,957	16,310
19	Paid-in or capital surplus (attach reconciliation)		
20	Retained earnings		
21	Less cost of treasury stock		
22	Total liabilities and shareholders' equity	11,967	8,544,287

Schedule G Other Information

- | | | |
|---|--------------------------|-------------------------------------|
| | Yes | No |
| 1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in any foreign partnership? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If "Yes," see page 5 of the instructions for required attachment. | | |
| 2 During the tax year, did the foreign corporation own an interest in any trust? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3 (see instructions)? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If "Yes," you are generally required to attach Form 8858 for each entity (see instructions). | | |

Schedule H Current Earnings and Profits (See page 5 of the instructions.)

Important: Enter the amounts on lines 1 through 5c in functional currency.

1 Current year net income or (loss) per foreign books of account	1		-60,618
2 Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):			
a Capital gains or losses	Net Additions	Net Subtractions	
b Depreciation and amortization			
c Depletion			
d Investment or incentive allowance			
e Charges to statutory reserves			
f Inventory adjustments		189,532	
g Taxes	18,046		
h Other (attach schedule)			
3 Total net additions	18,046		
4 Total net subtractions		189,532	
5 a Current earnings and profits (line 1 plus line 3 minus line 4)			-232,104
b DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)			
c Combine lines 5a and 5b			-232,104
d Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in section 989(b) and the related regulations (see instructions))			-289,217
Enter exchange rate used for line 5d ▶			

Schedule I Summary of Shareholder's Income From Foreign Corporation (See page 5 of instructions)

1 Subpart F income (line 40b, Worksheet A in the instructions)	1		
2 Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	2		
3 Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	3		
4 Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	4		
5 Factoring income	5		
6 Total of lines 1 through 5. Enter here and on your income tax return See page 6 of instructions	6		
7 Dividends received (translated at spot rate on payment date under section 989(b)(1))	7		
8 Exchange gain or (loss) on a distribution of previously taxed income	8	N/A	

- | | | |
|--|--------------------------|--------------------------|
| | Yes | No |
| • Was any income of the foreign corporation blocked? | <input type="checkbox"/> | <input type="checkbox"/> |
| • Did any such income become unblocked during the tax year (see section 964(b))? | <input type="checkbox"/> | <input type="checkbox"/> |

If the answer to either question is "Yes," attach an explanation.

**SCHEDULE O
(Form 5471)**

(Rev. December 2004)
Department of the Treasury
Internal Revenue Service

**Organization or Reorganization of Foreign
Corporation, and Acquisitions and
Dispositions of its Stock**

OMB No 1545-0704

▶ Attach to Form 5471. See Instructions for Form 5471.

Name of person filing Form 5471

Identifying number

Southern Methodist University

75-0800689

Name of foreign corporation

Doughty Hanson & Co Limited 45 Pall Mall, London SW1Y5JG

Important: Complete a *separate* Schedule O for each foreign corporation for which information must be reported.

Part I To Be Completed by U.S. Officers and Directors

N/A

(a) Name of shareholder for whom acquisition information is reported	(b) Address of shareholder	(c) Identifying number of shareholder	(d) Date of original 10% acquisition	(e) Date of additional 10% acquisition

Part II To Be Completed by U.S. Shareholders

Note: If this return is required because one or more shareholders became U.S. persons, attach a list showing the names of such persons and the date each became a U.S. person

Section A—General Shareholder Information

(a) Name, address, and identifying number of shareholder(s) filing this schedule	(b) For shareholder's latest U.S. income tax return filed, indicate			(c) Date (if any) shareholder last filed information return under section 6046 for the foreign corporation
	(1) Type of return (enter form number)	(2) Date return filed	(3) Internal Revenue Service Center where filed	
Name Southern Methodist University ID Num 75-0800689 Street 4848 Greenville Avenue Suite 1500 City Dallas St TX Zip 75275-0193	N/A	N/A	N/A	N/A
Name ID Num Street City St Zip				
Name ID Num Street City St Zip				

Section B—U.S. Persons Who Are Officers or Directors of the Foreign Corporation

(a) Name of U.S. officer or director	(b) Address	(c) Social security number	(d) Check appropriate box(es)	
			Officer	Director
N/A				

Section C—Acquisition of Stock

(a) Name of shareholder(s) filing this schedule	(b) Class of stock acquired	(c) Date of acquisition	(d) Method of acquisition	(e) Number of shares acquired		
				(1) Directly	(2) Indirectly	(3) Constructively
Southern Methodist University	Common Stock	11/1/2004	Purchase	2,000		

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule O (Form 5471) (12-2004)

(HTA)

(f) Amount paid or value given	(g) Name and address of person from whom shares were acquired					
2,718	Name Doughty Hanson & Co Limited		Street 45 Pall Mall			
	City London SW1Y 5JG	St	Zip	Country		
	Name		Street			
	City	St	Zip	Country		
	Name		Street			
	City	St	Zip	Country		

Section D—Disposition of Stock

(a) Name of shareholder disposing of stock	(b) Class of stock	(c) Date of disposition	(d) Method of disposition	(e) Number of shares disposed of		
				(1) Directly	(2) Indirectly	(3) Constructively

(f) Amount received	(g) Name and address of person to whom disposition of stock was made					
	Name		Street			
	City	St	Zip	Country		
	Name		Street			
	City	St	Zip	Country		
	Name		Street			
	City	St	Zip	Country		

Section E—Organization or Reorganization of Foreign Corporation

(a) Name and address of transferor	(b) Identifying number (if any)	(c) Date of transfer
Name _____ Street _____		
City _____ St _____ Zip _____ Country _____		
Name _____ Street _____		
City _____ St _____ Zip _____ Country _____		
Name _____ Street _____		
City _____ St _____ Zip _____ Country _____		

(d) Assets transferred to foreign corporation			(e) Description of assets transferred by, or notes or securities issued by, foreign corporation
(1) Description of assets	(2) Fair market value	(3) Adjusted basis (if transferor was U.S. person)	

Section F—Additional Information

(a) If the foreign corporation or a predecessor U.S. corporation filed (or joined with a consolidated group in filing) a U.S. income tax return for any of the last 3 years, attach a statement indicating the year for which a return was filed (and, if applicable, the name of the corporation filing the consolidated return), the taxable income or loss, and the U.S. income tax paid (after all credits)

(b) List the date of any reorganization of the foreign corporation that occurred during the last 4 years while any U.S. person held 10% or more in value or vote (directly or indirectly) of the corporation's stock ►

(c) If the foreign corporation is a member of a group constituting a chain of ownership, attach a chart, for each unit of which a shareholder owns 10% or more in value or voting power of the outstanding stock. The chart must indicate the corporation's position in the chain of ownership and the percentages of stock ownership (see page 13 of the instructions for an example)

Line 7, Sch F (5471) - Other Investments

		Beginning	End
1 Other Investments	1	-0-	8,543,415
2	2		
3	3		
4	4		
5	5		
6	6		
7	7		
8	8		
9	9		
10	10		
11 Total other investments	11		8,543,415

Line 17, Sch F (5471) - Other Liabilities

		Beginning	End
1 Other liabilities	1	10	8,706
2	2		
3	3		
4	4		
5	5		
6	6		
7	7		
8	8		
9	9		
10	10		
11 Total other liabilities	11	10	8,706

Investor Reporting of Tax Shelter Registration Number

▶ Attach to your tax return.

OMB No 1545-0881

Attachment
Sequence No **71**

▶ If you received this form from a partnership, S corporation, or trust, see the instructions.

Investor's name(s) as shown on return Southern Methodist University		Investor's identifying number 75-0800689	Investor's tax year ended 5/31/2005
(a) Tax Shelter Name		(b) Tax Shelter Registration Number (11-digit number)	(c) Tax Shelter Identifying Number
1	Texas Genco LLC - 20-1504355	Applied For	
2	Boston Ventures LP V	97049000090	04-3330730
3	Stonemor Partners LP	04273000002	80-0103159
4	Summit Ventures IV LP	95235000056	04-3278221
5	Highland Capital Partners III, LP	95235000320	04-3278967
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.

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) Great Point CLO 1999-1, LTD C/O Maples & Calder		Employer identification number (if any) N/A	
Address Ugland House, PO Box 309		Tax year of company or fund calendar year 2004 or other tax year beginning _____ and ending _____	
City Grand Cayman	State CAYMAN ISLANDS Zip _____	Country British West Indies, CJ	

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 of Part IV.*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	53	
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)	1b	None	
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		53
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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.)	2c		
3 a Add lines 1c and 2c	3a		53
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.)	3b		
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	3c		
d Add lines 3b and 3c	3d		
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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.</i>	3e		53
4 a Enter the total tax for the tax year (See instructions.)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)). See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions)

Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3.)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions.)	11c	
d	Foreign tax credit. (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here. (See instructions.)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no. (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) Brant Point CBO 1999-1, LTD C/O Maples & Calder		Employer identification number (if any) N/A	
Address Ugland House, PO Box 309		Tax year of company or fund calendar year 2004 or other	
City Grand Cayman		tax year beginning _____ and	
State CAYMAN ISLANDS Zip _____		ending _____	
Country British West Indies, CJ			

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	652	
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)	1b	652	
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income			1c
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b	None	
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)			2c
3 a Add lines 1c and 2c			3a
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.)	3b		
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	3c		
d Add lines 3b and 3c			3d
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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.</i>			3e
4 a Enter the total tax for the tax year (See instructions)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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			4c

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)). See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
 Complete a **separate Part IV** for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

**Return by a Shareholder of a Passive Foreign
Investment Company or Qualified Electing Fund**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) Brant Point II CBO 2000-1, LTD C/O Maples & Calder		Employer identification number (if any) N/A	
Address Ugland House, PO Box 309		Tax year of company or fund calendar year 2004 or other	
City Grand Cayman		tax year beginning _____ and	
State CAYMAN ISLANDS Zip _____		ending _____	
Country British West Indies, CJ			

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 of Part IV.*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	272		
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)	1b	165		
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c			107
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None		
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)	2b			
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.)	2c			
3 a Add lines 1c and 2c	3a			107
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)	3b			
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	3c			
d Add lines 3b and 3c	3d			
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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</i>	3e			107
4 a Enter the total tax for the tax year (See instructions)	4a			
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b			
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	4c			

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions)
 Complete a **separate Part IV** for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (A) LTD		Employer identification number (if any) 98-0417312	
Address 345 Park Avenue City New York State NY Zip 10154 Country		Tax year of company or fund calendar year 2004 or other tax year beginning _____ and ending _____	

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 of Part IV.*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	444	
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)	1b	None	
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		444
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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.)	2c		
3 a Add lines 1c and 2c	3a		444
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.)	3b	232	
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	3c		
d Add lines 3b and 3c	3d		232
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets)	3e		212
Important: <i>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</i>			
4 a Enter the total tax for the tax year (See instructions)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3. (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions.)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions.)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (B) LTD		Employer identification number (if any) 20-0725907	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning _____ and	
State NY Zip 10154 Country		ending _____	

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	141	
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)	1b		
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		141
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	33	
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)	2b		
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)	2c		33
3 a Add lines 1c and 2c	3a		174
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)	3b	231	
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	3c		
d Add lines 3b and 3c	3d		231
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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</i>	3e		-57
4 a Enter the total tax for the tax year (See instructions)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions.	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
 Complete a **separate Part IV** for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax." (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return: <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (C) LTD		Employer identification number (if any) 20-0760050	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning _____ and	
State NY Zip 10154 Country		ending _____	

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	367		
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)	1b	None		
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c			367
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None		
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)	2b			
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)	2c			
3 a Add lines 1c and 2c	3a			367
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)	3b		235	
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	3c			
d Add lines 3b and 3c	3d			235
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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.</i>	3e			132
4 a Enter the total tax for the tax year (See instructions)	4a			
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b			
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	4c			

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions.	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return. <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (D) LTD C/O The Blackstone Group		Employer identification number (if any) 20-0760082	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning _____ and	
State NY Zip 10154 Country		ending _____	

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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.)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	121		
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)	1b	None		
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c			121
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None		
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)	2b			
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.)	2c			
3 a Add lines 1c and 2c	3a			121
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.)	3b		76	
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	3c			
d Add lines 3b and 3c	3d			76
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets). Important: <i>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</i>	3e			45
4 a Enter the total tax for the tax year. (See instructions.)	4a			
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b			
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.	4c			

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1 25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions.)	11c	
d	Foreign tax credit. (See instructions.)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax." (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning _____ and ending _____	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return. <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (E) LTD C/O The Blackstone Group		Employer identification number (if any) 98-0423410	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other tax year beginning _____ and ending _____	
City New York	State NY	Zip 10154	Country

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	161	
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)	1b	None	
c Subtract line 1b from line 1a Enter this amount on your tax return as dividend income	1c		161
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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)	2c		
3 a Add lines 1c and 2c	3a		161
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)	3b	92	
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	3c		
d Add lines 3b and 3c	3d		92
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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</i>	3e		69
4 a Enter the total tax for the tax year (See instructions)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1 25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no. (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year: calendar year beginning 6/1/2004 and ending 5/31/2005 or other tax year ending _____	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return: <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (F) LTD C/O The Blackstone Group		Employer identification number (if any) 98-0423411	
Address 345 Park Avenue		Tax year of company or fund: calendar year 2004 or other tax year beginning _____ and ending _____	
City New York	State NY	Zip 10154	Country

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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.)

1 a	Enter your pro rata share of the ordinary earnings of the QEF	1a	52	
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)	1b	None	
c	Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		52
2 a	Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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.)	2c		
3 a	Add lines 1c and 2c	3a		52
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.)	3b		25
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	3c		
d	Add lines 3b and 3c	3d		25
e	Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets). Important: <i>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</i>	3e		27
4 a	Enter the total tax for the tax year. (See instructions.)	4a		
b	Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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.	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions.	8	
9	Enter the smaller of line 7 or line 8 Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3. (See instructions if the number of preceding tax years is less than 3.)	10c	
d	Multiply line 10c by 125% (1 25) .	10d	
e	Subtract line 10d from line 10a This amount, if more than zero, is the excess distribution with respect to the applicable stock If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years) Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax " (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621 Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1 Tax year of outstanding election						
2 Undistributed earnings to which the election relates						
3 Deferred tax						
4 Interest accrued on deferred tax (line 3) as of the filing date						
5 Event terminating election						
6 Earnings distributed or deemed distributed during the tax year						
7 Deferred tax due with this return						
8 Accrued interest due with this return						
9 Deferred tax outstanding after partial termination of election						
10 Interest accrued after partial termination of election						

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return: <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (G) LTD C/O The Blackstone Group		Employer identification number (if any) 20-1105018	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning _____ and	
State NY Zip 10154 Country		ending _____	

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 of Part IV*

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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	66	
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)	1b	None	
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		66
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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)	2c		
3 a Add lines 1c and 2c	3a		66
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)	3b		30
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	3c		
d Add lines 3b and 3c	3d		30
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	3e		36
4 a Enter the total tax for the tax year (See instructions)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1 25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1 Tax year of outstanding election						
2 Undistributed earnings to which the election relates						
3 Deferred tax						
4 Interest accrued on deferred tax (line 3) as of the filing date						
5 Event terminating election						
6 Earnings distributed or deemed distributed during the tax year						
7 Deferred tax due with this return						
8 Accrued interest due with this return						
9 Deferred tax outstanding after partial termination of election						
10 Interest accrued after partial termination of election						

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return. <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (H) LTD		Employer identification number (if any) 20-1166125	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning _____ and	
State NY Zip 10154 Country		ending _____	

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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.)

1 a	Enter your pro rata share of the ordinary earnings of the QEF	1a	70	
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)	1b	None	
c	Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		70
2 a	Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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.)	2c		
3 a	Add lines 1c and 2c	3a		70
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.)	3b	7	
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.	3c		
d	Add lines 3b and 3c	3d		7
e	Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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</i>	3e		63
4 a	Enter the total tax for the tax year. (See instructions.)	4a		
b	Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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.	4c		

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5
6	Enter your adjusted basis in the stock at the end of the tax year	6
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b
c	Divide line 10b by 3. (See instructions if the number of preceding tax years is less than 3)	10c
d	Multiply line 10c by 125% (1.25)	10d
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.	
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c
d	Foreign tax credit. (See instructions)	11d
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return: <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BMP-SPV (I) LTD C/O The Blackstone Group		Employer identification number (if any) 98-0430843	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning and	
State NY Zip 10154 Country		ending	

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a		26	
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)	1b	None		
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income			1c	26
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None		
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)	2b			
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)			2c	
3 a Add lines 1c and 2c			3a	26
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)	3b			6
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	3c			
d Add lines 3b and 3c			3d	6
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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.</i>			3e	20
4 a Enter the total tax for the tax year (See instructions.)	4a			
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b			
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			4c	

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5
6	Enter your adjusted basis in the stock at the end of the tax year	6
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7
8	Enter any unreversed inclusions (as defined in section 1296(d)). See instructions	8
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
 Complete a **separate Part IV** for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c
d	Multiply line 10c by 125% (1.25)	10d
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.	
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c
d	Foreign tax credit (See instructions.)	11d
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

▶ See separate instructions.

Attachment Sequence No **69**

Name of shareholder Southern Methodist University			Identifying number (see page 2 of instructions) 75-0800689		
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261			Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005		
City or town Dallas		State TX	ZIP code 75275-0261	Country	
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate					
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) Cinven Buyout III S.a r.l C/O Third Cinven Fund US NO. 4 Limited Partnership			Employer identification number (if any) N/A		
Address City State Zip Country			Tax year of company or fund calendar year _____ or other tax year beginning _____ and ending _____		

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 of Part IV*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	800		
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)	1b	None		
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income	1c		800	
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None		
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)	2b			
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)	2c			
3 a Add lines 1c and 2c	3a		800	
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)	3b	None		
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	3c			
d Add lines 3b and 3c	3d			
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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</i>	3e		800	
4 a Enter the total tax for the tax year (See instructions)	4a			
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b			
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	4c			

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
Complete a separate Part IV for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3. (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1.25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder Southern Methodist University		Identifying number (see page 2 of instructions) 75-0800689	
Number, street, and room or suite no (If a P O box, see page 2 of instructions) PO Box 750261		Shareholder tax year calendar year _____ or other tax year beginning 6/1/2004 and ending 5/31/2005	
City or town Dallas	State TX	ZIP code 75275-0261	Country
Check type of shareholder filing the return <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate			
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) BCP Wireless Cayman Corp. C/O The Blackstone Group		Employer identification number (if any) 13-4116428	
Address 345 Park Avenue		Tax year of company or fund calendar year 2004 or other	
City New York		tax year beginning _____ and	
State NY Zip 10154 Country		ending _____	

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 of Part IV.*
- 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 or a PFIC to which section 1297(e) applies, 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)

1 a Enter your pro rata share of the ordinary earnings of the QEF	1a	None	
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)	1b		
c Subtract line 1b from line 1a Enter this amount on your tax return as dividend income			1c
2 a Enter your pro rata share of the total net capital gain of the QEF	2a	None	
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)	2b		
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)			2c
3 a Add lines 1c and 2c			3a
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)	3b	None	
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	3c		
d Add lines 3b and 3c			3d
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) Important: <i>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</i>			3e
4 a Enter the total tax for the tax year (See instructions)	4a		
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b		
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			4c

Part III Gain or (Loss) From Mark-to-Market Election (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess. Subtract line 6 from line 5. If a gain, stop here. Include this amount as ordinary income on your tax return. If a loss, go to line 8	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)) See instructions.	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return	9	

Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund (See page 6 of instructions.)
 Complete a **separate Part IV** for each excess distribution (see instructions).

10 a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year)	10b	
c	Divide line 10b by 3 (See instructions if the number of preceding tax years is less than 3)	10c	
d	Multiply line 10c by 125% (1 25)	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11	10f	
11 a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions)	11c	
d	Foreign tax credit. (See instructions)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions.)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions)	11f	

Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections

Complete a separate column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1	Tax year of outstanding election					
2	Undistributed earnings to which the election relates					
3	Deferred tax					
4	Interest accrued on deferred tax (line 3) as of the filing date					
5	Event terminating election					
6	Earnings distributed or deemed distributed during the tax year					
7	Deferred tax due with this return					
8	Accrued interest due with this return					
9	Deferred tax outstanding after partial termination of election					
10	Interest accrued after partial termination of election					

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

Form **8865**

OMB No 1545-1668

2004

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return. See separate instructions.**
Information furnished for the foreign partnership's tax year
beginning 1/1/2004 , and ending 12/31/2004

Attachment
Sequence No **118**

Name of person filing this return Southern Methodist University Filer's identifying number 75-0800689

Filer's address (if you are not filing this form with your tax return)
Address PO Box 750261
City Dallas ST TX Zip 75275-0261

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 1/1/2004 , and ending 12/31/2004

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 _____
City _____ ST _____ Zip _____

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
Name Doughty Hanson & Co Fund III, Limited Partnership Number 6
Address 45 Pall Mall
City London SW1Y 5JG ST _____ Zip _____ Country United Kingdom

2 EIN (if any) 98-0179559
3 Country under whose laws organized United Kingdom

4 Date of organization <u>11/4/1997</u>	5 Principal place of business <u>United Kingdom</u>	6 Principal business activity code number <u>523900</u>	7 Principal business activity Other <u>financial investment activity</u>	8a Functional currency <u>USD</u>	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 US Name <u>N/A</u> ID Number _____ Address _____ City _____ ST _____ Zip _____	2 Check if the foreign partnership must file <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input type="checkbox"/> Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed. <u>N/A</u>
--	---

3 Name and address of foreign partnership's agent in country of organization, if any Name <u>N/A</u> Address _____ City _____ ST _____ Zip _____ Country _____	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 Name <u>Doughty Hanson & Co Limited</u> Address <u>45 Pall Mall</u> City <u>London SW1Y 5JG</u> ST _____ Zip _____ Country _____ Location of Books/Records if different _____
--	--

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

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

7 How is this partnership classified under the law of the country in which it is organized? ▶ 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
 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 _____	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 _____	State _____ 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
The Rockefeller University	1230 York Avenue New York, NY 10021-6399 United States of America		

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

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

Schedule B Income Statement—Trade or Business Income

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

Income	1 a	Gross receipts or sales	1a			
	b	Less returns and allowances	1b		1c	
	2	Cost of goods sold			2	
	3	Gross profit Subtract line 2 from line 1c			3	
	4	Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4	
	5	Net farm profit (loss) (attach Schedule F (Form 1040))			5	
	6	Net gain (loss) from Form 4797, Part II, line 17			6	
	7	Other income (loss) (attach statement)			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	
	16 a	Depreciation (if required, attach Form 4562)	16a			
	b	Less depreciation reported elsewhere on return	16b		16c	
	17	Depletion (Do not deduct oil and gas depletion.)			17	
	18	Retirement plans, etc			18	
	19	Employee benefit programs			19	
	20	Other deductions (attach statement)			20	
	21	Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21	
22	Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22		

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

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

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

Schedule M Balance Sheets for Interest Allocation

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

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

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

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

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

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

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

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

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

Department of the Treasury
Internal Revenue Service

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

Name of transferor Southern Methodist University	Filer's identifying number 75-0800689
--	---

Name of foreign partnership
Doughty Hanson & Co Fund III, Limited Partnership Number 6, 45 Pall Mall, London SW1Y 5JG, United Kingdom

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	01/02/2004		86,019				11.6279%
	04/08/2004		671,812				11.6279%
	07/01/2004		78,946				11.6279%
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

2004

Attachment
Sequence No **118**

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return. See separate instructions.**
Information furnished for the foreign partnership's tax year
beginning 1/1/2004 , and ending 12/31/2004

Name of person filing this return Southern Methodist University Filer's identifying number 75-0800689

Filer's address (if you are not filing this form with your tax return)
Address P. O. Box 750261
City Dallas ST TX Zip 75275-0261
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 1/1/2004 , and ending 12/31/2004

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 _____
City _____ ST _____ Zip _____

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

F1 Name and address of foreign partnership
Name Doughty Hanson & Co Fund II Limited Partnership Number 3
Address 45 Pall Mall
City London SW1Y 5JG ST _____ Zip _____ Country United Kingdom
2 EIN (if any) None
3 Country under whose laws organized United Kingdom

4 Date of organization October 1995 5 Principal place of business United Kingdom 6 Principal business activity code number 523900 7 Principal business activity Other 8a Functional currency Euro 8b Exchange rate (see instr) 0.8015

G Provide the following information for the foreign partnership's tax year
1 Name, address, and identifying number of agent (if any) in the US
Name _____ ID Number _____
Address _____
City _____ ST _____ Zip _____
2 Check if the foreign partnership must file
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed _____

3 Name and address of foreign partnership's agent in country of organization, if any
Name _____
Address _____
City _____ ST _____ Zip _____
Country _____
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
Name Doughty Hanson & Co Limited
Address 45 Pall Mall City London, SW1Y 5JG
ST _____ Zip _____ Country _____
Location of Books/Records if different _____

- 5 Were any special allocations made by the foreign partnership? ▶ Yes No
 - 6 Enter the number of Forms 8858, Information Return of U S Persons With Respect to Foreign Disregarded Entities, attached to this return (see instructions) . ▶ 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 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 _____
State _____ Phone no _____
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 [X] 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

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 and 5 columns. Rows include Income (1-8) and Deductions (9-21), leading to Ordinary business income (22).

Schedule D Capital Gains and Losses

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

(a) Description of property (e.g., 100 shares of "Z" Co)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1					
2 Short-term capital gain from installment sales from Form 6252, line 26 or 37					2
3 Short-term capital gain (loss) from like-kind exchanges from Form 8824					3
4 Partnership's share of net short-term capital gain (loss), including specially allocated short-term capital gains (losses), from other partnerships, estates, and trusts					4
5 Net short-term capital gain or (loss). Combine lines 1 through 4 in column (f). Enter here and on Form 8865, Schedule K, line 8 or 11					5

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

(a) Description of property (e.g., 100 shares of "Z" Co)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6 Net long-term capital gain					208,631
7 Long-term capital gain from installment sales from Form 6252, line 26 or 37					7
8 Long-term capital gain (loss) from like-kind exchanges from Form 8824					8
9 Partnership's share of net long-term capital gain (loss), including specially allocated long-term capital gains (losses), from other partnerships, estates, and trusts					9
10 Capital gain distributions					10
11 Net long-term capital gain or (loss). Combine lines 6 through 10 in column (f). Enter here and on Form 8865, Schedule K, line 9a or 11					11
					208,631

Schedule K Partners' Distributive Share Items		Total amount	
Income (Loss)	1 Ordinary business income (loss) (page 2, line 22)	1	
	2 Net rental real estate income (loss) (attach Form 8825)	2	
	3 a Other gross rental income (loss)	3a	
	b Expenses from other rental activities (attach statement)	3b	
	c Other net rental income (loss) Subtract line 3b from line 3a	3c	
	4 Guaranteed payments	4	
	5 Interest income	5	590
	6 Dividends a Ordinary dividends	6a	4,902
	b Qualified dividends	6b	
	7 Royalties	7	
	8 Net short-term capital gain (loss)	8	
Deductions	9 a Net long-term capital gain (loss)	9a	208,631
	b Collectibles (28%) gain (loss)	9b	
	c Unrecaptured section 1250 gain (attach statement)	9c	
	10 Net section 1231 gain (loss) (attach Form 4797)	10	
	11 Other income (loss) (attach statement)	11	
Self-Employment	12 Section 179 deduction (attach Form 4562)	12	
	13 a Contributions	13a	
	b Deductions related to portfolio income (attach statement)	13b	
	c Investment interest expense	13c	
	d Section 59(e)(2) expenditures: (1) Type (2) Amount	13d(2)	
Credits & Credit Recapture	e Other deductions (attach statement)	13e	94,917
	14 a Net earnings (loss) from self-employment	14a	
	b Gross farming or fishing income	14b	
	c Gross nonfarm income	14c	
	15 a Low-income housing credit (section 42(j)(5))	15a	
	b Low-income housing credit (other)	15b	
Foreign Transactions	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468)	15c	
	d Other rental real estate credits	15d	
	e Other rental credits	15e	
	f Other credits and credit recapture (attach statement)	15f	
	16 a Name of country or U.S. possession		
	b Gross income from all sources	16b	
	c Gross income sourced at partner level	16c	
	Foreign gross income sourced at partnership level		
	d Passive e Listed categories (attach statement) f General limitation	16f	
	Deductions allocated and apportioned at partner level		
g Interest expense h Other	16h		
Deductions allocated and apportioned at partnership level to foreign source income			
i Passive j Listed categories (attach statement) k General limitation	16k		
l Foreign taxes: (1) Paid (2) Accrued	16l(2)		
m Reduction in taxes available for credit (attach statement)	16m		
Alternative Minimum Tax (AMT) Items	17 a Post-1986 depreciation adjustment	17a	
	b Adjusted gain or loss	17b	
	c Depletion (other than oil and gas)	17c	
	d Oil, gas, and geothermal properties—gross income	17d	
	e Oil, gas, and geothermal properties—deductions	17e	
	f Other AMT items (attach statement)	17f	
Other Information	18 a Tax-exempt interest income	18	
	b Other tax-exempt income	18b	
	c Nondeductible expenses	18c	
	19 a Distributions of cash and marketable securities	19	
	b Distributions of other property	19b	
	20 a Investment income	20a	5,492
b Investment expenses	20b		
c Other items and amounts (attach statement)			

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

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

Schedule M Balance Sheets for Interest Allocation

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

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

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

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

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

Schedule N Transactions Between Controlled Foreign Partnership and Partners or Other Related EntitiesN/A

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

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

Line 13e, Sch K (Form 8865) - Other Deductions

T Code T - Other deductions		
Other deductions		<u>94,917</u>
Total Code T - Other deductions	T	<u>94,917</u>
Total other deductions	13e	<u>94,917</u>

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return: **Southern Methodist University** Identifying number: **75-0800689**

Number, street, and room or suite no: **PO Box 750261**

City or town, state, and ZIP code: **Dallas, TX 75275-0261**

1a Name of reportable transaction Blackstone Crystal Holding Capital Partners (Cayman) IV, LTD - Book Dividend	1b Tax shelter registration number (11-digits) (if any) N/A
--	---

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

- | | |
|---|---|
| a <input type="checkbox"/> Listed transaction | d <input type="checkbox"/> Loss transaction |
| b <input type="checkbox"/> Confidential transaction | e <input checked="" type="checkbox"/> Transaction with significant book-tax difference |
| c <input type="checkbox"/> Transaction with contractual protection | f <input type="checkbox"/> Transaction with brief asset holding period |

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ **1**

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ **06-1634170**
Lexington Capital Partners V, LP

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

Lexington Capital Partners V, LP ("Fund") has an indirect investment in Blackstone Crystal Holding Capital Partners (Cayman) IV LP (Blackstone Crystal) through its investment in Blackstone Capital Partners (Cayman) IV LP (Blackstone Capital). In September 2004, Blackstone Capital received dividend proceeds from Blackstone Crystal. The proceeds received were treated as a dividend for book and tax purposes. Since Blackstone Crystal did not have current or accumulated earnings & profits, the dividend will be treated as a nontaxable return of capital from Blackstone Crystal. Therefore, the "Fund", and accordingly, the taxpayer will also treat the distribution as a nontaxable return of capital.

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

This transaction will result in a nontaxable return of capital for tax purposes which will reduce the "Fund"'s tax basis in Blackstone Crystal through Blackstone Capital and accordingly Taxpayer's tax basis in the "Fund".

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

For 2004, this transaction resulted in book income of \$287,045,208 for Blackstone Capital with a nontaxable return of capital of the same amount for tax purposes. In future years, this difference will be reversed upon future dispositions of Blackstone Crystal stock since the tax basis of the stock is lower than book basis. Hence the taxable income will exceed book income by the same \$287,045,208 in future years.

Southern Methodist University's allocable share of book-tax difference related to the Blackstone Crystal book dividend is \$833

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return: **Southern Methodist University** Identifying number: **75-0800689**

Number, street, and room or suite no: **PO Box 750261**

City or town, state, and ZIP code: **Dallas, TX 75275-0261**

1a Name of reportable transaction TRW Automotive Holdings - Stock Redemption	1b Tax shelter registration number (11-digits) (if any) N/A
---	--

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

- | | |
|---|---|
| a <input type="checkbox"/> Listed transaction | d <input type="checkbox"/> Loss transaction |
| b <input type="checkbox"/> Confidential transaction | e <input checked="" type="checkbox"/> Transaction with significant book-tax difference |
| c <input type="checkbox"/> Transaction with contractual protection | f <input type="checkbox"/> Transaction with brief asset holding period |

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ **1**

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ **06-1634170**
Lexington Capital Partners V, LP

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

Lexington Capital Partners V, LP ("Fund") has an indirect investment in TRW Automotive Holdings Corp (TRW) through its investment in Blackstone Capital Partners IV, LP (Blackstone Capital). In February 2004, TRW completed its initial Public Offering on the New York Stock Exchange and repurchased a portion of the shares owned by Automotive Investors, LLC. The proceeds were treated as a partial disposition for book income purposes and characterized as a redemption treated as a dividend for tax purposes. Since TRW did not have current or accumulated earnings & profits for tax purposes, the dividend will be treated as a nontaxable return of capital from TRW. Therefore, the "Fund", and accordingly taxpayer will also treat the distribution as a nontaxable return of capital.

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc (see instructions for more details)

This transaction will result in a nontaxable return of capital for tax purposes which will reduce "Fund's tax basis in TRW through Blackstone Capital IV, and accordingly taxpayer's basis in the "Fund".

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years)

For 2004, this transaction resulted in book income of \$154,296,607 for the "Fund" with a nontaxable return of capital of the same amount for tax purposes. In future years, this difference will be reversed upon future dispositions of TRW Automotive Holdings Corp stock since the tax basis of the stock is lower than the book basis. Therefore, taxable income will exceed book by the same \$154,296,607 in future years.

Southern Methodist University's allocable share of the book-tax difference related to the TRW Initial Public Offering is \$452.

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return: Southern Methodist University Identifying number: 75-0800689

Number, street, and room or suite no: PO Box 750261

City or town, state, and ZIP code: Dallas, TX 75275-0261

1a Name of reportable transaction: Nalco Holding Company - Book Dividend **1b** Tax shelter registration number (11-digits) (if any): N/A

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

- a Listed transaction
- b Confidential transaction
- c Transaction with contractual protection
- d Loss transaction
- e Transaction with significant book-tax difference
- f Transaction with brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ 1

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ 06-1634170
Lexington Capital Partners V, LP

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

Lexington Capital Partners V, LP ("Fund") has an indirect investment in Nalco Holding Company (Nalco) through its investment in Blackstone Capital Partners IV LP (Blackstone). In November 2004, Blackstone received dividend proceeds from Nalco. The proceeds received were treated as a dividend for book and tax purposes. Since Nalco did not have current or accumulated earnings & profits for tax purposes, the dividend will be treated as a nontaxable return of capital from Nalco. Hence the "Fund", as well as taxpayer will treat the dividend as a nontaxable return of capital

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc (see instructions for more details).

This transaction will result in a nontaxable return of capital for tax purposes which will reduce the "Funds tax basis in Blackstone, thereby reducing the taxpayer's basis in the Fund.

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

For 2004, this transaction resulted in book income of \$137,637,049 for Blackstone with a nontaxable return of capital of the same amount for tax purposes. In future years, this difference will be reversed upon future dispositions of Nalco Holding Company stock since the tax basis of the stock is lower than the book basis. Therefore taxable income will exceed book income by the same \$137,637,049 in future years.

Pursuant to IRC section 6111 and Notice 2004-80 Blackstone Capital Partners IV LP anticipates making a return setting forth information identifying and describing the reportable transaction mentioned above.

Upon filing return, it is believed that the IRS may provide a registration number for the reportable transaction. If a registration number is provided and subject to further guidance, Blackstone Capital Partners IV LP will disclose the registration number on Form 8271 and provide a copy of Form 8271 to its partners. Lexington Capital Partners V, LP will in turn disclose this information to its partners.

Nalco Holding Company – Book Dividend
Lexington Capital Partners V, LP
06-1634170

Southern Methodist University
75-0800689

Form 8886
Line 9:

Southern Methodist University's allocable share of the book-tax difference related to the Nalco Holding book dividend is \$400.

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return
Southern Methodist University

Identifying number

75-0800689

Number, street, and room or suite no

PO Box 750261

City or town, state, and ZIP code

Dallas, TX 75275-0261

1a Name of reportable transaction

1b Tax shelter registration number (11-digits) (if any)

Foundation Coal Holdings - Book Dividend

N/A

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

a Listed transaction

d Loss transaction

b Confidential transaction

e Transaction with significant book-tax difference

c Transaction with contractual protection

f Transaction with brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ 1

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ 06-1634170
Lexington Capital Partners V, LP

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

Lexington Capital Partners V, LP ("Fund ") has an indirect investment in Foundation Coal Holdings, Inc (Foundation) through its investment in Blackstone FCH Capital Partners IV LP (Blackstone FCH IV). For book purposes, Blackstone FCH IV has recognized accrued dividend income from its investment. There were no proceeds received in connection with this book income in 2004. For tax purposes, the dividend is not currently taxable in 2004 pursuant to IRC Section 301. The "Fund", and accordingly, the taxpayer will also not be taxed on this dividend

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc (see instructions for more details).

The dividend amount recorded as book income is excluded from gross income in 2004

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

See Attached

Foundation Coal Holdings – Book Dividend
Lexington Capital Partners V, LP
06-1634170

Southern Methodist University
75-0800689

Form 8886
Line 9:

For 2004, this transaction resulted in book income of \$117,618,943 for Blackstone FCH IV. In 2005, the payment of the dividend will result in the appropriate tax treatment as determined under IRC Section 301 (dividend income, return of capital and/or capital gain). Therefore, the book-tax difference will be reversed either in 2005 or upon future dispositions of Foundation Coal Holdings, Inc. stock since the tax basis of the stock would be lower than the book basis if part of the dividend is treated as a return of capital. Therefore, taxable income will exceed book income by the same \$117,618,943 in future years.

Pursuant to IRC section 6111 and Notice 2004-80 Blackstone FCH Capital Partners IV, LP anticipates making a return setting forth information identifying and describing the reportable transaction mentioned above.

Upon filing return, it is believed that the IRS may provide a registration number for the reportable transaction. If a registration number is provided and subject to further guidance, Blackstone Capital Partners IV LP will disclose the registration number on Form 8271 and provide a copy of Form 8271 to its partners. Lexington Capital Partners V, LP will in turn disclose this information to its partners.

Southern Methodist University's allocable share of the book-tax difference related to Foundation Coal's book dividend is \$406.

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return
Southern Methodist University
Number, street, and room or suite no

Identifying number
75-0800689

PO Box 750261
City or town, state, and ZIP code
Dallas, TX 75275-0261

1a Name of reportable transaction
Texas Genco - Book Tax Differences Arising From Taxable Asset Purchase

1b Tax shelter registration number (11-digits) (if any)
To be applied for

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential transaction
- c** Transaction with contractual protection
- d** Loss transaction
- e** Transaction with significant book-tax difference
- f** Transaction with brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ 1

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ 06-1634170
Lexington Capital Partners V, LP

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

See Attached.

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

See Attached.

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

See Attached.

Texas Genco – Book Tax Differences
Arising From Taxable Asset Purchase
Lexington Capital Partners V, LP
06-1634170

Southern Methodist University
75-0800689

Form 8886

Line 7:

In 2004, Texas Genco LLC entered into an agreement to acquire Texas Genco Holdings, Inc.'s non-nuclear assets and after and subject to receipt of regulatory approval, the stock of Texas Genco Holdings, Inc. Prior to the transactions, Texas Genco Holdings segregated its nuclear and non-nuclear assets so that its non-nuclear generation assets and liabilities, which relate primarily to coal, lignite oil and natural gas-fired generation plants, were held by Texas Genco II, LP a newly formed entity that is disregarded as an entity separate from Texas Genco Holdings, Inc for U.S. federal income tax purposes, and its cash and nuclear assets and liabilities were held by Texas Genco Holdings, Inc for U.S. federal income tax purposes.

Shortly thereafter, two newly formed wholly owned subsidiaries of Texas Genco LLC merged, in taxable transactions, with and into Texas Genco II LP and Texas Genco Services LP (one of Texas Genco Holdings, Inc.'s current operating subsidiaries unrelated to Texas Genco Holdings, Inc.'s wholesale generation business that is disregarded as an entity separate from Texas Genco Holdings Inc. for U.S. federal income tax purposes) (collectively, the Mergers). As a result of the Mergers, Texas Genco II, LP and Texas Genco Services LP became wholly owned subsidiaries of Texas Genco LLC and remained entities that are disregarded for U.S. federal income tax purposes.

Following receipt of approval by the Nuclear Regulatory Commission and other customary conditions Texas Genco LLC plans to acquire all of the outstanding stock of Texas Genco Holdings, Inc (the Stock Acquisition). As a result of the Stock Acquisition, Texas Genco Holdings, Inc will become a wholly owned subsidiary of Texas Genco LLC.

The Mergers were consummated on December 15, 2004. The Stock Acquisition is still pending approval by the Nuclear Regulatory Commission and other customary conditions.

Texas Genco – Book Tax Differences
Arising From Taxable Asset Purchase
Lexington Capital Partners V, LP
06-1634170

Southern Methodist University
75-0800689

Line 8: Expected Tax Benefits

The Mergers will be treated as a taxable asset purchase under section 1060 and as a purchase transaction for financial accounting purposes (subject to purchase accounting). It is expected that there will be differences in the financial and tax treatment of certain items including contracts pursuant to which the plants sell a majority of their electricity (the “Power Contracts”) and deferred revenue.

Power Contracts

The Power Contracts have terms ranging from one month to four years and have a contract price that is less than the current fair market value of electricity. For GAAP purposes, Texas Genco LLC anticipates treating the Power Contracts as follows:

- The excess of FMV over contract price will be recorded as a liability, and
- As electricity is delivered pursuant to the Power Contracts, the liability will be reduced and additional book revenue will be recorded in an amount equal to the excess of the fair market value of electricity delivered over the contract price.

For U.S. federal income tax purposes, taxable revenue from the Power Contracts will be based on the contracted price. As a result of this difference in purchase accounting, it is reasonably expected that in certain years, book income associated with the Power Contracts will exceed taxable income by more than \$10 million.

Deferred Revenue

Prior to the acquisition and as part of its normal business operations, Texas Genco Holdings, Inc (through Texas Genco II LP) entered into contracts with certain customers that require Texas Genco Holdings, Inc to make a specified amount of its electric generating capacity available to such customer (a “Capacity Entitlement”). Texas Genco Holdings, Inc receives payment for Capacity Entitlements on a monthly basis and such amounts are received the month prior to which such payments relates (i.e. payment received in one month is for Capacity Entitlements in the following month). For book and tax purposes, Texas Genco Holdings, Inc. records the advance payment as deferred revenue and recognizes the revenue during the month the Capacity Entitlement relates. At the time of the Mergers, Texas Genco Holdings, Inc (through Texas Genco II LP) had \$46,730,540 of deferred revenue on its books.

For GAAP purposes, Texas Genco LLC anticipates treating any unrecognized deferred revenue as a liability and will recognize such amount as income over the remaining portion of the month after the Mergers.

Texas Genco – Book Tax Differences
Arising From Taxable Asset Purchase
Lexington Capital Partners V, LP
06-1634170

Southern Methodist University
75-0800689

For U.S. federal income tax purposes, it is anticipated that Texas Genco Holdings, Inc. will recognize the deferred revenue as income in the tax year the Mergers occurred. Texas Genco LLC should not recognize income associated with advance payments received by Texas Genco Holdings, Inc. As a result of this difference in purchase accounting, it is reasonably expected that Texas Genco LLC's book income associated with the deferred revenue will exceed taxable income by more than \$10 million. However, when viewed in connection with Texas Genco Holdings, Inc.'s anticipated tax treatment, it is anticipated that the deferred revenue will be recognized as income for tax purposes before it is recognized for GAAP purposes.

Line 9: Estimated Tax Benefits

Power Contact

For the tax year ended December 31, 2004, the total book-tax difference associated with the Power Contracts was \$12,262,537. The impact on book income in future years will depend on the application of purchase accounting, which can not be reasonably estimated at this time. However it is reasonably expected that in certain future years, book income associated with the Power Contracts will exceed taxable income by more than \$10 million. Texas Genco LLC will provide accurate information with its tax return for the tax year the tax benefit is realized. Texas Genco LLC did not receive any tax benefits associated with the Power Contracts in prior years.

Deferred Revenue

For the tax year ended December 31, 2004, the book-tax difference associated with Deferred Revenue was \$46,730,540 (book income in excess of taxable income). There should be no tax benefits associated with Deferred Revenue in any prior or future years.

Pursuant to IRC section 6111 and Notice 2004-80 Texas Genco LLC anticipates a return setting forth information identifying and describing the reportable transaction mentioned above.

Upon filing return, it is believed that the IRS may provide a registration number for the reportable transaction. If a registration number is provided and subject to further guidance, Blackstone TG Capital Partners IV L.P. will disclose the registration number on Form 8271 and provide a copy of Form 8271 to its partners. Lexington Capital Partners V, L.P. will in turn disclose this information to its partners.

Texas Genco – Book Tax Differences
Arising From Taxable Asset Purchase
Lexington Capital Partners V, LP
06-1634170

Southern Methodist University
75-0800689

Line 9: continued

Southern Methodist University's allocable share of the book-tax difference related to Texas Genco-Power Contracts is \$11 and related to Texas Genco-Deferred Revenue is \$41.

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return: **Southern Methodist University** Identifying number: **75-0800689**

Number, street, and room or suite no:
PO Box 750261

City or town, state, and ZIP code:
Dallas, TX 75275-0261

1a Name of reportable transaction: **Pae Tec Company - Book Dividend**
1b Tax shelter registration number (11-digits) (if any): **N/A**

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential transaction
- c** Transaction with contractual protection
- d** Loss transaction
- e** Transaction with significant book-tax difference
- f** Transaction with brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ 1

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ 06-1634170
Lexington Capital V, LP

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

Lexington Capital Partners V, LP ("Fund") has an indirect Preferred Stock Investment in Pae Tec Company (PaeTec) through its investment in Blackstone CCC Capital Partners IV LP (Blackstone CCC). For book purposes, Blackstone CCC has recognized accrued dividend income from its investment. There were no proceeds received in connection with this book income in 2004. For tax purposes, the dividend is not currently taxable in 2004 pursuant to IRC Section 301 and Section 305. The "Fund", and accordingly, the taxpayer will also not be taxed on this dividend.

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc (see instructions for more details)

The dividend amount recorded as book income is excluded from gross income in 2004.

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

For 2004, this transaction resulted in book income of \$14,349,276 for Blackstone CCC which increased Blackstone CCC's book basis in PaeTec Company. In future years, this difference will be reversed upon future dispositions of PaeTec Company stock since the tax basis of the stock is lower than the book basis. Therefore, taxable income will exceed book income by the same \$14,349,276 in future years.

Southern Methodist University's allocable share of the book-tax difference related to Pae Tec Company's book dividend is \$416

Reportable Transaction Disclosure Statement

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **137**

Name(s) shown on return

Identifying number

Southern Methodist University
Number, street, and room or suite no

75-0800689

PO Box 750261

City or town, state, and ZIP code

Dallas, TX 75275-0261

1a Name of reportable transaction

1b Tax shelter registration number (11-digits) (if any)

Section 988 Loss

N/A

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions)

a Listed transaction

d Loss transaction

b Confidential transaction

e Transaction with significant book-tax difference

c Transaction with contractual protection

f Transaction with brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶

4 Enter the number of transactions reported on this form ▶ 1

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ 06-1634170
Lexington Capital Partners V

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

Taxpayer has an indirect investment in VS&A Communications Partners III, LP (VS&A) through its investment in Lexington Capital Partners V, LP (Fund) VS&A entered into an IRC Section 988 Foreign Currency Forward Contract in Year 2004 as defined by Section 1256(G)(2)(A). At the end of 2004, the contract was marked to market as required by IRC Section 1256(A)(1). Due to the change in Foreign currency exchange rates, this resulted in an IRC Section 988 Loss in the amount of \$10,208,440.00

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details)

VS&A incurred a taxable IRC Section 988 loss in the amount of \$10,208,440, which would give rise to a reportable loss transaction as defined by treasury regulation Section 1.6011-4 (B)(5)

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

For 2004, the estimated tax benefit is based on total tax loss of \$10,208,440. There are no expected tax benefits resulting from this transaction for any prior or future years

Southern Methodist University's allocation of the partnership loss reported on Form 8886 is \$3,051.

Southern Methodist University

75-0800689
Form 990 -2004
May 31, 2005

Part I

Line 7- Other Investment Income

	<u>AMOUNT</u>
Mortgage Notes Interest Income	798,042
Mineral Interest Revenue	4,552,498
Funds Held in Trust by Others Income	<u>631,570</u>
Total	<u><u>5,982,110</u></u>

Southern Methodist University
75-0800689
Form 990-2004
Part I
May 31, 2005

Line 8 c and d- Gains (loss)

Securities:

Publicly Traded Securities

Proceeds from Sales of Publicly Traded Securities

359,922,344

Less Carrying Value of Assets Sold

281,860,642

Realized Gains on Sales of Publicly Traded Securities

Amount

78,061,702

Non-Publicly Traded Securities

<u>Description</u>	<u>Date of Acquisition</u>	<u>Method of Acquisition</u>	<u>Date Sold</u>	<u>Purchased By</u>	<u>Net Sale</u>	<u>Value of Acquisition</u>	<u>Carrying Value</u>	<u>Gain (Loss)</u>
Club Corp International, 27,284 shares	12/15/04	Gift	05/05/05	Club Corp International	709,425	497,624	497,624	211,801
Total Realized Gains on Sales of Securities								<u>78,273,503</u>

Real Estate and Other Property:

<u>Description</u>	<u>Date of Acquisition</u>	<u>Method of Acquisition</u>	<u>Date Sold</u>	<u>Purchased By</u>	<u>Net Sale</u>	<u>Cost Value of Acquisition</u>	<u>Carrying Value</u>	<u>Gain (Loss)</u>
5044 Matilda # 123, Condo	01/00/00	Gift	11/18/04	Sabrina and Arvin Combs	50,785	74,000	74,000	(23,215)
4790 Miller Road Midlothian, TX 2 Acres and double wide mobile home	10/22/04	Gift	01/27/05	Charles Stubblefield	20,811	31,856	31,856	(11,045)
Meadowbrook RD Fund	Various	Purchase	Various	Net gain from sale of real estate within the partnership	2,154,273	1,436,818	1,436,818	717,455
Crow Holdings Realty Partners II	Various	Purchase	Various	Net gain from sale of real estate within the partnership	6,310,741	3,982,909	3,982,909	2,327,832
Crow Holdings Realty Partners III	Various	Purchase	Various	Net gain from sale of real estate within the partnership	244,254	130,887	130,887	113,367
Realized Gains on Sales of Real Estate					<u>8,780,864</u>	<u>5,656,470</u>	<u>5,656,470</u>	<u>3,124,394</u>

Total Gains on Sales of Investments and Other Assets

81,397,897

Southern Methodist University

75-0800689
Form 990 -2004
Part I
May 31, 2005

Line 20 - Other changes in net assets or fund balances

	<u>AMOUNT</u>
Unrealized gains on investments	<u>4,215,597</u>

Southern Methodist University

75-0800689
Form 990- 2004
Net Assets Reconciliation
May 31, 2005

	<u>Amount</u>
Net assets reported on line 21, Part I	1,254,582,967
Adjustments-	
Unrelated business income and expenses not reflected in SMU's financial statements at year end:	
Intercollegiate Athletics- program advertising income	(23,275)
SMU Southwest Review- advertising income	(3,500)
Landreth oil royalties	(3,256)
Landreth oil lease expenses	<u>2,034</u>
	<u>1,254,554,970</u>
Net assets reported on Line 73, Part IV, column (B)	<u>1,254,554,970</u>

Southern Methodist University

75-0800689

Form 990 -2004

Part II

May 31, 2005

Line 22, Column B

A list of recipients of scholarships and fellowships is on file at the University and is available on request. Although there may be recipients who are related to persons having an interest in the institution, such recipients are selected on an equal, objectively determinable basis with other recipients. That is, all such students receiving scholarships are judged worthy by the institution's assessment on the basis of academic achievement, financial need and other similar standards.

Southern Methodist University

75-0800689
 Form 990- 2004
 Part II and Part IV
 May 31, 2005

Line 42- Depreciation (Part II)

Line 57- Depreciation Assets (Part IV)

<u>Assets</u>	<u>Date Acquired</u>	<u>Book Value</u>	<u>Accumulated Depreciation</u>	<u>Useful Life</u>	<u>Current Depreciation</u>
Buildings	Various	\$438,334,563	\$141,611,374	20-50 years	\$9,476,727
Land Improvements	Various	25,513,332	13,812,426	20-50 years	859,184
Equipment	Various	81,239,352	31,580,159	4-10 years	4,114,353
Land	Various	<u>45,818,385</u>	<u>-</u>	-	<u>-</u>
Total		<u>\$590,905,633</u>	<u>\$187,003,958</u>		
Total Net Depreciation per Part II line 42					<u>\$14,450,264</u>
Assets- Beginning of the Year		\$549,875,293			
Plus Net Current Year Additions		<u>41,030,340</u>			
Total		<u>\$590,905,633</u>			

*See attached Part II Line 42- Depreciation expense allocation among categories

Southern Methodist University

75-0800689

Form 990- 2004

Part II -Depreciation Expense

May 31, 2005

Line 42- Depreciation Expense Allocation Among Categories

	<u>Program Services</u>	<u>Direct Cost Management General</u>	<u>Fundraising</u>	<u>Total</u>
Salaries and Wages	125,473,086	10,544,282	2,964,244	138,981,612
Employee Benefits	30,387,603	2,682,625	655,911	33,726,139
Supplies	6,788,154	297,202	172,601	7,257,957
Telephone	630,763	44,880	20,011	695,654
Postage and Shipping	1,300,164	44,262	398,613	1,743,039
Equipment Rentals & Maint	888,346	6,799	2,989	898,134
Printing and Publications	4,001,156	110,261	188,201	4,299,618
Property Costs	1,329,653	1,155,678	5,631	2,490,962
Computer Costs	5,774,462	440,874	197,120	6,412,456
Other Professional Services	13,639,285	187,858	226,826	14,053,969
Miscellaneous	<u>17,452,998</u>	<u>6,776,133</u>	<u>461,696</u>	<u>24,690,827</u>
Total	<u>207,665,670</u>	<u>22,290,854</u>	<u>5,293,843</u>	<u>235,250,367</u>
Percentage -	88.274%	9.475%	2.250%	100.000%
Allocation -	<u>12,755,872</u>	<u>1,369,217</u>	<u>325,175</u>	<u>14,450,264</u>

Southern Methodist University

75-0800689
 Form 990- 2004
 Part II
 May 31, 2005

Line 43- Other Expenses

	Total (A)	Program Services (B)	Management General (C)	Fundraising (D)
a) Public Relations	5,507,822	4,100,789	1,296,671	110,362
b) Books & Periodicals	4,970,763	4,970,415	349	-
c) Property Costs	5,519,438	4,289,116	1,224,597	5,725
d) Computer Costs	6,520,223	5,851,012	469,479	199,733
e) Other Professionals/Outside Services	14,102,934	13,686,805	188,513	227,616
f) Student & Employee Recruiting	1,378,430	1,040,112	338,318	-
g) Stipends & Student Awards	2,571,531	2,571,531	-	-
h) Contingencies	1,511,776	1,278,717	233,059	-
i) Summer Conferences	1,030,057	1,030,057	-	-
j) External Investment Management	5,926,180	-	5,926,180	-
k) Miscellaneous	9,347,425	8,653,164	230,888	463,373
Total	<u>58,386,580</u>	<u>47,471,717</u>	<u>9,908,054</u>	<u>1,006,809</u>

Southern Methodist University

75-0800689
Form 990- 2004
May 31, 2005

Part III -Statement of Program Service Activities

Line e - Other Program Service Activities

AMOUNT

Student Loan Fund administrative expenses

74,701

Total

74,701

Southern Methodist University

75-0800689

Form 990 - 2004

Adjustments to Beginning of Year Balances on Balance Sheet
May 31, 2005

Part IV, Column A

Line 45 - Cash-non-interest-bearing
Line 46 - Savings and temporary cash investments
Line 55(c) - Investments – land, buildings, and equipment less accumulated
depreciation
Line 56 - Investments – other (attached schedule)
Line 60 - Accounts Payable and Accrued Expenses

The amounts shown in Column A, Beginning of Year, have been changed to reflect the prior period reclassifications reported on the University's financials.

Southern Methodist University
75-0800689
Form 990-2004
Part IV-Balance Sheets
May 31, 2005

Line 51 (a)- Other Notes and Loans Receivable
(b)- Allowance for doubtful accounts

<u>Borrower's Name</u>	<u>Borrower's Relationship to any Officers, Directors or Key Employee</u>	<u>Original Amount</u>	<u>Balance Due</u>	<u>Date of note</u>	<u>Maturity date</u>	<u>Repayment terms</u>	<u>Interest Rate</u>	<u>Security</u>	<u>Purpose of Loan</u>
<u>Unrestricted Fund</u>									
McKinley, Maytor H	None	18,627	18,627	2/28/92	5/04/09	Monthly	14%	Assignment of 3% interest in The McKinley Group corporate	Carey Lynn McKinley tuition
Wesley Foundation	None	280,000	204,663	11/22/02	12/01/12	Quarterly	5 29%	Deed of trust	
William Lawrence	Dean of Theology	42,500	2,361	06/30/02	06/30/05	Monthly	0%	None	Mortgage payment
Scott Somers	Employee	53,200	739	05/24/02	10/31/05	Monthly	0%	None	Employee loan
Randall Powell	Employee	24,614	18,461	12/31/01	10/01/07	Annual	0%	None	Employee loan
Jorge Morales	Employee	33,500	31,500	01/03/05	09/03/10	Monthly	0%	None	Employee loan
			276,351						
Allowance for doubtful accounts			(18,627)						
Total notes receivable-Current Unrestricted			257,724						
<u>Restricted Fund</u>									
Student Notes Receivable	None		5,440,919						
Allowance for doubtful accounts			(47,000)						
Total notes receivable-Restricted Fund			5,393,919						
<u>Plant Fund</u>									
SMU Bookstore Park Cities Plaza	None	1,000,000	737,931	05/31/01	06/01/11	Monthly	12.41%	None	Leasehold Improvements
Signa Alpha Epsilon	None	179,188	179,188	03/30/05	03/30/35	Quarterly	6%	None	Loan Assumption
Lambda Chi Alpha	None	54,962	16,625	01/01/98	09/01/07	Semi-annual	6%	None	Computer network connection
Lambda Chi Alpha	None	12,000	3,343	08/01/01	08/01/06	Quarterly	6%	None	Fire Security System
Sigma Alpha Epsilon	None	52,543	24,348	01/01/98	09/01/07	Semi-annual	6%	None	Computer network connection
Tri-Delta	None	50,000	8,952	11/01/02	11/01/05	Monthly	6%	None	
Sigma Chi	None	48,425	14,647	01/01/98	09/01/07	Semi-annual	6%	None	Computer network connection
Total notes receivable - Plant Fund			985,034						

Endowment Fund.

Dixie Rice	None	1,500,000	187,500	1/3/89	6/30/06	Quarterly	7.5%	200,000 shares common stock	Acquired as gift
Sigma Chi	None	502,181	312,853	9/01/93	09/01/14	Monthly	8.14%	Deed of trust	
Chi Omega	None	44,000	13,420	6/25/93	08/01/08	Quarterly	6.50%	Deed of trust	

513,773

Loan Fund.

Total Student Loan Fund- notes receivable
Allowance for doubtful accounts

4,763,228
(169,664)

Total notes receivable- Loan Fund

4,593,564

Total Notes Receivable

11,979,305
(235,291)
11,744,014

Student Loan

Southern Methodist University

75-0800689
 Form 990- 2004
 Part IV- Balance Sheets
 May 31, 2005

Line 54- Investments-Securities

	<u>Stocks</u>	<u>Bonds</u>			<u>Total Bonds</u>	<u>Total Stocks & Bonds</u>
		<u>Corporate & Other</u>	<u>Federal</u>	<u>State/Local</u>		
Current Unrestricted	5,316,143	1,810,438	1,217,435	208	3,028,081	8,344,224
Current Restricted	598,850	-	-	-	-	598,850
Endowment	413,528,953	118,850,287	657,747		119,508,034	533,036,987
Plant Fund	227,642	-	54,006,041	-	54,006,041	54,233,683
Annuity	<u>5,698,559</u>	<u>3,013,418</u>			<u>3,013,418</u>	<u>8,711,977</u>
Total	<u><u>425,370,147</u></u>	<u><u>123,674,143</u></u>	<u><u>55,881,223</u></u>	<u><u>208</u></u>	<u><u>179,555,574</u></u>	<u><u>604,925,721</u></u>

See attached line 54 detail

Southern Methodist University

75-0800689
Form 990- 2004
Part IV- Balance Sheets
May 31, 2005

Line 54- DETAIL

AMOUNT

Stocks:

Publicly traded stocks at market value

397,702,246

Non-publicly traded stock at market value

Club Corporation International
Industrial Properties

27,667,901

-

Total Stocks

425,370,147

Bonds:

Publicly traded bonds at market value

179,555,574

Southern Methodist University
Form 990 - 2004
75-0800689
Part IV - Balance Sheet
May 31, 2005

Line 55- Investments-Land, Buildings and Equipment basis

<u>Description</u>	<u>Book Value</u>	<u>Accumulated Depreciation</u>	<u>Net Book Value</u>
<u>Unrestricted</u>			
Lots 1- 16 Presidio TX	1		1
Cumberland School Property-Dallas County, Tx	378,473	179,817	198,656
Unrestricted Bequest	1		1
Kenneth Goode Real Estate	13,492		13,492
Miscellaneous	36		36
Total Current Unrestricted	392,003	179,817	212,186
<u>Current Restricted</u>			
Land - Fort Bend County	190,467	0	190,467
<u>Plant Fund</u>			
Various Mineral Rights	3	0	3
<u>Endowment Fund</u>			
208-10 North Akard Street	322,500		322,500
212-14 North Akard Street	290,250		290,250
1705-07Elm Street	32,250		32,250
Easterwood Land LSE City of Dallas	59,940		59,940
3317 Rankin, Life Estate (Renshaw)	1		1
La Place, Louisiana	5,000		5,000
3 31 acres R Teel Parcel, Hardin Co, TX	1		1
449 Commerce St Dis, TX/ farm Willacy Co, TX	291,291		291,291
Lots in Houston, Harris Co , Tx	18,723		18,723
Cemetery lot in Waco, TX	200		200
94 acres, Cameron Parsh, LA/10 acres Chambers Co, TX	1		1
Mesquite Joint Venture	26,985		26,985
106 67 acres, Terrell Co, Tx	1		1
Part of Colony 275 Joint Venture	25,398		25,398
Meadowbrook Rd	4,532,184		4,532,184
Crow Holdings Realty Part II	2,768,151		2,768,151
Realty Associates	8,580,817		8,580,817
OCM Real Estate Oppt Fd III LP	3,250,000		3,250,000
Crow Hldgs Realty Partners III	4,336,846		4,336,846
Ment Energy Partners	14,523,900		14,523,900
Endowments	82,132		82,132
GMO Forestry Fund 8-B LP	2,450,000		2,450,000
Sustainable Woodlands Fund, LP	800,000		800,000
Total Endowment Fund	42,396,571	0	42,396,571
<u>Annuity Fund</u>			
125 acres, Collin County, Texas	2,500,000	0	2,500,000
Various Mineral Rights	1	0	1
Total Annuity Fund	2,500,001	0	2,500,001
Total Investments Land & Building	45,479,045	179,817	45,299,228

Southern Methodist University

75-0800689
 Form 990-2004
 Part IV- Balance Sheets
 May 31, 2005

Line 56- Investments-Other-listed as cost

	<u>Amount</u>
Venture Capital	37,621,338
Other Investments:	
Funds Held in Trust by Others	16,636,004
Short-term Paper	16,686,700
Nebraska Conference	26,233
Security Lending	7,434,540
Doughty Hanson II, III & IV (Investments) Ltd.	11,625,136
Westgate International	20,589,288
Centre Capital Tax- Exempt Investors	8,538,551
Maverick Fund, Ltd.	9,848,479
HBK Investments	8,217,389
Q Funding (R Funding)	17,066,580
Oaktree Capital Management	13,185,141
Private Advisors	5,451,872
Candover 2001 Fund	7,370,995
Lexington Capital	4,677,889
King Street Capital	10,000,000
Duke Street Capital	4,797,778
Common Funds	11,966,588
GMO	10,000,000
Natural Gas Partners VII	2,220,570
Eminence Fund LTD	13,000,000
Parkcentral Global Fund LTD	19,000,000
AQR Absolute Return Offshore Fund LTD	10,000,000
Arclight Energy Partners	1,692,062
Shepherd Investments	10,000,000
Taconic Offshore	12,000,000
Silver Point Capital	15,000,000
AXA Secondary Fund	1,474,297
Whippoorwill Offshore	6,000,000
Amberbrook IV	447,037
Loan Fund Investment	2,175,833
	<u>277,128,962</u>
Total	<u><u>314,750,300</u></u>

Southern Methodist University

75-0800689
 Form 990- 2004
 Part II and Part IV
 May 31, 2005

Line 42- Depreciation (Part II)

Line 57- Depreciation Assets (Part IV)

<u>Assets</u>	<u>Date Acquired</u>	<u>Book Value</u>	<u>Accumulated Depreciation</u>	<u>Useful Life</u>	<u>Current Depreciation</u>
Buildings	Various	\$438,334,563	\$141,611,374	20-50 years	\$9,476,727
Land Improvements	Various	25,513,332	13,812,426	20-50 years	859,184
Equipment	Various	81,239,352	31,580,159	4-10 years	4,114,353
Land	Various	<u>45,818,385</u>	<u>-</u>	-	<u>-</u>
Total		<u>\$590,905,633</u>	<u>\$187,003,958</u>		
Total Net Depreciation per Part II line 42					<u>\$14,450,264</u>
Assets- Beginning of the Year		\$549,875,293			
Plus Net Current Year Additions		<u>41,030,340</u>			
Total		<u>\$590,905,633</u>			

*See attached Part II Line 42- Depreciation expense allocation among categories

Southern Methodist University

75-0800689

Form 990 -2004

Part IV- Balance Sheets

Tax Year Ended May 31, 2005

Part IV, Balance Sheets

Line 58- Other Assets

	(A) <u>Beginning of Year</u>	(B) <u>End of Year</u>
SCUUL	\$ 1,480,000	\$ 1,480,000
Bond Issuance Cost	<u>5,438,132</u>	<u>5,203,292</u>
Total	<u><u>\$6,918,132</u></u>	<u><u>\$6,683,292</u></u>

Southern Methodist University

75-0800689
 Form 990-2004
 Part IV- Balance Sheets
 May 31, 2005

Line 64 (a)- Tax Exempt Bond Liabilities

	<u>Amount</u>
1963 Building Bonds due 2013 with a fixed interest rate of 3.50%, collateralized by certain revenue	1,320,000
1966 Fine Arts Center Bonds due 2006 with a fixed interest rate of 3.00%; collateralized by certain revenue	79,000
1967 Law Library and Classroom Bonds due 2007 with a fixed interest rate of 3.00%; collateralized by certain revenue	204,000
1985 Refunding Series; daily demand put bonds due due 2015 with a variable interest rate of 2.98% on May 31, 2005; secured by a three-year irrevocable letter of credit	49,200,000
1995 Serial Bonds; maturing from 2004 through 2010 with fixed interest rates ranging from 4.70% to 5.25% and Term Bonds maturing in 2016 and 2026 with a fixed interest rate of 5.125%; secured by unrestricted receivables	36,970,000
1999A Serial Bonds; maturing from 2004 through 2013 with fixed interest rates ranging from 4.00% to 5.00% and Term Bonds maturing in 2018 through 2029 with a fixed interest rate of 5.00%; secured by unrestricted receivables	49,485,000
1999B Variable Rate Bonds, weekly demand put bonds maturing 2029 with a variable interest rate of 2.95% on May 31, 2005; secured by a three-year irrevocable letter of credit	4,300,000
1999C Variable Rate Bonds; weekly demand put bonds maturing 2029 with a variable interest rate of 2.95% on May 31, 2005; secured by a three-year irrevocable letter of credit	15,400,000
1999D Term Bonds; maturing 2022 with a fixed interest rate of 5.00%, secured by unrestricted receivables	13,630,000
2002 Serial Bonds; maturing from 2004 through 2022 with fixed interest rate ranging from 4.00% to 5.50% and Term Bonds maturing in 2030 and 2032 with fixed interest rates of 5.00% and 5.125% respectively; secured by unrestricted receivables	68,060,000
2003 Serial Bonds, maturing from 2004 through 2024 with fixed interest rates ranging from 2.00% - 4.60% and Term bonds maturing in 2029 and 2033 with fixed interest rates of 4.50% and 4.75% respectively; secured by unrestricted receivables	30,415,000
Unamortized (discount)/premium on bonds	<u>(1,336,000)</u>
TOTAL	<u><u>267,727,000</u></u>

Southern Methodist University

Form 990 - 2004
Part IV- Balance Sheets
May 31, 2005

Line 64(b) -Mortgage and Other Notes Payable

<u>Payee</u>	<u>Original Amount</u>	<u>Balance Due</u>	<u>Date of Note</u>	<u>Maturity Date</u>	<u>Repayment Terms</u>	<u>Interest Rate</u>	<u>Security</u>	<u>Purpose of Loan</u>
Unrestricted Fund								
Clements Foundaton	378,015	378,015	1/1/1987	12/31/16	Annually	Variable	Cumberland School Property	Acquired the Property
Plant Fund								
GMAC	39,951	11,611	7/22/2002	7/22/2007	Monthly	1 90%	Chevrolet C25 Pickup Truck	Acquired the Property
Aramark Corporation	200,000	124,144	6/1/2003	6/1/2009	Monthly	-	-	Renovated Dining Hall
William B Heroy	27,500	27,500	6/4/1970	Demand	Quarterly	8%	6506 Airline Property	Acquired the Property
Stadium Scoreboard	1,738,277	863,439	8/1/2000	7/31/2010	Annually	-	Stadium Scoreboard	Acquired the Property
GMAC	22,357	16,994	9/11/2003	9/11/2008	Monthly	6 24%	Chevy Silverado	Acquired the Property
Aramark	200,000	172,220	1/1/2005	12/1/2007	Monthly	-		
Total		<u>1,593,923</u>						

Southern Methodist University

75-0800689
Form 990-2004
Part IV- Balance Sheets
MAY 31, 2005

Line 65-Other Liabilities

	<u>Amount</u>
U.S. Government student loan advances	2,571,684
Deposits	<u>5,981,118</u>
Total	<u><u>8,552,802</u></u>

Southern Methodist University

75-0800689

Form 990- 2004

Net Assets Reconciliation

May 31, 2005

	<u>Amount</u>
Net assets reported on line 21, Part I	1,254,582,967
Adjustments-	
Unrelated business income and expenses not reflected in SMU's financial statements at year end:	
Intercollegiate Athletics- program advertising income	(23,275)
SMU Southwest Review- advertising income	(3,500)
Landreth oil royalties	(3,256)
Landreth oil lease expenses	<u>2,034</u>
	<u>1,254,554,970</u>
Net assets reported on Line 73, Part IV, column (B)	<u>1,254,554,970</u>

Southern Methodist University

75-0800689
Form 990-2004

May 31, 2005
Part IV-A and Part IV-B
Reconciliation of Revenue / Expenses per Audited Financial
Statements with Revenue / Expenses per Return

Part IV-A line d(2) other:

Scholarships discount- tuition and fees	69,922,379
Scholarships discount- room and board	1,061,795
Intercollegiate athletics-program advertising income not reflected in SMU's financial statements at year end	23,275
Southwest Review advertising income not reflected in SMU's financial statements at year end.	3,500
Landreth oil royalty income not reflected in SMU's financial statements at year end	3,256
Part I line 6b expenses netted against revenue	(29,671)
Revenue reported on Pony Properties, Inc. Form 990	(49,489)
Revenue reported on Peruna Properties, Inc. Form 990	(2,717,636)
Revenue reported on The Stadium Club, Inc Form 990	(11,348)
Total-	<u>68,206,061</u>

Part IV-B line d(2) other

Scholarships discount- tuition and fees	69,922,379
Scholarships discount- room and board	1,061,795
Part I line 6b expenses netted against revenue	(29,671)
Landreth Oil expenses not booked at year end	2,034
Expenses reported on Peruna Properties, Inc. Form 990	(5,334,210)
Expenses reported on Pony Properties, Inc. Form 990	(2,500,251)
Expense reported on The Stadium Club, Inc. Form 990	(19,613)
Total	<u>63,102,463</u>

Southern Methodist University
75-0800689
Form 990-2004
Part V - List of Officers, Directors and Trustees
Part V
May 31, 2005

Column (A)	Column (B)	Column (C)	Column (D)	Column (E)
<u>Name and Address</u>	<u>Title and average hours per week devoted to position</u>	<u>Compensation</u>	<u>Contributions to employee benefit plans and deferred compensation</u>	<u>Expense account and other allowances</u>
Robert Gerald Turner P O Box 750100 Dallas, TX 75275-0100	President 37 5 Hours	\$451,500	208,287	117,439
Ross C Murfin P O Box 750221 Dallas, TX 75275-0221	Provost and Vice President for Academic Affairs 37 5 Hours	296,000	44,820	28,678
Thomas Barry P O Box 750102 Dallas, TX 75275-0102	Vice President for Executive Affairs 37 5 Hours	214,000	42,854	7,584
Elizabeth C Williams P O Box 750193 Dallas, TX 75275-0193	Treasurer 37 5 Hours	222,000	37,748	7,584
S Leon Bennett P O Box 750132 Dallas, TX 75275-0132	V P for Legal Affairs and Secretary 37 5 Hours	283,000	94,531	10,364
James E Caswell P O Box 750471 Dallas, TX 75275-0471	V P for Student Affairs 37 5 Hours	140,000	29,798	37,584

Southern Methodist University
75-0800689
Form 990-2004
Part V - List of Officers, Directors and Trustees
Part V
May 31, 2005

Column (A)	Column (B)	Column (C)	Column (D)	Column (E)
<u>Name and Address</u>	<u>Title and average hours per week devoted to position</u>	<u>Compensation</u>	<u>Contributions to employee benefit plans and deferred compensation</u>	<u>Expense account and other allowances</u>
Jeanne Whitman P O Box 750281 Dallas, TX 75275-0281	Former V P for Development, Alumni Relations and Public Affairs 37 5 Hours	85,865	8,088	1,403
Brad Cheves P O Box 750281 Dallas, TX 75275-0281	V P for Development, Alumni Relations and Public Affairs 37 5 Hours	213,737	48,774	7,591
Morgan R Olsen P O Box 750505 Dallas, TX 75275-0505	Former V P for Business and Finance 37 5 Hours	120,355	21,749	2,680
John O'Connor P O Box 750505 Dallas, TX 75275-0505	Interim V P for Business and Finance 37 5 Hours	109,808	16,900	242
Mary Anne Rogers P O Box 750132 Dallas, TX 75275-0132	Assistant Secretary 37 5 Hours	75,000	26,074	325
Donna Hancock P O Box 750100 Dallas, TX 75275-0100	Assistant Secretary 37 5 Hours	46,122	12,498	153

Southern Methodist University

75-0800689

Board of Trustees

May 31, 2005

Mrs. Ruth S. Altshuler
5227 Meaders Lane
Dallas, TX 75229

Mr. Michael M. Boone
Haynes & Boone, LLP
901 Main Street
Suite 3100
Dallas, TX 75202-3789

Mr. Bradley Brookshire
President
Brookshire Grocery Company
P. O. Box 1411
Tyler, TX 75710-1411

Dr. Christine Buchanan
Southern Methodist University
Biology Science Department
P. O. Box 750376
Dallas, TX 75275-0376

Mrs. Laura Welch Bush
First Lady of the United States
c/o Robert A. McCleskey
P. O. Box 3362
Midland, TX 79702

Pastor Kirbyjon H. Caldwell
Senior Pastor
Windsor Village United Methodist Church
6000 Heatherbrook Drive
Houston, Texas 77085-3318

Mr. Donald J. Carty
Retired Chairman AMR Corp.
300 Crescent Court
Suite 910
Dallas, TX 75201

Mrs. Jeanne Cox
4300 Armstrong Parkway
Dallas, TX 75205

Rev. Mark Craig
Senior Minister
Highland Park United Methodist Church
3300 Mockingbird Lane
Room 217
Dallas, TX 75205

Mr. Gary T. Crum
President
CFP Foundation
11 E. Greenway Plaza
Suite 2600
Houston, TX 77046-1100

Mrs. Linda Custard
General Partner
Custard/Pitts Land & Cattle Company, L.P.
4600 Greenville Avenue
Suite 300
Dallas, TX 75206

Mr. Robert H. Dedman, Jr.
Chairman and CEO
ClubCorp International
P. O. Box 819012
Dallas, TX 75381-9012

Mr. Frank M. Dunlevy
Vice Chairman, Managing Director
SG Cowen Securities
Four Embarcadero Center
Suite 1200
San Francisco, CA 94111

Southern Methodist University

75-0800689

Board of Trustees

May 31, 2005

Mr. Juan Elek
Elek, Moreno Valle Y Asociados
Montes Escandinavos No. 115
Col. Lomas de Chapulepec
C. P. 11000 Mexico, D. F.

Mr. Thomas Engibous
Chairman of the Board
Texas Instruments Incorporated
P. O. Box 660199, MS 8659
Dallas, TX 75266-0199

Mr. Alan Feld
Akin, Gump, Strauss, Hauer & Feld
1700 Pacific Avenue
Suite 4100
Dallas, TX 75201

Mr. Gerald J. Ford
Chairman and CEO
Diamond A Ford Corporation
200 Crescent Court
Suite 1350
Dallas, TX 75201

Dr. James R. Gibbs
Chairman, President and CEO
Frontier Oil Corporation
10000 Memorial Drive
Suite 600
Houston, TX 77024-3411

Mr. Milledge A. Hart, III
Chairman
Hart Group, Inc.
3811 Turtle Creek Boulevard
Suite 900
Dallas, TX 75219-4442

Dr. Frederick B. Hegi, Jr.
Wingate Partners
750 N. St. Paul Street
Suite 1200
Dallas, Texas 75201

Mr. Ward L. Huey, Jr.
4000 Miramar Avenue
Dallas, TX 75205

Mr. Lamar Hunt
Chairman
Unity Hunt, Inc.
1601 Elm Street
Suite 4000
Dallas, TX 75201

Mr. Ray L. Hunt
CEO
Hunt Oil Company
1445 Ross Avenue, 20th Floor
Dallas, TX 75202

Mrs. Gene C. Jones
4400 Preston Road
Dallas, TX 75205-3722

Bishop Scott Jones
The United Methodist Church
9440 East Boston
Wichita, Kansas 67207

Mr. S. Thomas Kincaid, III
Student Trustee Representative
Southern Methodist University
P. O. Box 753054
Dallas, TX 75275-3054

Mr. Robert A. Leach
Senior Vice President and Financial
Consultant
RBC Dain Rauscher
2711 N. Haskell
Suite 2400
Dallas, TX 75204

Southern Methodist University

75-0800689

Board of Trustees

May 31, 2005

Mr. Paul B. Loyd, Jr.
Managing Director
LSL Partners
108 Shasta
Houston, TX 77024

Bishop Rhymes H. Moncure, Jr.
Dallas Area-North Texas Conference
The United Methodist Church
16475 Dallas Parkway
Suite 680
Addison, TX 75001

Mr. Mark A. Nerio
Vice President, Human Resources
Citicorp Data Systems, Inc.
100 Citibank Drive
San Antonio, TX 78245-3214

Mr. Ross Perot
President & CEO
Perot Systems Corporation
2300 W. Plano Parkway
Plano, Texas 75075

Mrs. Jeanne L. Phillips
Chairman and CEO
International Strategic Partners, Inc.
2121 San Jacinto Street, Suite 800
Dallas, TX 75201

Ms. Caren H. Prothro
3708 Stratford Ave.
Dallas, Texas 75205

Mr. William Joel Rainer
1014 Canyon Road
Santa Fe, NM 87501

Mr. Carl Sewell
Chairman
Sewell Automotive Companies
3860 West Northwest Highway
Suite 102
Dallas, TX 75220

Bishop Ann B. Sherer
Nebraska Area-Nebraska Conference
The United Methodist Church
2641 North 49th Street
Lincoln, NE 68504

Mr. Donald H. Snell, Jr.
Snell, Wylie & Tibbals
8150 N. Central Expressway
Suite 1800
Dallas, TX 75206-1833

Dr. Helmut Sohmen
Chairman
World-Wide Shipping Group Limited
23/F, 9 Des Voeux Road West
Hong Kong SAR, China

Mr. John C. Tolleson
Chairman and CEO
Tolleson Wealth Management
5500 Preston Road, Suite 250
Dallas, Texas 75205-2699

Dr. R. Gerald Turner
President
Southern Methodist University
Post Office Box 750100
Dallas, Texas 75275-0100

Southern Methodist University

75-0800689

Board of Trustees

May 31, 2005

Mr. Richard Ware

President

Amarillo National Bank

P. O. Box 1

Amarillo, Texas 79105-0001

Dr. Richard J. Wood

President

United Board for Christian Higher

Education in Asia

475 Riverside Drive, Suite 1221

New York, New York 10115

**BYLAWS
of
SOUTHERN METHODIST UNIVERSITY**

The following Bylaws of Southern Methodist University are promulgated in accordance with the provisions of Article IX of the amended charter of Southern Methodist University, which provides that the Board of Trustees may adopt appropriate Bylaws.

**ARTICLE I.
BOARD OF TRUSTEES**

Membership and Powers and Duties of Board of Trustees

1.01 Number of Trustees

The Board of Trustees shall consist of no more than 42 Trustees, comprised as follows:

- (a) 26 recommended by Board of Trustees, two of whom shall be international Trustees;
- (b) 9 others, recommended by the College of Bishops, with no more than two of the nine being from the same episcopal area of the South Central Jurisdiction of the United Methodist Church serving on the Board at the same time;
- (c) 3 Bishops recommended by the College of Bishops; and
- (d) 4 ex officio Trustees: the President of the University and one person each recommended by each of the following organizations and supported by the Trusteeship Committee: the Faculty Senate, SMU Students' Association and Alumni Association.

At least one-half of the voting Trustees of the Board of Trustees shall be members of the United Methodist Church. Notwithstanding the foregoing required composition of the Board, no action of the Board of Trustees shall be deemed invalid should the number of Trustees in any of the categories set forth above at any time be less than that designated.

1.02 Method of Nomination

(a) Trustees

Upon the occurrence of the expiration of the term to which Trustees are appointed the Trusteeship Committee shall, or upon the occurrence of a vacancy for any other reason the Trusteeship Committee may, recommend to the full Board its recommendation(s) for nomination by the Board.

(b) Ex Officio Trustees

All persons named to the respective ex officio Trustee positions by the appropriate authority shall be recommended by the Trusteeship Committee to the full Board for nomination by the Board.

(c) Recommendations to the Trusteeship Committee

Recommendations to the Trusteeship Committee of persons described within Article 1.01(b), (c) and (d) shall be made as provided therein. Recommendations to the Trusteeship Committee of people described within Article 1.01(a) shall be made in accordance with procedures established by the Trusteeship Committee.

(d) Diversity of Recommendations

In making all of its recommendations to the Board of Trustees, the Trusteeship Committee shall give due consideration to the need to assure a diverse membership of the Board, reflecting appropriate geographical, ethnic, age, sex, occupational/professional and philosophical differences and perspectives. It is desirable that at least one regular voting member of the Board be a professional educator who is not a member of the SMU community, and two be residents of countries other than the United States. Furthermore, the Trusteeship Committee shall provide opportunity for, and fully consider, nominations submitted (in confidence or otherwise) by all constituencies of the University, including Trustees, administration, faculty, students, and alumni, through their elective or appointive organization.

1.03 Method of Election

Proposed members of the Board of Trustees shall be nominated to the South Central Jurisdictional Conference of the United Methodist Church by a majority of the Trustees at the annual meeting immediately preceding the Quadrennial meeting of the South Central Jurisdictional Conference of the United Methodist Church. In the event the Board desires to fill an unexpired term or vacant position on the Board, the Board may nominate to the South Central Jurisdictional Conference of the United Methodist Church a successor Trustee at any regularly scheduled meeting of the Board. The South Central Jurisdictional Conference of the United Methodist Church or any agency or board to which it may delegate such authority shall elect the Trustees to the Board.

1.04 Length of Service(a) Trustees

Except as hereinafter provided, the service of a Trustee on the Board shall be limited to three consecutive four-year terms or until their successor shall be duly elected. When, in the opinion of the Trusteeship Committee, a Trustee has been of such exceptional service as to justify the Trustee's continued service on the Board, the Trusteeship Committee has the discretion to waive the term limitation and nominate such Trustee for continued service on the Board.

(b) Ex Officio Trustees

All ex officio Trustees shall serve a term of one year, except the President and the Executive Director of the South Central Jurisdiction of The United Methodist Church, whose terms shall be from the date of election or appointment for so long as he/she may serve as President or Executive Director.

1.05 Removal for Cause

The Board may recommend to the South Central Jurisdictional Conference of the United Methodist Church that any Trustee be removed from office for cause at any meeting of the Board by affirmative vote of two-thirds of the Trustees.

1.06 Age Limitations

No person shall be eligible for election prior to attaining the age of eighteen (18) years, nor shall any Trustee be nominated or elected to serve a term commencing after attaining the age of seventy-two (72) years. Notwithstanding the foregoing, when, in the opinion of the Trusteeship Committee, a Trustee has been of such exceptional service as to justify the Trustee's continued service on the Board, the Trusteeship Committee has the discretion to waive the age limitation and nominate such Trustee for continued service on the Board after the age of 72 years.

1.07 Powers and Duties

The management and direction of all affairs and interest of the University shall be vested in the Board of Trustees. It is hereby empowered to adopt such rules and regulations for the management and direction of the affairs of the University as the conduct of those affairs may require, but such rules and regulations shall not be inconsistent with these Bylaws, the Articles of Incorporation of the University, or the law.

Officers of the Board

1.10 General

The Officers of the Board shall be the Chair, Vice Chair and Secretary of the Board of Trustees. The Chair, Vice Chair and Secretary of the Board of Trustees shall serve for terms of one year each and until their successors are elected. The Chair, Vice Chair and Secretary shall be elected annually at the Spring meeting of the Board. Commencing with the 1988 election of the members of the Board of Trustees by the South Central Jurisdiction of the United Methodist Church, no Trustee shall serve for more than four consecutive one-year terms in any respective office.

1.11 Duties of Officers

The Chair of the Board of Trustees shall preside at all regular and special meetings of the Board of Trustees, except in his absence the Vice Chair shall preside, or in the absence of the Chair and Vice Chair, the Secretary shall preside.

1.12 Chair Elect

Subject to the provisions of Paragraph 2.03(d) herein, the Board shall elect a Chair Elect who shall be nominated for election as Chair of the Board upon the completion of the service of the sitting Chair. In order to familiarize the Chair Elect with the operation of and the issues before the Board, the Chair Elect shall have the privilege of attending any meeting of the Executive Committee and all Standing Committees, but shall not be entitled to vote, nor be counted for the purpose of determining if a quorum is present, unless he/she shall otherwise be a regular member of the Executive Committee or Standing Committee. Unless the Chair Elect shall also be serving as Vice Chair or Secretary of the Board, the Chair Elect shall not be an officer of the Board, nor shall the Chair Elect have the authority to preside at any regular or special meeting.

Meetings

1.20 Regular Meetings

There shall be four regular meetings of the Board of Trustees annually. The regular meetings for the following year shall be designated by the Board at its Spring meeting, traditionally held in May. Should circumstances require, the Chair, Secretary or President may reschedule any regular meeting date by giving notice as provided in Article 1.22.

1.21 Special Meetings

A special meeting of the Board of Trustees shall be held at the call of the Chair, or at the call of the Chair upon written petition of not less than one-tenth of the full-time members of the General Faculty, or upon the written petition of a majority of the members of the Faculty Senate of the University, or upon the written request of one-tenth of the Trustees. The call for a special meeting shall be addressed in writing to the Secretary and shall state the time, date and location of the meeting and in a general manner the nature of the business to be considered.

1.22 Notice of Meetings

Notice of the date of each of the four regular meetings shall be mailed by the Secretary to the individual Trustees at least ten days prior to the date of the meeting. Notice of the date of any special meeting shall be mailed by the Secretary to the Trustees at least ten days (or by telephone or telegraph at least five days) before the date of the meeting and shall state the time, date and location of the meeting and in a general manner the nature of the business to be considered.

1.23 Orientation Meetings

Following the quadrennial election of the Trustees by the South Central Jurisdiction of the United Methodist Church, the President, Chair of the Board and Chair of the Trusteeship Committee shall plan, organize and schedule a special meeting of the newly elected Board or shall, in conjunction with the first regular meeting of the newly elected Board, conduct an orientation meeting on the structure and organization of the Board and status of the University.

1.24 Place of Meetings

All meetings of the Board of Trustees shall be held on the campus of Southern Methodist University or at such other places as the Chairman or the Board of Trustees may designate.

1.25 Telephone and Similar Meetings

The Board of Trustees or any Committee thereof may participate in and hold a meeting by means of a telephone conference or similar communications equipment by means of which persons participating in the meeting can hear each other. Participating in such a meeting shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

1.26 Action Without Meeting

Any action which may be taken, or is required by law, the Articles of Incorporation, or these Bylaws to be taken at a meeting of the Board of Trustees or Committee thereof may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Trustees or Committee members, as the case may be, entitled to vote with respect to the subject matter thereof, and such consent shall have the same force and effect, as of the date stated therein, as a unanimous vote of such Trustees or Committee members, as the case may be, and may be stated as such in any document filed with the Secretary of State of Texas or in any certificate or other document delivered to any person. The consent may be in one or more counterparts so long as each Trustee or Committee member signs one of the counterparts. The signed consent shall be placed in the minute books of the University.

1.27 Quorum

A majority of the Trustees of the Board of Trustees in office shall constitute a quorum for the transaction of business, but a majority of the Trustees present at the time and place of the called meeting, although less than a quorum, may adjourn from time to time without notice until a quorum attends. The vote of a majority of the Trustees present at any meeting shall prevail, except insofar as limited by the provisions of Article 1.05, Article VII and Article IX of these Bylaws.

1.28 Agenda and Order of Business

The agenda for the Board meetings shall be developed jointly by the Chair of the Board of Trustees and the President.

1.29 Parliamentary Procedure

The deliberations of the Board of Trustees shall be governed by the latest revision of Robert's Rules of Order.

1.30 Voting

All regularly elected Trustees shall have the power to vote on all matters. All Trustees shall have equal access and opportunity to speak to any and all matters brought before the Board.

1.31 Absences

The Board may seek the removal of a Trustee from the Board after three consecutive unexcused absences from meetings of the Board. In addition, it may seek removal of a Trustee after three consecutive unexcused absences from meetings of his or her assigned Committees. Removal in either instance described shall take place pursuant to a recommendation from the Board to the South Central Jurisdictional Conference of the United Methodist Church, requesting removal "for cause," such recommendation to be given only upon the recommendation of the Trusteeship Committee and an affirmative vote of two-thirds of the Trustees in office.

1.32 Guests

The Board of Trustees may invite persons who are not Trustees to attend any regular meeting of the board as guests. Unless otherwise decided at any meeting, the vice presidents of the University and the representatives-elect of the Faculty Senate, the SMU Students' Association and Alumni Association shall be invited to attend. Guests shall only have the privilege of the floor by acknowledgment of the Chair or by a majority vote of the Board, but shall not have the right to vote. The Board may conduct an executive session limited to its own membership.

Board Officers and Committee Chairs
Upon Election of Trustees by the
South Central Jurisdiction of the
United Methodist Church

1.41 Election of Trusteeship Committee, Board Officers and Committee Chairs upon Election of Board of Trustees by South Central Jurisdiction of the United Methodist Church

Upon the quadrennial election of the Trustees of Southern Methodist University, the Trustees shall meet as soon as practicable and elect the Trusteeship Committee as provided in 2.03(a) of these Bylaws, except that the President shall preside over and conduct the first election of the Trusteeship Committee following each quadrennial election of the Trustees. Thereafter, the Officers of the Board, Standing Committee Members and Committee Chairs shall be nominated by the Trusteeship Committee to the Board, considered by the Board, and elected by the Board.

1.42 Continuation of Board Officers and Standing Committee Chairs upon Quadrennial Election of Trustees

Any other provision(s) of the Bylaws to the contrary notwithstanding, each and every officer of the Board of Trustees and each and every chair and vice chair of the Standing Committees of the Board and Trustee who shall be elected by the

South Central Jurisdiction of the United Methodist Church to serve as Trustee, shall continue to serve in the office or chair held, or on the Committee he/she served immediately preceding such election until the Board shall elect new officers, chairs and make Committee assignments. In the event an officer or chair shall not continue to serve on the Board following the election of the Board by the South Central Jurisdiction of the United Methodist Church the Vice Chair or if he/she shall otherwise cease to serve as a Trustee, the Secretary shall succeed to the Chair of the Board or Committee in that order. Should any chair, whether of the Board or Standing Committee, remain vacant following the foregoing procedure, then the Trustee with the longest continuous service shall assume the vacant position for the board or for the Standing Committee on which he or she may serve. Should more than one Trustee be eligible for a vacant position on the basis of continuous service, the Trustee, among those having the same continuous service shall be selected who has the greatest number of years total service as a Trustee. In the event a Standing Committee shall have no Trustees continuing to serve on the Committee following any quadrennial election, the Chair of the Board of Trustees shall appoint a chair of said Committee from the Trustees who have at least one year's prior service as Trustee immediately preceding said appointment. The Chair of any Committee so appointed shall serve until the Trusteeship Committee nominates and the Board elects a new chair.

ARTICLE II.
BOARD COMMITTEES

2.01 Appointment

(a) Ad Hoc Committee(s)

There may be such special or ad hoc Committees as the Board of Trustees may from time to time establish for the discharge of particular duties. No ad hoc Committee shall serve for more than one calendar year unless authorized by the full Board.

(b) Standing Committees

(1) General

There shall be the Standing Committees specified in this Article. In addition, there shall be such other Standing Committees as the Board may from time to time appoint.

(2) Membership

- (i) Members of the Standing Committees shall be recommended annually by the Trusteeship Committee and approved by the Board. Except as provided herein, each Standing Committee except Legal and Government Affairs and Audit may have non-Trustee members.

The Chair and a majority of the membership of each Standing Committee must be Trustees, except that the Investment Committee may have a majority membership of non-Trustees.

- (ii) Each Trustee shall serve on at least one but not more than three Standing Committees. For the purpose of determining the number of Standing Committees on which a Trustee may serve, a Trustee's service on one or more of the following shall not be counted: Trusteeship, Executive, and Compensation. Notwithstanding the foregoing, the Chair of the Board of Trustees shall be an ex officio (voting) member of all Board Committees. The President shall be an ex officio (voting) member of all Board Committees, except the Audit Committee.
- (iii) All Committee members shall be permitted to vote on matters coming before the Committee.
- (iv) In no event may a Trustee's service on a Committee continue beyond the Trustee's elected term as Trustee, unless the former Trustee is elected to Standing Committee service as a non-Trustee as provided in this Article 2.01(b)(2).

- (v) Upon recommendation of the Trusteeship Committee, the Board may vote to remove any non-Trustee member from service on any Committee following three consecutive unexcused absences from Committee meetings.

(3) Chair of Standing Committees

Chairs, Vice Chairs of the Standing Committees, and Chair of the Compensation Committee shall be recommended by the Trusteeship Committee and approved by the Board, except that the Chairs and Vice Chairs of the Executive Committee and Trusteeship Committee shall be determined as otherwise provided in these Bylaws. The Chair of the Board and the Chair of the Trusteeship Committee shall not be permitted to serve as Chair of any other Committee except the Chair of the Board shall serve as Chair of the Executive Committee and Chair of the Compensation Committee.

- (c) The Chair of any Committee, with the consent of the Chair of the Board, may request the President of the University to appoint an Officer of the University or a member of the administrative staff to serve as a liaison between the Committee and the Office of the President, and the President shall designate such a person to perform that service. Such liaison person shall assist the Committee in carrying out its duties.
- (d) The following Standing Committees shall meet not fewer than three times per year during the days and times of regularly scheduled Board meetings: Committee on Academic Affairs, Committee on Finance, and Committee on Student Affairs. All Standing Committees shall meet on the call of the Chair of the Committee, the Chair of the Board or the President. A majority of the Committee members shall constitute a quorum.
- (e) In addition to powers and duties specifically assigned to each Standing Committee, each Standing Committee is responsible for reviewing and monitoring Board policies pertaining to the area of responsibility of such Committee and reporting to the Board any recommendations the Committee may have regarding compliance with Board policies. Except as otherwise provided in these Bylaws or as specifically authorized by Board resolution, no Board Committee shall have the authority to take any action that binds the Board or the University.

2.02 Executive/Personnel/Compensation Committee

(a) Executive/Personnel Committee

(1) Membership

The Executive/Personnel Committee shall consist of the Chair of the Board, the Vice Chair of the Board, the President of the University, a Trustee Bishop to be designated by the College of Bishops of the South Central Jurisdictional Conference of the United Methodist Church, the representative of the SMU Alumni Association, the representative of the SMU Students' Association,

the representative of the SMU Faculty Senate, and the Chairs of the Standing Committees of the Board. The Chair of the Board shall serve as Chair of the Executive/Personnel Committee and the Vice Chair of the Board shall serve as its Vice Chair.

(2) Meetings

The Executive/Personnel Committee shall meet on an emergency basis as called by the Chair or President or any three of its members.

(3) Powers and Duties

The Executive/Personnel Committee shall have all the powers of the full Board between the regularly scheduled or specially called Board meetings; however, in all matters relating to policy, the Executive/Personnel Committee shall only be empowered to establish policy pending action by the full Board at its next meeting.

(4) Quorum

A majority of the members of the Executive/Personnel Committee shall constitute a quorum for the transaction of business.

(b) Compensation Committee

(1) Membership

The Compensation Committee shall consist of the Chair of the Board, the Vice Chair of the Board, a Trustee Bishop to be designated by the College of Bishops of the South Central Jurisdictional Conference of the United Methodist Church, the representative of the SMU Alumni Association, the representative of the SMU Students' Association, the representative of the SMU Faculty Senate, and the Chairs of the Standing Committees of the Board. The Chair of the Board shall serve as Chair of the Compensation Committee and the Vice Chair of the Board shall serve as its Vice Chair.

(2) Meetings

The Compensation Committee shall meet on an annual basis prior to the May Board meeting or on an emergency basis as called by the Chair or any three of its members.

(3) Powers and Duties

The Compensation Committee shall have all the powers of the full Board in matters of compensation of corporate officers; however, the Compensation Committee shall report to the full Board at its next meeting any action taken by the Committee.

(4) Quorum

A majority of the members of the Compensation Committee shall constitute a quorum for the conduct of business.

2.03 Trusteeship Committee(a) Membership

The Trusteeship Committee shall consist of the Chair of the Board, the President of the University, the ex officio faculty member of the Board, the ex officio student member of the Board, the ex officio Alumni Association member of the Board and six at large Trustees, at least one of whom shall be a Bishop designated by the College of Bishops of the South Central Jurisdictional Conference of the United Methodist Church. Except as provided in Article 1.41, the five remaining Board members shall be elected at large from the voting membership of the Board at its third regular meeting each year; provided, however, that there shall be no election of a Trusteeship Committee at the Board's third regular meeting during the last year of service of the Board prior to the quadrennial election of Trustees by the South Central Jurisdiction, and provided further, that the Trusteeship Committee elected to serve for the year preceding the quadrennial election of Trustees by the South Central Jurisdiction shall continue to serve until the quadrennial election of Trustees by the South Central Jurisdiction. The person receiving the highest number of votes will be the Chair and the person receiving the second highest number of votes will be the Vice Chair. Should a tie occur in the number of votes received by Trustees, which tie vote must be resolved to determine which Trustee shall serve as Chair, Vice Chair, or elected member of the Committee, the tie shall be resolved in favor of the Trustee who is junior in service for the position to be filled. The Trustee not selected as an elected member shall serve as an alternate elected member of the Committee, and in that capacity may attend all Committee meetings and in the event of the absence of any elected member of the Committee shall be entitled to vote as an elected member of the Committee.

(b) Eligibility for Election of Trusteeship Committee

All members of the Board other than the ex officio members and the currently serving Chair of the Board shall be eligible for election to the Trusteeship Committee each year, except the first election following the quadrennial election of Trustees by the South Central Jurisdiction of the United Methodist Church, when only members who have served as Trustees the immediately preceding year shall be eligible.

(c) Meetings

As provided for in Article 2.01(d).

(d) Powers and Duties

The Trusteeship Committee shall have primary oversight responsibility for the Board insuring proper membership and involvement in the

activities of the Board and its Committees. It shall recommend or nominate to the full Board at its annual meeting persons to serve as Trustees for the upcoming term or to fill vacant Trustee positions, persons to serve as Board officers and Chair Elect, and persons to fill Committee assignments including Chairs and Vice Chairs. (The Chair Elect shall only be nominated for election by the full Board upon the occasion of the announcement of the then serving Chair that, following the completion of the Chair's then current term, the Chair will not again allow his name to be placed in nomination for Chair, or when the Chair being nominated to the Board shall, upon completion of the forthcoming term, have served the maximum number of consecutive terms permitted.) The Committee shall also provide for and carry out the following:

- (1) a formal orientation to be conducted annually for new Trustees;
- (2) an annual documented Board self-evaluation;
- (3) a quadrennial external documented evaluation of the Board;
- (4) preparation of a Board document on proper roles and functions of the Trustees of Southern Methodist University;
- (5) consultation with the Association of Governing Boards as appropriate;
- (6) development of a Trustees' Handbook, to be updated periodically, which is a repository of those Board policies, practices and implementing procedures not given in the Bylaws or Articles of Incorporation. This Handbook shall describe not only the Board's policies but also the procedures that are to be used to implement those policies; and
- (7) review and make recommendations concerning any proposed amendments to the Articles of Incorporation or Bylaws of the University, providing that its failure to do so shall not preclude consideration by the Board of a proposed amendment properly submitted pursuant to Article XI of these Bylaws.

2.04 Powers and Duties of the Committee on Development and External Affairs

The Standing Committee for Development and External Affairs is charged with review and development of policies governing the activities of development, alumni relations, public affairs, lecture programs, and University events. In particular, the Committee will recommend to the Board of Trustees such policies as those describing endowment funding levels, gift annuity and trust minimums, acceptance of problematic assets, management of assets funding, deferred gifts, and other related matters. In addition, the Committee will advise the University, upon recommendation of the Tate Board of Directors, on appropriate strategies for expansion and enhancement of the Tate Lecture Series, the SMU Athletic Forum, and the Doak Walker Award. The Committee will advise the University on the appropriate positioning of the University in public relations decisions, community relations, and events in support of SMU's mission and aspirations.

2.05 Powers and Duties of the Committee on Finance

The Committee on Finance shall review the revenue and expense budget prepared for the University by the administration prior to the budget being submitted by the Committee to the Board for approval. At each regular meeting of the Board, the Committee shall report the status of the current year's operating budget as compared to the Board approved budget. The Committee on Finance

shall also advise the Board and the President on major items affecting the budget of the University, including, without limitation, tuition and fee pricing, endowment spending, expenditure planning, and capital financing strategies.

2.06 Powers and Duties of the Committee on Audit

(a) Membership

The membership of the Audit Committee shall be limited to Trustees who shall be “independent” and “financially literate” as set forth in the Audit Committee Charter adopted by the Board.

(b) Powers and Duties

The Committee on Audit shall perform its oversight responsibilities in accordance with the Audit Committee Charter adopted by the Board as it may be amended by the Board from time to time.

2.07 Powers and Duties of the Committee on Academic Policy, Planning and Management

The Committee on Academic Policy, Planning and Management shall consider all changes in the faculties proposed by the President of the University, and shall make recommendations to the board of Trustees regarding the same. The Committee on Academic Policy, Planning and Management shall advise the Board in all matters pertaining to the educational policies of the University, including but not limited to, degree programs, research, enrollment and financial aid.

2.08 Powers and Duties of the Committee on Student Affairs

The Committee on Student Affairs shall advise the Board on Board policies relating to student life at the University.

2.09 Powers and Duties of the Committee on Buildings and Grounds

The Committee on Buildings and Grounds shall advise the Board in regard to Board policies affecting the physical plant and grounds of the University, with special emphasis on maintenance and operating costs. In addition, the Committee shall make such recommendations as it shall deem appropriate in regard to additions to the physical plant and grounds of the University.

2.10 Powers and Duties of the Committee on Investments

The Committee on Investments is hereby empowered by the Board to make all investment decisions with respect to the funds and assets under the jurisdiction of the Board of Trustees, including, without limitation, purchases, sales, and loans of assets and securities, and to vote all shares of capital stock of corporations owned or held by the University at all meetings of the stockholders thereof, with the right to designate the person or persons authorized to act on behalf of the University, and to execute documents on its behalf in the premises. Reports on investment activity shall be made at each regular meeting of the Board.

The Committee shall advise the Board on Board policies relating to University investments.

2.11 Powers and Duties of the Committee on Legal and Government Affairs

The Committee on Legal and Government Affairs shall advise the Board on the legal and government affairs of the University, and shall report to the Board at its regularly scheduled meeting on all legal matters which may materially affect the University and all local, state and federal governmental matters which affect the University. The Committee shall periodically review the administration of the University's intercollegiate athletic programs for compliance with applicable laws, governmental regulations, and the constitution, bylaws, rules and regulations of any intercollegiate athletic organization of which the University is a member. The Committee shall advise the Board at its regularly scheduled meetings of any matter which in the opinion of the Committee bears materially on the integrity of the University's intercollegiate athletic program.

2.12 Athletics Committee

(a) Powers and Duties of the Committee on Athletics

The Committee on Athletics shall advise the Board as to the status of the intercollegiate athletic program in the University and in so advising the Board shall consider the academic performance of the student athletes and the overall fiscal operation of the Athletic Department. The Committee shall review the University's intercollegiate athletic programs and its program for compliance with the constitution, bylaws, rules and regulations of any intercollegiate athletic organization of which the University is a member, as well as University rules and regulations.

(b) Meetings

The Athletics Committee shall meet not less than once in the fall semester and once in the spring semester of each academic year.

ARTICLE III.
EXECUTIVE BOARDS

3.01 General

The Board of Trustees does hereby establish Executive Boards for the following schools and academic units of the University:

Dedman College
Edwin L. Cox School of Business
Meadows School of the Arts
Perkins School of Theology
School of Engineering
Dedman School of Law
School of Education and Human Development
SMU-in-Taos
SMU Libraries

3.02 Powers and Duties

The Executive Boards shall: provide advice and counsel to the Dean or Director; support creation of and linkages between faculty, students, and the sector of the public with which the school is most closely associated; aid in the recruiting and developing of faculty; support Advancement programs; monitor the performance of the schools and/or academic units; report periodically to the Academic Affairs Committee; and assist the schools and academic units in the development and maintenance of the successful outreach of activities in local, regional and national communities. The Executive Boards shall perform such acts as may be appropriate to fulfilling the purposes of the Executive Boards including the appointment of such sub-committees as they may deem expedient. Executive Boards do not have any powers or duties to control the governance of the University, its schools or academic units.

3.03 Membership

The membership of the Executive Boards shall include Trustees, former Trustees, young alumni, faculty from other institutions, leaders in the professions or disciplines relating to the school or academic unit, and developmental prospects. The Boards should be constituted with due regard to the commitment of the University to diversity with respect to race and ethnicity, age, gender, geographic origin, vocation, and philosophical orientation.

Members of the Executive Board shall be appointed by the President, after consultation with the Chair of the Executive Board and the dean or director. Appropriate deans or directors and members of the Board of Trustees shall be invited to nominate members other than Trustees to the President. The Trusteeship Committee shall nominate sitting or former members of the Board of Trustees.

Each Executive Board shall elect a Chair and a Vice-Chair, one of whom shall be a member of the Board of Trustees.

Terms of membership on the Executive Boards shall be set at three years. The terms shall be staggered so that one-third of member appointments shall expire each year.

The following shall be ex officio members of each Executive Board:

- Chair - Board of Trustees
- President
- Provost
- Vice President for Development and External Affairs
- Dean or Director of the School or academic unit
- The President may appoint a Dean or Director as an ex officio member of an Executive Board for a School or academic unit for which he/she is not a Dean or Director.

3.04 Meetings

Meetings of the Executive Boards shall be called by the Chair as often as he/she may deem necessary. However, each Executive Board shall meet at least twice a year. A majority of the Executive Boards shall constitute a quorum.

ARTICLE IV.
OFFICERS OF THE UNIVERSITY

General

4.01 Officers

The Officers of the University shall be a President, several Vice Presidents, one of whom shall be the Provost, a Secretary, a Treasurer, and such other executive and administrative officers as the Board of Trustees may determine. The same person may hold any two of the offices at the same time except the President.

4.02 Chief Executive Officer

The Chief Executive Officer of the University shall be the President.

4.03 Compensation

The compensation of the President and any changes thereof shall be established by the Board in executive session, which shall act after receiving recommendations from the Executive Committee of the Board. Annually, or at such other intervals as the Board may direct, the Executive Committee of the Board shall review the compensation of the President and make recommendations to the Board regarding the level of such compensation.

The President

4.11 Election

The President shall be elected by the Board of Trustees at a regular or special meeting for a term to be fixed by the Board after due consultation on the selection of such President with a University search committee appointed by the Chair of the Board of Trustees, including, but not limited to, representatives of the following groups: the College of Bishops, the elected Trustees, the General Faculty through the Faculty Senate, the Student Body through the Student Senate, the Council of Deans, the Vice Presidents and the SMU Alumni Association through its executive committee.

The Board of Trustees solely shall have the authority to employ or terminate a President, which action must be taken at a regular or special meeting.

4.12 Powers and Duties

The President shall:

- (a) Serve as the Chief Executive Officer of the University, the Chairman of the General Faculty of the University, the principal authority of the respective schools of the University.
- (b) Be the official instrument of communication between the General Faculty and the Board of Trustees and between the students and the Board of Trustees.
- (c) Be responsible for the discipline of the institution.

- (d) Nominate all officers and faculty members for election by the Board of Trustees and appoint persons to the faculty for terms of one year or less.
- (e) Make an annual report to the Board of Trustees on the operation and condition of the University and present for the consideration of the Board of Trustees such measures as he/she may deem necessary or expedient for the University's welfare.
- (f) Direct the execution of all diplomas for degrees by the following officers:
 - (1) Chair or a Vice Chair of the Board of Trustees,
 - (2) Secretary of the Board of Trustees,
 - (3) The President of the University,
 - (4) The Provost of the University,
 - (5) The Deans of the respective schools.
- (g) Execute all deeds, deeds of trust, bills of sale, assignments, transfers, releases, notes, obligations or contracts, or other instruments of the University as the Board of Trustees may direct, or in his/her absence from the City of Dallas, or in the event of his/her temporary inability to act, delegate his/her authority to execute such instruments to a particular Vice President. Execute any and all such other contractual agreements or final commitments in the name of the University as he/she shall determine appropriate. With respect to any instrument executed by the University through its duly authorized officer or officers, the attestation to such execution by the Secretary of the University shall not be necessary to constitute such instrument a valid and binding obligation of the University unless the resolutions, if any, of the Board of Trustees authorizing such execution expressly state that such attestation is necessary.
- (h) Vote all shares of capital stock of corporations owned or held by the University at all meetings of the stockholders thereof, and delegate, if necessary, such authority to another by proxy in writing.
- (i) Be responsible for a plan of internal shared governance which rests on the principle that an institution's ability to solve educational problems is enhanced when the constituencies of the University share, in varying degrees, in the decision-making.
- (j) Perform such other duties and functions as the Board of Trustees may from time to time assign to him/her.

Other Officers

4.20 Election and Term of Office

The Vice Presidents, Secretary and other Executive and Administrative Officers of the University shall be elected for one-year terms at each annual meeting of the Board of Trustees.

4.21 Powers and Duties

The Vice Presidents, Secretary, and other Executive and Administrative Officers shall perform such duties and functions as the President may from time to time assign to them.

(a) Duties of the Vice Presidents

- (1) Each Vice President shall have such powers and duties as may be prescribed from time to time by the Board of Trustees or as delegated from time to time by the President and shall exercise the powers of the President during such officer's absence or inability to act (in the order as designated by the Trustees, or in the absence of such designation, as determined by the length of time each has held the office of Vice President continuously).

- (2) Authority to Bind the University

The Vice President of Business and Finance, or the successor vice presidential title to that office who is the chief financial officer of the University, is authorized to sign contractual agreements or to make final commitments in the name of the University so long as any such agreement or commitment does not obligate the University or bind its property for a period in excess of three years or obligate the University to make payments in excess of \$250,000.00.

All other Vice Presidents are authorized to sign contractual agreements or to make final commitments in the name of the University so long as any such agreement or commitment does not obligate the University or bind its property for a period in excess of one year or obligate the University to make payments in excess of \$100,000.00.

(b) Duties of the Treasurer

In carrying out his/her duties, the Treasurer shall be under the supervision and control of the President.

In addition to other duties that may be assigned to the Treasurer by the Board of Trustees or the President, the Treasurer shall make and monitor the endowment investments of the University, as recommended by the Investment Committee, approved by the Board of Trustees, or directed by the President, and may execute such documents as may be necessary to carry out the duties assigned hereunder.

The Treasurer shall have the authority to manage such real estate as may be assigned to the Treasurer by the President and such authority shall include executing listing agreements, estoppel certificates, maintenance contracts, leases of said real estate, or other instruments pertaining to real estate under Treasurer's supervision as the President may direct.

(c) Duties of the Secretary

The Secretary shall have the custody of the Seal of the University and shall attest to and affix said seal to such documents as are required in the business of the University, including but not limited to deeds, bonds, mortgages, agreements, contracts, diplomas, evidences of the award of degrees, transcripts, abstracts or resolutions, certificates, minutes and Bylaws issued pursuant to the authority of the University. The Secretary shall give proper notice of all meetings of the Board of Trustees and shall keep a record of the appointment of all Committees of the Board of Trustees. Furthermore, the Secretary shall keep or cause to be kept a record of the minutes of all meetings of the Board of Trustees and each of its Committees.

4.30 Successors in Office

In the event the President of the University is unable to or refuses to serve or act, the Provost of the University shall serve and act in his place and stead until the President shall be able to serve and act or until his successor, or acting successor, has been selected by the Board of Trustees.

4.40 Bonding of Officers and Agents

All officers and agents who handle the funds and property of the University shall be bonded in favor of the University for the faithful performance of their duties in such sum as the Board of Trustees may prescribe.

ARTICLE V.
THE FACULTY

General

5.01 Composition

The members of the University faculties are classified and ranked as follows:

The President of the University, the Provost of the University, the Deans of the Schools, the Professors, Associate Professors, Assistant Professors, Instructors, Senior Lecturers, Lecturers, Visiting Professors, Adjunct Professors, and Scholars (Writers, Composers, Artists, Executives)-in-Residence.

5.02 Term of Appointment

- (a) The normal terms of appointment of members of the faculty described in Section 5.01 shall be:
- (1) The President – as provided in Section 4.11;
 - (2) The Provost – stated term determined by the President;
 - (3) The Deans – stated term determined by the Provost;
 - (4) Department Chairs and other academic administrative personnel for stated terms at the pleasure of the Provost;
 - (5) Professors, Associate Professors, and Assistant Professors – for a term ranging from one year to a term without limit, upon nomination by the President and confirmation by the Board of Trustees;
 - (6) Instructors, Visiting Professors, and Adjunct Professors – by appointment of the President for a one-year term, or less.
 - (7) Scholars (Writers, Composers, Artists, Executives)-in-Residence – by appointment of the President, with the recommendation of the respective Dean and approval of the Provost, for a one to three year renewable term, or less, but in no event will the cumulative length of service in this rank exceed six years.
 - (8) Lecturers – for terms ranging from one year to a renewable three-year term, by appointment of the President; upon the recommendation of the respective Dean, Lecturers appointed to three-year terms may be appointed as “Senior Lecturer.”
- (b) At the end of the stated term, a faculty member's employment with the University is automatically severed unless said faculty member is reappointed by the appropriate authority.
- (c) In the case of a faculty member who holds an appointment for a term without limit, such member's employment relationship with the University is automatically severed upon:
- (1) Resignation,
 - (2) Dismissal for cause,
 - (3) Retirement, or
 - (4) Death.

- (d) Nothing herein contained shall prevent the appointment of retired faculty members by the President for terms of one year or less.
- (e) The appointments of all faculty members are subject to financial limitations on conditions of employment; said appointments are subject to termination as a result of extraordinary circumstances because of financial exigency or as a result of a bona fide formal discontinuance of a program; said appointments also are subject to termination for inadequate performance of duty, or for misconduct, or for lack of loyalty to the ideals and aims of the University. Such termination of employment shall be effected by action of the Board of Trustees upon recommendation of the President of the University, or upon recommendation of the Committee on Academic Affairs.

General Faculty

5.10 Powers and Duties

The General Faculty of the University, of which the President is the Chair, and the principal authority of the respective schools of the University, exercising such supervision and direction as in his/her judgment will promote their efficiency, shall be responsible to the Board of Trustees through the President for

- (a) Leadership to achieve and maintain a high quality of intellectual life for the University.
- (b) The professional growth and behavior of the members of the University faculties.
- (c) Control of eligibility of all participants in athletics, the scheduling of games, and all other matters embraced within the rules and regulations of the Southwest Conference.
- (d) Nominations for honorary degrees.
- (e) Such other powers and duties as the Board of Trustees may from time to time delegate to it.

5.11 Delegation of Powers and Duties

The General Faculty shall have the power to delegate such of the powers as are granted to it by the provisions of Article 5.10 to any Committee or subsidiary organization established by the General Faculty, and the Committee or subsidiary organization is authorized to exercise those powers in the name of the General Faculty so long as its acts are consistent with the scope of these Bylaws.

5.12 Meetings

The General Faculty shall meet during the University sessions as often as may be necessary. The General Faculty shall make such rules of procedure as shall be necessary to conduct its meetings, and shall provide for such Committees as it deems necessary or advisable.

5.13 Secretary

The General Faculty shall elect a secretary who shall keep a permanent record of all of its meetings.

5.14 Faculty Membership Entitled to Vote

All full time members of the General Faculty, as defined by University policy from time to time, excluding Adjunct Professors and Scholars (Writers, Composers, Artists, Executives)-in-Residence may vote at meetings of the General Faculty. Adjunct Professors and Scholars (Writers, Composer, Artists, Executives)-in-Residence may attend the General Faculty meetings and take part in deliberations but shall not vote.

Particular Faculties

5.20 Powers and Duties

The Faculties of Dedman College, Perkins School of Theology, Edwin L. Cox School of Business, the School of Engineering, the Dedman School of Law and Meadows School of the Arts, and the School of Education and Human Development, respectively shall prescribe and recommend, subject to the approval of the President and the Board of Trustees:

- (a) Requirements for admission;
- (b) Courses of study;
- (c) Conditions of graduation;
- (d) The nature of degrees to be conferred;
- (e) Rules and methods for the conduct of the educational work of the schools;
and
- (f) Candidates for degrees, persons to receive awards of fellowships, scholarships and prizes within their respective schools.

For proposals for cross-disciplinary graduate degrees that would most appropriately be given by the University to be acceptable, two or more of the Faculties previously specified must endorse (a) – (f) above (as relevant) to the Provost. Upon approving the proposed degree, the Provost will appoint a standing oversight committee for the degree, drawing on nominees submitted by the faculty councils (or other equivalents) and the deans of the recommending schools. Such oversight committees will consist of at least three representatives of each of those schools plus three at-large members appointed by the Provost. The committees will be chaired by the Dean of Research and Graduate Studies. Like all other degrees, cross-disciplinary degrees to be conferred by the University are subject to the approval of the President and Board of Trustees.

5.21 Meetings

The faculty of any school may hold meetings whenever such meetings are considered desirable for consideration of matters concerning that particular school, such meetings to be held on call of the Dean of the School or the President of the University.

ARTICLE VI.
THE RIGHT TO RESOLUTION

Any official body of the University, particularly the General Faculty, through the Faculty Senate, and the Student Body, through the Student Senate, shall have the right and the responsibility to speak by resolution through the President of the University to the Board of Trustees on any issue of general University interest or on any issue of specific concern to that official body.

ARTICLE VII.
HONORARY DEGREES

7.01 Nominations

Nominations for honorary degrees shall be made by the General Faculty in accordance with the provisions of Article 5.10, paragraph (d).

7.02 Conferring of Degrees

Honorary degrees will be conferred upon individuals nominated for the degree only upon a three-fourths majority vote of the members of the Board of Trustees voting.

ARTICLE VIII.
INDEMNITY OF TRUSTEES, GOVERNORS AND OFFICERS
AND
LIMITATION OF PERSONAL LIABILITY OF TRUSTEES

8.01

Indemnification

- (a) The University shall indemnify, and advance expenses to, each present or former Trustee or officer of the University against all judgments, penalties (including excise and similar taxes), fines, amounts paid in settlement and reasonable expenses actually incurred by any such Trustee or officer in connection with or arising out of any action, suit or proceeding in which he may be involved by reason of his being or having been a Trustee or officer of the University (whether or not he continues to be a Trustee or officer at the time of incurring such expenses and liabilities) to the fullest and same extent that indemnification of Trustees is permitted by all valid and applicable laws, including, without limitation, Article 2.22A of the Texas Non-Profit Corporation Act. The indemnification and advancement of expenses provided in this section shall (a) also extend to any person who while serving as an officer or Trustee of the University also served at the University's request as a Trustee, director, officer, partner, venturer, proprietor, Trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, (b) not be deemed exclusive of any other rights of such person arising under any law, by any agreement or vote of Trustees, by contract, under any insurance policy maintained by the University, or otherwise, (c) inure to the benefit of the heirs, executors and administrators of such a person and (d) not be required if and to the extent that the person otherwise entitled to payment of such amounts hereunder is entitled to receive payment therefor under any insurance policy, contract or otherwise.
- (b) No amendment, modification or repeal of this Section 8.01 or any provision hereof shall in any manner terminate, reduce or impair the right of any past, present or future Trustees or officers to be indemnified by the University, nor the obligation of the University, to indemnify any such indemnitee, under and in accordance with the provisions of the Article as in effect immediately prior to such amendment, modification or repeal with respect to claims arising from or relating to matters occurring, in whole or in part, prior to such amendment, modification or repeal, regardless of when such claims may arise or be asserted.

8.02

Insurance

The University shall have power to purchase and maintain insurance on behalf of any person who is or was a Trustee or officer of the University or a Trustee of the SMU Retirement Plan, against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the University would have the power to indemnify him/her against such liability under the provisions of Section 8.01 hereof.

8.03 Limitation of Liability

To the fullest extent permitted by applicable law, no Trustee of the corporation shall be liable to the corporation for monetary damages for an act or omission in such Trustee's capacity as a Trustee of the corporation, except that this Section 8.03 shall not eliminate or limit the liability of a Trustee of the corporation for:

- (a) a breach of such Trustee's duty of loyalty to the corporation;
- (b) an act or omission not in good faith that constitutes a breach of duty of such Trustee to the corporation or an act of omission that involves intentional misconduct or a knowing violation of the law;
- (c) a transaction from which such Trustee received an improper benefit, whether or not the benefit resulted from an action taken within the scope of such Trustee's office; or
- (d) an act or omission for which the liability of such Trustee is expressly provided by an applicable statute.

The foregoing provisions of this Section 8.03 shall not eliminate or limit the liability of a Trustee for any act or omission occurring prior to August 31, 1987. Any repeal or amendment of this Section 8.03 shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Trustee of the corporation existing at the time of such repeal or amendment. In addition to the circumstances in which a Trustee of the corporation is not personally liable as set forth in the foregoing provisions of this Section 8.03, a Trustee shall not be liable to the corporation to such further extent as permitted by any law hereafter enacted, including, without limitation, any subsequent amendment to the Texas Miscellaneous Corporation Laws Act or the Texas Business Corporation Act or the Texas Non-Profit Corporation Act.

ARTICLE IX.
CONFLICTS OF INTEREST

9.01 The Trustees and Members of Trustee Committees

- (a) In any matter requiring a decision by the Board of Trustees or any Committee of the Board of Trustees in which a participating Trustee or Committee member has an interest other than the interest of the University, the Trustee or Committee member shall disclose the material facts pertaining to such interest and to the matter requiring the decision of the Board or the Committee, and such interest shall be noted in the minutes. The Trustee or Committee member shall withdraw from the meeting unless requested to remain by the presiding officer, and shall abstain from voting when such a matter is before the Board or a Committee for authorization, approval, or ratification, and that action shall also be recorded in the minutes.
- (b) Included in the interests of the Trustee or Committee member described in 9.01 are the interests of immediate family members (for the purposes of this Policy, "immediate family members" shall be a spouse, parents, siblings, children, and any other relative if the latter resides in the same household as the Trustee) and organizations in which the Trustee, Committee member, or immediate family members have a significant management function or ownership interest ("significant management function or ownership interest" shall include for the purposes of this Policy and by way of example, but not limitation, being an officer, director, employee, member, partner, Trustee, or controlling stockholder), and including interests arising from any gifts of more than nominal value received by the Trustee, Committee member or immediate family members from persons or organizations associated with or seeking association with the University, whether as suppliers of goods or services, faculty, students, or others.
- (c) Annually each Trustee and each Committee member shall be furnished an information and interest disclosure statement by the appropriate University officer together with a copy of this section of the Bylaws. This will permit the Trustee or Committee member to disclose any possible duality of interest affecting Southern Methodist University. The information and disclosure statement shall be delivered to the Secretary who will file it with a Committee composed of the Chairman of the Board of Trustees, the Chairman of the Audit Committee, the President, Vice President for Finance and Administration and University General Counsel and shall be held in confidence except as it may be determined by the Committee in the best interest of the University to disclose the information to the Board or a Committee of the Board in executive session. The information statement and interest disclosure statement shall be reviewed in advance by the Audit Committee should changes be proposed.

9.02 Conflicts of Interest Policy for Non-Trustees

The Board shall prescribe by resolution Conflicts of Interest Policy for its Officers, Faculty and Employees as it may deem appropriate from time to time.

ARTICLE X.
PLEDGE AND DISPOSITION OF ASSETS

The assets of Southern Methodist University are pledged for use in carrying out the purposes of the Corporation as stated in Article II of the Restated Articles of Incorporation. Upon discontinuance of Southern Methodist University by dissolution or otherwise, the assets of the University are to be transferred to the South Central Jurisdictional conference of the United Methodist Church if, at the time of such transfer, the South Central Jurisdictional Conference of the United Methodist Church is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue code of 1986, as amended [16 U.S.C.A. Sec. 501 (c)(3)]. If, at the time of such transfer, the South Central Jurisdictional Conference of the United Methodist Church is not qualified as a charitable organization under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, the Board of Trustees shall direct the assets of the University to be transferred to an educational, charitable, religious, or other similar organization that is qualified as a charitable organization under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or to the State of Texas.

ARTICLE XI.
AMENDMENTS

- 11.01 Subject to the requirements of Section 11.02, these Bylaws may be changed or amended at any meeting of the Trustees by a majority vote of the entire Board; provided, however that no change in the provisions of Article I shall be effective unless approved by a two-thirds vote of the entire Board.
- 11.02 Written notice of any proposed change in or amendment to the Bylaws shall be distributed by the Secretary of the University to all Trustees not less than 30 days before the meeting of the Trustees at which such change or amendment is to be considered; provided, however, that in the event of an emergency this requirement for 30 days' written notice may be waived by a two-thirds vote of the entire Board.
- 11.03 Any member of the Board of Trustees wishing to propose an amendment to these Bylaws should submit the proposed amendment to the secretary of the University and the Secretary shall distribute copies of the proposed amendment to the membership of the Board in accordance with Section 11.02. The provisions of the foregoing sentence are merely directory, not mandatory, and nothing contained therein shall preclude any member of the Board of Trustees from distributing copies of the proposed amendment directly to the membership of the Board or from submitting amendments to the Bylaws from the floor at any meeting, subject to the requirements of Section 11.02.

ARTICLE XII.
EFFECTIVE DATE

These Bylaws shall become effective upon an affirmative vote of the Board of Trustees at any regular or special meeting of the Board of Trustees.

Southern Methodist University

Form 990- 2004

May 31, 2005

75-0800689

Part VII- Analysis of Income Producing Activities

Line 93- Program Service Revenue

Line 93(c) - Auxiliary Activities

Columns (c & d) - Excluded by section 512, 513, or 514

<u>Exclusion Code</u>	<u>Description</u>	<u>Amount</u>
#03	Food Service Revenue	3,006,795
#03	Bookstore Revenue	1,147,321
#03	Vending Machines Revenue	166,947
#03	Child Day Care Fees	232,429
#03	Laundry Machines Revenue	53,131
#03	Linen Rental Income	4,543
#03	Recreational Equipment Rentals	3,300
#16	Facility Rentals	211,411
	Total Column (d) Line 93(c)-	<u><u>4,825,877</u></u>

Southern Methodist University

Form 990- 2004

May 31, 2005

75-0800689

Part VII- Analysis of Income Producing Activities

Line 93- Program Service Revenue

Line 93(e) - Other

Column a & b - Unrelated Business Income

<u>Business Code</u>	<u>Description</u>	<u>Amount</u>
531390	Partnership losses	301,701
561520	Alumni Tours	11,344
561700	Steam Sales-Highland Park Methodist Church	63,076
541800	SMU Southwest Review-Advertising	250
	Total Line 93(e)-Column (b)	<u>376,371</u>

Line 93(e) - Other

Columns (c & d) - Excluded by section 512, 513, or 514

<u>Exclusion Code</u>	<u>Description</u>	<u>Amount</u>
#03	Parking Revenue	1,716,308
#03	Health Center Revenue	1,049,334
#03	Copy Machines Revenue	215,711
#03	Security Services Fees	63,467
#03	Student Telephones	1,777
#18	Sales of Scrap	29,051
#16	Facility Rentals	<u>633,025</u>
	Total Column (d) Line 93(e)- Other	<u>3,708,673</u>

Southern Methodist University

Form 990- 2004

May 31, 2005

75-0800689

Part VII - Analysis of Income Producing Activities

Line 99 - Other Investment Income

Column (c & d)- Excluded by section 512, 513, or 514

<u>Exclusion Code</u>	<u>Description</u>	<u>Amount</u>
#14	Notes Interest Income	798,042
#14	Funds Held in Trust by Others Income	631,570
#15	Mineral Interest Income	4,549,242
		<u>5,978,854</u>

Southern Methodist University

Form 990-2004

May 31, 2005

75-0800689

Part VIII – Relationship of Activities to the
Accomplishment of Exempt Purpose

Below are the explanations of income reported in Part VII, column (e) and how they contribute to the University's exempt function:

- Line 93(a) – Tuition and fees income is generated from SMU's instructional activity, its primary function.
- Line 93(b) – Organized activities include revenues generated from conferences, seminars, lectures, sport training camps, etc. that provided educational services to those attending.
- Line 93(c) – Auxiliary activities include revenue from residence halls and other campus rentals and intercollegiate athletic revenue. Living on campus and engaging in campus activities provided the college experience, enhancing the educational function.
- Line 93(e) – Other revenue generated, which is incidental to the University's educational purpose, includes student processing fees (add/drop, matriculation, etc.), library fees, cultural activities, ticket sales not reported elsewhere, and continuing education. Other fees, fines and bookkeeping corrections generally associated with educational programs are also reflected herein.
- Line 94 – Dues/membership fees include Faculty Club, Industrial Information Center, HR Roundtable, Book Club and Dedman Sports memberships. Memberships in the Faculty Club promote the development of collegial relationships between members, who are staff and faculty of the University. Memberships in Dedman Sports provide access to the sports facility by family members, board members, alumni and the community, joining staff, faculty and students in the use of the facility. Memberships in the other clubs encourage the involvement of community members in the University environment which results in the development of relationships between the University and the community.

Southern Methodist University
75-0800689
Form 990-2004
Schedule A, Part I, Compensation of Five Highest Paid Employees
May 31, 2005

Column (A)	Column (B)	Column (C)	Column (D)	Column (E)
<u>Name and Address</u>	<u>Title and average hours per week devoted to position</u>	<u>Compensation</u>	<u>Contributions to employee benefit plans and deferred compensation</u>	<u>Expense account and other allowances</u>
Phil Bennett P. O. Box 750333 Dallas, TX 75275-0333	Football Coach 37 5 Hours	450,000	42,903	2,699
Albert Niemi, Jr. P O Box 750333 Dallas, TX 75275-0333	Dean of Business School 37 5 Hours	361,000	33,391	8,322
W James Copeland, Jr P O Box 750216 Dallas, TX 75275-0216	Director of Athletics 37 5 Hours	327,950	39,214	8,932
William Dillon P O Box 750333 Dallas, TX 75275-0333	Associate Dean Business School 37.5 Hours	\$316,600	41,375	1,033
Bezalel Gavish P O. Box 750333 Dallas, TX 75275-0333	Professor 37 5 Hours	\$291,417	37,810	1,310

Southern Methodist University
75-0800689
Schedule A-Part III, Line 2 (c)
May 31, 2005

SMU maintains a brokerage account at RBC Dain Rauscher Inc. ("RBCDR") that is used to sell donated marketable securities. During 2005 the University also invested non-endowment funds through RBCDR. A Trustee of SMU is a registered representative employed by RBCDR as a Senior Vice President, but is not a controlling person of RBCDR and owns no interest in RBCDR. Brokerage commissions and fees charged to SMU by RBCDR on such securities transactions and investments are no greater than those charged third parties for similar services.

Southern Methodist University
75-0800689
Form 990-2004
Schedule A- Part III Line 3 (a)
May 31, 2005

The University provides financial aid to students to enable them to attend the University. All financial aid recipients are selected on an equal objectively determinable basis with other recipients. That is, all students receiving scholarships and fellowships are judged worthy by the University's assessment on the basis of academic achievement, financial need and other similar standards.

Southern Methodist University

75-0800689

Form 990-2004

Schedule A- Part V Line 34 (a)

May 31, 2005

The University participates in the Federal Perkins Loan Program, Federal Supplemental Educational Opportunity Grant; Federal Work-Study Program, Federal PELL Grant, Federal Family Educational Loan Programs, Texas Tuition Equalization Grant, TEXAS Grant , Leveraging Educational Assistance Partnership (LEAP) and Supplemental Leveraging Educational Assistance Partnership (SLEAP) through the state of Texas and receives Federal and State funding for research grants and contracts.

Southern Methodist University
75-0800689
Form 990-2004
Schedule A- Part VI-A, Lines 45 - 50, Columns b, c and d
May 31, 2005

The University filed Form 5768, Election/Revocation of Election by an Eligible Section 501 (c)(3) Organization to Make Expenditures to Influence Legislation under Section 501 (h) of the Internal Revenue Code for tax years beginning with those ending May 31, 2005. Therefore, there are no lobbying expenditure amounts shown in columns b, c and d.

The election has not been revoked.

Application for Extension of Time to File an Exempt Organization Return

▶ 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).

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)

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.

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization Southern Methodist University		Employer identification number 75-0800689
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. Box 750261		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Dallas, TX 75275-0261		

Check type of return to be filed (file a separate application for each return):

- | | | |
|--|---|------------------------------------|
| <input checked="" 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 type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ SMU Controller's Office

Telephone No. ▶ (214) 768-2800 FAX No. ▶ (214) 768-1131

- 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-months for a **Form 990-T corporation**) extension of time until 1/17/2006 to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year _____ or
 ▶ tax year beginning 6/1/2004, and ending 5/31/2005

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3 a 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 \$ -0-

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 \$ -0-

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 \$ -0-

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- 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.

Type or print	Name of Exempt Organization Southern Methodist University	Employer identification number 75-0800689
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. Box 750261	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. Dallas, TX 75275-0261	

Check type of return to be filed (File a separate application for each return):

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 4720	

STOP: Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

- The books are in the care of **SMU Controller's Office**
Telephone No. **(214) 768-2800** FAX No. **(214) 768-1131**
- 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.

4 I request an additional 3-month extension of time until 4/17/2006

5 For calendar year _____, or other tax year beginning 6/1/2004 and ending 5/31/2005

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 Additional time is requested to file a complete and accurate return as all the information is not yet available.

8 a 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 \$ -0-

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ -0-

c **Balance Due.** Subtract line 8b from line 8a. 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. \$ -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

Signature Chickie Bumgarner, CPA Title Director of Tax Date 1/10/06

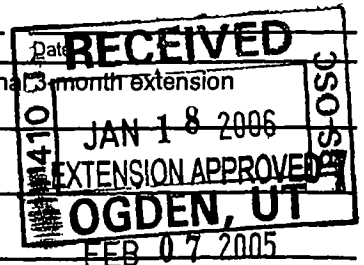
Notice to Applicant—To Be Completed by the IRS

- We have approved this application. Please attach this form to the organization's return.
- We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
- We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested.
- Other _____

Director _____ By _____

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.

Type or print	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)



FIELD DIRECTOR
SUBMISSION PROCESSING CENTER