

FEB 14, 2002.

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2000

For calendar year 2000, or tax year beginning 12/01, 2000, and ending 11/30/2001

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

Name of organization: LEWIS B & DOROTHY CULLMAN FOUNDATION
C/O LEWIS B. CULLMAN
Number and street: 767 THIRD AVENUE 36TH FLOOR
City: NEW YORK, NY 10017
Employer identification number: 51-0243747
Telephone number: (212) 751-6655

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: 53,569,643
J Accounting method: [X] Cash

Part I Analysis of Revenue and Expenses table with columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include contributions, interest, dividends, gross rents, net gain, capital gain, other income, compensation, legal fees, interest, taxes, depreciation, occupancy, travel, printing, other expenses, total operating and administrative expenses, total contributions, total expenses and disbursements, and net investment income.

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Beginning of year	End of year	
		(a) Book Value	(b) Book Value
1 Cash - non-interest-bearing	76,486.	18,913.	18,913.
2 Savings and temporary cash investments	5,354,143.	9,531,104.	9,531,104.
3 Accounts receivable ▶ 551,491.			
Less allowance for doubtful accounts ▶	405,129.	551,491.	551,491.
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - US and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)	28,260,183.	24,825,242.	26,303,418.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT. 9.	7,948,336.	15,208,955.	17,147,113.
14 Land, buildings, and equipment basis ▶ 17,604.			
Less accumulated depreciation (attach schedule) ▶	3,087.	17,604.	17,604.
15 Other assets (describe ▶)			
16 Total assets (to be completed by all filers - see page 16 of the instructions Also, see page 1, item I)	42,047,364.	50,153,309.	53,569,643.
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)			
Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
and complete lines 24 through 28 and lines 30 and 31			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Organizations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input checked="" type="checkbox"/>			
27 Capital stock, trust principal, or current funds	42,047,364.	50,153,309.	
28 Paid in or capital surplus or land, bldg and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	42,047,364.	50,153,309.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	42,047,364.	50,153,309.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	42,047,364.
2 Enter amount from Part I, line 27a	2	8,105,024.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	921.
4 Add lines 1, 2, and 3	4	50,153,309.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	50,153,309.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE SCHEDULE			
b GEN. AMERICAN INVESTORS - CAPITAL GAIN DIV.			
c NASDAQ CLASS ACTION RECEIPTS			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			85,437
b			621,555
c			487
d			
e			

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	707,749.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
1999	2,345,599.	48,703,909.	0.04816038483
1998	9,367,153.	33,593,801.	0.27883575901
1997	4,253,210.	36,062,595.	0.11793965465
1996	2,634,709.	27,636,811.	0.09533332192
1995	775,039.	15,401,996.	0.05032068571

2 Total of line 1, column (d)	2	0.59058980612
3 Average distribution ratio for the 5-year base period-divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.11811796122
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	45,470,159.
5 Multiply line 4 by line 3	5	5,370,842.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,457.
7 Add lines 5 and 6	7	5,391,299.
8 Enter qualifying distributions from Part XII, line 4	8	10,852,938.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)	
2	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	20,457.
3	All other domestic organizations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	
4	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Add lines 1 and 2	20,457.
6	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	NONE
7	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	20,457.
8	Credits/Payments	
9	2000 estimated tax payments and 1999 overpayment credited to 2000	25,600.
10	Exempt foreign organizations - tax withheld at source	NONE
11	Tax paid with application for extension of time to file (Form 8868)	NONE
12	Backup withholding erroneously withheld	
13	Total credits and payments Add lines 9a through 12d	25,600.
14	Enter any penalty or underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
15	Tax due If the total of lines 7 and 14 is more than line 13, enter amount owed	
16	Overpayment If line 13 is more than the total of lines 7 and 14, enter the amount overpaid <i>Ta. 990 T</i>	5,143.
17	Enter the amount of line 16 to be Credited to 2001 estimated tax <i>0</i> Refunded <i>0</i>	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities</i>		X
1 c Did the organization file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the organization <i>\$</i> _____ (2) On organization managers <i>\$</i> _____		
3 Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers <i>\$</i> _____		
4 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
5 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
6 a Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
6 b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
7 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
8 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
9 Did the organization have at least \$5,000 in assets at any time during the year? <i>If "Yes" complete Part II, col (c), and Part XV</i>	X	
10 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <i>NEW YORK</i>		
10 b If the answer is "Yes" to line 9, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
11 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2000 or the taxable year beginning in 2000 (see instructions for Part XIV on page 25)? <i>If "Yes," complete Part XIV</i>		X
12 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	
13 Did the organization comply with the public inspection requirements for its annual returns and exemption application?	X	
14 The books are in care of <i>J. EMMERT CPA</i> Telephone no <i>516-248-7619</i>		
Located at <i>4 COVENTRY PL GARDEN CITY, NY</i> ZIP+4 <i>11530</i>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year <i>13</i>		

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

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

		Yes	No
1 a	During the year did the organization (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		<input checked="" type="checkbox"/>
	Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c	Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2000?		<input checked="" type="checkbox"/>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2000, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2000?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 19 _____, 19 _____, 19 _____, 19 _____		
b	Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)		N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 19 _____, 19 _____, 19 _____, 19 _____		
3 a	Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2000 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 2000)		N/A
4 a	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		<input checked="" type="checkbox"/>
b	Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2000?		<input checked="" type="checkbox"/>
5 a	During the year did the organization pay or incur any amount to		
	(1) Carry on propoganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		<input checked="" type="checkbox"/>
	Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c	If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6 a	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<input checked="" type="checkbox"/>
	If you answered "Yes" to 6b, also file Form 8870		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 19 of the instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
SEE STATEMENT 12		116,790.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the instructions) If none, enter "NONE."

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

Total number of other employees paid over \$50,000 **NONE**

3 Five highest-paid independent contractors for professional services - (see page 21 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 22 of the instructions	
3 NONE	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 22 of the instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	42,025,755.
b Average of monthly cash balances	1b	4,055,861.
c Fair market value of all other assets (see page 23 of the instructions)	1c	80,982.
d Total (add lines 1a, b, and c)	1d	46,162,598.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	46,162,598.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	692,439.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	45,470,159.
6 Minimum investment return Enter 5% of line 5	6	2,273,508.

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

1 Minimum investment return from Part X, line 6	1	2,273,508.
2a Tax on investment income for 2000 from Part VI, line 5	2a	20,457.
2b Income tax for 2000 (This does not include the tax from Part VI)	2b	64,905.
2c Add lines 2a and 2b	2c	85,362.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	2,188,146.
4a Recoveries of amounts treated as qualifying distributions	4a	NONE
4b Income distributions from section 4947(a)(2) trusts	4b	
4c Add lines 4a and 4b	4c	NONE
5 Add lines 3 and 4c	5	2,188,146.
6 Deduction from distributable amount (see page 23 of the instructions)	6	NONE
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,188,146.

Part XII Qualifying Distributions (see page 24 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	10,852,938.
b Program-related investments - total of lines 1-3 of Part IX-B	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8 and Part XIII, line 4	4	10,852,938.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	20,457.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	10,832,481.

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

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

	(a) Corpus	(b) Years prior to 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				2,188,146.
2 Undistributed income if any as of the end of 1999				
a Enter amount for 1999			NONE	
b Total for prior years <u>1998</u>		NONE		
3 Excess distributions carryover, if any, to 2000				
a From 1995	NONE			
b From 1996	1,252,045.			
c From 1997	2,577,812.			
d From 1998	7,792,503.			
e From 1999	NONE			
f Total of lines 3a through e	11,622,360.			
4 Qualifying distributions for 2000 from Part XII, line 4 ▶ <u>10,852,938.</u>				
a Applied to 1999, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 25 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 25 of the instructions)	NONE			
d Applied to 2000 distributable amount				2,188,146.
e Remaining amount distributed out of corpus	8,664,792.			
5 Excess distributions carryover applied to 2000 (if an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	20,287,152.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 25 of the instructions		NONE		
e Undistributed income for 1999 Subtract line 4a from line 2a Taxable amount - see page 23 of the instructions			NONE	
f Undistributed Income for 2000 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2001				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)	NONE			
8 Excess distributions carryover from 1995 not applied on line 5 or line 7 (see page 25 of the instructions)	NONE			
9 Excess distributions carryover to 2001 Subtract lines 7 and 8 from line 6a	20,287,152.			
10 Analysis of line 9				
a Excess from 1996	1,252,045.			
b Excess from 1997	2,577,812.			
c Excess from 1998	7,792,503.			
d Excess from 1999	NONE			
e Excess from 2000	8,664,792.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2000, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2000	(b) 1999	(c) 1998	(d) 1997	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test. Enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year -- see page 26 of the instructions.)

1 **Information Regarding Foundation Managers**

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

LEWIS B. CULLMAN

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

NONE

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

Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 13</p>				
Total			▶ 3a	10,662,246.
<p>b <i>Approved for future payment</i></p>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Total. Total amount is 2,267,053.

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes. The table contains the text 'NOT APPLICABLE' in the center.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting organization to a noncharitable exempt organization of (1) Cash (2) Other assets b Other Transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

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

2 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) based on all information of which preparer has any knowledge. Signature of officer or trustee: Lewis B. Cullinan. Preparer's signature: Charles J. Clair Jr. Firm's name (or yours if self-employed) address, and ZIP code: BOYCE, HUGHES & 1025 NORTHERN BL ROSLYN, NY

Lewis B. & Dorothy Cullman Foundation 51-0243747
Rider to forms 990PF/990T

The overpaid tax from Part VI line 10 form 990PF of \$5,143 has been transferred to form 990T Part IV line 44b.

A request is hereby made to have the Internal Revenue Service abate any underpayment of estimated tax penalty related to form 990-T. The unrelated business taxable income resulted from an investment in a partnership and its existence was not known when preparing quarterly estimated tax installments for the 990PF.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

NAME AND ADDRESS -----	DATE ----	DIRECT PUBLIC SUPPORT -----
LEWIS B. CULLMAN 555 PARK AVE. N.Y., N.Y. 10021	07/31/2001	17,000,000.
TOTAL CONTRIBUTION AMOUNTS		----- 17,000,000. =====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
SEE CHAR-003 FORMAT SCHEDULE	906,931.
DEDUCT GENERAL AMERICAN INVESTORS INCOME WHICH IS ALL CAPITAL GAIN DIVIDEND INCOME	-621,555.

TOTAL	<u>285,376.</u>

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SALARY RIEMBURSEMENT FROM PUBLIC CHARITY SERVICES OF ASSISTANT TREASURER	57,000.	
PARTNERSHIP INCOME:		
WPG MERGER ARBITRAGE FUND LP	948,209.	948,209.
WPG OPPORTUNISTIC VALUE FUND LP	189,946.	189,946.
	-----	-----
TOTALS	1,195,155.	1,138,155.
	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
PAUL, WEISS, RIFKIND, WHARTON & GARRISON-VARIOUS SERVICES	16,683.			16,683.
TOTALS	16,683.	NONE	NONE	16,683.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
BOYCE, HUGHES & FARRELL, LLP-PREPARE 990-PF	7,400.			7,400.
JOHN C. EMMERT & ASSOC.-MAINTAIN CORPORATE RECORDS				
SEE SCH OF OFFICERS COMPENSATION-\$21,250				
	-----	-----	-----	-----
TOTALS	7,400.	NONE	NONE	7,400.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT ADVISORY FEES-		
WEISS, PECK & GREER-1 N.Y. PLAZA, NYC	135,997.	135,997.
W.P. STEWART SECURITIES LTD. 129 FRONT ST. HAMILTON, BDA.	129,051.	129,051.
GOLDMAN, SACHS & CO 85 BROAD ST., NYC	6,418.	6,418.
	-----	-----
TOTALS	271,466.	271,466.
	=====	=====

FORM 990PF, PART I - TAXES

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
PAYROLL TAXES, UNEMPL. INS ETC	14,404.		14,404.
990 PF TAXES	37,358.		
FOREIGN TAX WITHHELD ON DIVIDENDS	203.	203.	
	-----	-----	-----
TOTALS	51,965.	203.	14,404.
	=====	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
PAYROLL SERVICE FEES	928.	928.
NYS FILING FEE	750.	750.
BROKERAGE A/C FEE	150.	150.
PUBLICATION NOTICE	80.	80.
MISCELLANEOUS	890.	890.
TOTALS	<u>2,798.</u>	<u>2,798.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
① 89777 SHS GENERAL AMERICAN INV	2,569,881.②	2,991,370.①
② 72789 SHS GENERAL AMERICAN INV		
WPG MERGER ARBITRAGE FUND LP		
WPG OPPORTUNISTIC VALUE FD. LP	1,690,321.	2,532,900.
WPG MERGER ARBITRAGE OVERSEAS FD.LP	5,948,753.	6,695,200.
SHAKER HEIGHTS INVESTMENT FD	5,000,000.	4,927,643.
	-----	-----
TOTALS	15,208,955.	17,147,113.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

K-1 INCOME LOWER THAN BOOKED AMOUNT

921.

TOTAL

921.
=====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS -----	DATE ----	DIRECT PUBLIC SUPPORT -----
LEWIS B. CULLMAN 555 PARK AVE. N.Y., N.Y. 10021	07/31/2001	17,000,000.
TOTAL CONTRIBUTION AMOUNTS		----- 17,000,000. =====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS -----	TITLE AND TIME DEVOTED TO POSITION -----	COMPENSATION -----
LEWIS B. CULLMAN C/O 767 THIRD AVE NY, NY, 10017	PRES. DIR. 30	
JOHN C. EMMERT 4 COVENTRY PL GARDEN CITY, NY, 11530-4604	TREAS. SEE STMT 4	21,250.
DOROTHY CULLMAN C/O 767 THIRD AVE. N.Y., N.Y., 10017	V.P., DIR.NOMIN	
SELMA FOER C/O FOUNDATION ADDRESS	ASST TREAS 30	95,540.
JOSEPH P KRAMER C/O BOYCE, HUGHES & FARRELL 1025 NORTHERN BLVD.-SUITE 300 ROSLYN NY, 11576-1587	DIRECTOR 0	
	GRAND TOTALS	----- 116,790. =====

RECIPIENT NAME AND ADDRESS -----	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT -----	PURPOSE OF GRANT OR CONTRIBUTION -----	AMOUNT -----
SCHEDULE ATTACHED	NONE PUBLIC CHARITIES	GENERAL	10,662,246
TOTAL CONTRIBUTIONS PAID			----- 10,662,246 -----

LEWIS B and DOROTHY CULLMAN FOUNDATION

YEAR ENDED NOVEMBER 30, 2001

CHARITABLE CONTRIBUTIONS

Abraham Fund, The	Apr 18, 2001	1094	250 00
Academy of American Poets, The	Jan 30, 2001	1055	250 00
Aging of America	Jan 24, 2001	1044	1,000 00
American Craft Museum	Jan 30, 2001	1056	200 00
American Museum of Natural History	Dec 29, 2000	1019	2,000,000 00
American Museum of Natural History	Feb 28, 2001	1072	1,000 00
American Musuem of Natural History	Jun 29, 2001	1116	250,000 00
Atlantic Salmon Federation	Jul 27, 2001	1130	20,000 00
Bay Street Theatre	May 7, 2001	1102	10,000 00
Beginning with Children Foundation Inc	Dec 29, 2000	1032	5,000 00
Beginning with Children Foundation Inc	Nov 16, 2001	1152	25,000 00
Brooklyn Academy of Music	Jun 28, 2001	1123	2,500 00
Central Park Conservancy	Jan 24, 2001	1046	1,000 00
CERC	May 30, 2001	1110	1,000 00
Chess-in-the-Schools	Dec 29, 2000	1028	1,000,000 00
Citizens' Committee for Children	Feb 23, 2001	1068	1,000 00
City Park Foundation	Jun 8, 2001	1115	1,000 00
City Parks Foundation	Oct 26, 2001	1145	2,500 00
Citymeals-on-Wheels	Jan 2, 2001	1033	23,000 00
Coalition for NYC Parks, LLC	May 30, 2001	1108	37,500 00
Commission on Aging	Apr 12, 2001	1088	100 00
Council on the Environment of New York City	Nov 16, 2001	1153	1,000 00
Cullman Child Development Center	Jun 28, 2001	1122	1,000 00
Darien Historical Society, The	Jan 24, 2001	1048	1,000 00
Darien Police Asociation Inc	Jul 27, 2001	1129	100 00
Dorot	Feb 23, 2001	1069	200 00
El Museo del Barrio	Apr 12, 2001	1085	550 00
Enterprise Foundation	Dec 29, 2000	1020	250,000 00
Film Society of Lincoln Center, Inc , The	Dec 29, 2000	1021	200,000 00
Floating Hospital, The	Jan 30, 2001	1051	1,000 00
Fresh Air Fund, The	Jan 24, 2001	1038	1,000 00
Friends of Art and Preservation in Embassies	Jun 28, 2001	1121	10,000 00
Grand Street Settlement	Jan 24, 2001	1040	500 00
Group for the South Fork	Dec 4, 2000	1014	500 00
Group of the South Fork	Apr 12, 2001	1081	500 00

LEWIS B and DOROTHY CULLMAN FOUNDATION

YEAR ENDED NOVEMBER 30, 2001

CHARITABLE CONTRIBUTIONS

Hamptons Shakespeare Festival	Oct 26, 2001	1146	500 00
Human Rights Watch	Dec 29, 2000	1022	250,000 00
Independent Curators International	May 21, 2001	1105	500 00
International Tennis Hall of Fame	Nov 16, 2001	1154	15,000 00
Jazz at Lincoln Center	Dec 29, 2000	1023	200,000 00
John Hopkins University School of Medicine	Oct 3, 2001	1141	250,000 00
Land Trust of Darien, Inc	Jan 24, 2001	1042	500 00
Lauder Foundation, The Ronald S	Apr 18, 2001	1096	50,000 00
Lighthouse International	Apr 18, 2001	1095	1,000 00
Lincoln Center for the Performing Arts, Inc	Mar 8, 2001	1075	20,000 00
Lincoln Center for the Performing Arts Inc	Jun 29, 2001	1117	400,000 00
Long Island Pine Barrens Society	Jun 8, 2001	1113	1,000 00
Metropolitan Museum of Art Real Estate Council	Aug 23, 2001	1132	10,000 00
Muse Film and Television	May 30, 2001	1109	500 00
Museum of Modern Art, The	Apr 18, 2001	1097	44,062 50
Museum of Modern Art, The	Dec 29, 2000	1024	2,000,000 00
Museum of Modern Art, The	Jun 29, 2001	1119	100,000 00
Museum of Modern Art, The - Honor Marie-Josée Kra	Apr 18, 2001	1099	20,000 00
Museum of Modern Art, The - Project Muse	Apr 18, 2001	1098	250,000 00
Music Festival of the Hamptons	Apr 12, 2001	1080	10,000 00
Nation Institute, The	May 21, 2001	1104	5,000 00
National Audubon Society	Apr 12, 2001	1090	1,000 00
Nature Conservancy, The	Jan 24, 2001	1049	100 00
New Israel Fund	Jan 24, 2001	1043	2,000 00
New York Botanical Garden, The	Apr 2, 2001	1077	1,022,833 00
New York Botanical Garden, The	Jan 31, 2001	1060	20,000 00
New York Botanical Garden, The	Jul 16, 2001	1125	10,000 00
New York Botanical Garden, The	Jun 29, 2001	1120	50,000 00
New York City Housing Authority Symphony	Feb 23, 2001	1065	250 00
New York City Opera	Feb 28, 2001	1071	1,500 00
New York Public Libraray, The	Apr 12, 2001	1083	150 00
New York Public Library	Jun 8, 2001	1112	6,000 00
New York Public Library, The	Jun 29, 2001	1118	1,000,000 00
New York Public Library/Performing Arts, The	Dec 29, 2000	1025	400,000 00
Parrish Art Museum, The	Apr 12, 2001	1087	500 00

LEWIS B and DOROTHY CULLMAN FOUNDATION

YEAR ENDED NOVEMBER 30, 2001

CHARITABLE CONTRIBUTIONS

Peconic Land Trust	Dec 29, 2000	1031	5,000 00
Peconic Land Trust	Oct 26, 2001	1147	5,000 00
Pencil Inc	Aug 23, 2001	1131	15,000 00
People for the American Way	Nov 6, 2001	1150	10,000 00
Perlman Music Program, The	Jan 31, 2001	1058	2,500 00
Pierpont Morgan Library, The	Feb 23, 2001	1067	20,000 00
Planned Parenthood of New York City, Inc	Jan 24, 2001	1037	62,500 00
Poets House	Apr 12, 2001	1082	2,000 00
Prep for Prep	Jan 24, 2001	1050	1,000 00
Public Art Fund, Inc	Apr 18, 2001	1093	300 00
Public Theater, The	Dec 29, 2000	1026	250,000 00
Reading Reform Foundation of New York	Apr 17, 2001	1091	1,500 00
Reading Reform Foundation of New York	Feb 28, 2001	1073	1,000 00
Sag Harbor Tree Fund, The	Jan 24, 2001	1041	200 00
Schomburg Center/New York Public Library	Jan 30, 2001	1054	1,000 00
Shield Institute, The	Jan 24, 2001	1039	200 00
Student Advocacy, Inc	Jan 24, 2001	1047	500 00
Teach for America	Feb 23, 2001	1063	1,000 00
Trickle Up Program	Jan 30, 2001	1057	1,000 00
United Jewish Appeal	Apr 12, 2001	1084	50,000 00
US/Israel Women to Women	Apr 12, 2001	1086	1,000 00
US/Israel Women to Women	Dec 29, 2000	1030	1,000 00
Washington State University/Institute of Biologic	Dec 29, 2000	1027	200,000 00
Whitney Museum of American Art	Oct 26, 2001	1148	1,000 00
Wildlife Trust	May 1, 2001	1101	25,000 00
Women in Need Inc	Dec 29, 2000	1029	1,000 00
World Wildlife Fund	Nov 16, 2001	1151	10,000 00
Young Concert Artists, Inc	Jan 30, 2001	1053	1,500 00

TOTAL CHARITABLE DISBURSEMENTS

10,662,245 50

=====

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

DESCRIPTION -----	BUSINESS CODE ----	AMOUNT -----	EXCLUSION CODE ----	AMOUNT -----	RELATED OR EXEMPT FUNCTION INCOME -----
SEE STMT. 3					
SALARY REIMBURSEMENT			01	57,000.	
PARTNERSHIP INCOME					
WPG MERGER ARBIT, ED LP	01	250,850.	01	697,359.	
WPG OPPORT. VALUE ED LP	01	767.	01	189,179.	
		-----		-----	-----
TOTALS		251,617.		943,538.	
		=====		=====	=====

Lewis B and Dorothy Cullman Foundation, Inc

Inventory as at

November 30, 2001

	No of Shares	Cost	Market	Market Value
	-----	-----	-----	-----
WEISS, PECK & GREER				
EQUITY MUTUAL FUNDS				
General American Investors Co Inc	89,777	2,569,880 89	33 320	2,991,369 64
		=====		=====
COMMON STOCKS				
AOL Time Warner Inc	7,000	420,571 67	34 900	244,300 00
American Home Products Corp	4,500	270,774 45	60 100	270,450 00
American International Group Inc	4,000	259,171 20	82 400	329,600 00
Analog Devices Inc	7,000	314,882 63	42 500	297,500 00
Apache Corp	5,000	245,000 00	45 990	229,950 00
Applied Materials Inc	5,000	448,309 40	39 750	198,750 00
Baxter International Inc	5,000	153,692 24	52 000	260,000 00
Burlington Resources Inc	5,000	199,168 70	35 140	175,700 00
Carnival Corp - Cl A	10,000	245,192 00	26 110	261,100 00
Check Point Software Technologies	7,900	341,459 49	38 300	302,570 00
Cisco Systems Inc	14,500	555,872 47	20 450	296,525 00
Citigroup Inc	6,000	250,082 48	47 900	287,400 00
Costco Wholesale Corp - New	6,000	181,676 40	40 880	245,280 00
Disney (Walt) Co Holding Co	10,000	180,221 99	20 470	204,700 00
EMC Corp - Mass	12,000	351,403 82	16 790	201,480 00
Everest Re Group Ltd	2,800	195,764 66	71 450	200,060 00
Fannie Mae	4,000	240,320 42	78 600	314,400 00
First Data Corp	3,800	257,008 08	73 240	278,312 00
Freddie Mac - Voting Common	4,500	215,351 10	66 170	297,765 00
General Electric Co	9,400	459,537 67	38 500	361,900 00
Home Depot Inc	5,200	269,248 96	46 660	242,632 00
Johnson & Johnson	5,000	236,844 75	58 250	291,250 00
KLA-Tencor Corp	5,000	231,902 96	50 230	251,150 00
Liberty Media Corp New Ser A	10,000	270,300 00	13 150	131,500 00
Lilly (Eli) & Co	4,000	353,327 44	82 670	330,680 00
McDonalds Corp	3,600	107,740 08	26 840	96,624 00
Medarex Inc	3,000	44,758 50	23 240	69,720 00
Mellon Financial Corp	5,000	231,550 00	37 390	186,950 00
Mirant Corp	9,000	303,942 30	24 410	219,690 00

Lewis B and Dorothy Cullman Foundation, Inc

Inventory as at

November 30, 2001

	No of Shares	Cost	Market	Market Value
	-----	-----	-----	-----
Novellus Systems Inc	5,000	267,601 00	38 070	190,350 00
Oracle Corp	10,000	242,875 14	14 030	140,300 00
J C Penney Co Inc	9,600	209,415 19	25 340	243,264 00
Pfizer Inc	8,000	283,377 02	43 310	346,480 00
Philip Morris Companies Inc	37,000	1,416,222 01	47 170	1,745,290 00
Siebel Systems Inc	6,100	311,623 30	22 350	136,335 00
Sun Microsystem Inc	13,600	317,735 90	14 240	193,664 00
Teradyne Inc	4,600	117,441 16	27 860	128,156 00
Texas Instruments Inc	8,000	316,278 04	32 050	256,400 00
Tyco International Inc	4,900	232,705 44	58 800	288,120 00
Viacom Inc Cl B	6,400	324,027 00	43 650	279,360 00
Walgreen Co	6,000	179,985 00	33 000	198,000 00
Wellpoint Health Networks Inc	2,500	213,108 00	117 900	294,750 00
		-----		-----
WEISS PECK & GREER COMMON STOCKS		12,267,470 06		11,518,407 00
		=====		=====

Lewis B and Dorothy Cullman Foundation, Inc

Inventory as at

November 30, 2001

	No of Shares	Cost	Market	Market Value
	-----	-----	-----	-----
W P STEWART & CO				
COMMON STOCKS				
Automatic Data Processing Inc	18,100	391,734 27	55 460	1,003,826 00
Coca Cola Co	6,600	310,027 37	46 960	309,936 00
Dell Computer Corp	12,600	451,589 72	27 930	351,918 00
Disney [Walt] Co Holding Co	12,200	385,443 23	20 470	249,734 00
Estee Lauder Companies Inc	4,500	186,620 98	33 370	150,165 00
First Data Corp	8,300	412,528 75	73 240	607,892 00
General Electric Co	6,300	104,788 69	38 500	242,550 00
Johnson & Johnson	9,800	459,910 89	58 250	570,850 00
Lilly & Co (Eli)	3,100	169,272 77	82 670	256,277 00
Medtronic Inc	8,000	348,519 47	47 280	378,240 00
Merck & Co Inc	5,100	428,468 05	67 750	345,525 00
Microsoft Corp	7,700	339,596 58	64 210	494,417 00
New York Times Co Cl A	9,000	356,323 51	45 450	409,050 00
Northern Trust Corp	4,500	199,068 43	57 840	260,280 00
Omnicom Group Inc	5,800	454,380 36	85 860	497,988 00
Pfizer Inc	9,000	222,727 05	43 310	389,790 00
Starbucks Corp	10,000	174,834 82	17 720	177,200 00
State Street Corp	10,000	228,037 72	52 340	523,400 00
Stryker Corp	5,500	130,009 60	54 910	302,005 00
Sysco Corp	10,600	188,114 89	24 590	260,654 00
Walgreen Co	9,000	231,944 45	33 000	297,000 00
Wrigley [Wm] Jr Co	3,600	168,428 37	50 540	181,944 00
		-----		-----
W P STEWART & CO COMMON STOCK		6,342,369 97		8,260,641 00
		-----		-----

Lewis B and Dorothy Cullman Foundation, Inc

Inventory as at

November 30, 2001

	No of Shares	Cost	Market	Market Value
	-----	-----	-----	-----
GOLDMAN SACHS				
COMMON STOCKS				
Abbott Laboratories	5,900	299,799 00	55 000	324,500 00
American International Group Inc	7,900	587,910 00	82 400	650,960 00
American Express Company	15,900	596,166 00	32 910	523,269 00
Automatic Data Processing Inc	6,200	300,494 10	55 460	343,852 00
Estee Lauder Companies Inc	12,700	448,951 77	33 370	423,799 00
Federal Home Loan Mortgage Corp	6,900	450,965 00	66 170	456,573 00
General Electric Co	11,700	445,314 72	38 500	450,450 00
Home Depot Inc	11,500	450,291 55	46 650	536,475 00
IMS Health Inc	12,000	292,650 00	20 480	245,760 00
Kimberly Clark Corp	5,100	300,291 00	58 170	296,667 00
Merck & Co Inc	2,200	148,082 00	67 750	149,050 00
Northern Trust Corp	7,500	427,752 98	57 840	433,800 00
Omnicom Group Inc	8,700	595,287 00	85 860	746,982 00
Pfizer Inc	7,500	297,615 00	43 310	324,825 00
United Parcel Service Inc Cl B	4,900	273,179 00	56 220	275,478 00
Wal Mart Stores Inc	6,200	300,652 50	55 150	341,930 00
		-----		-----
GOLDMAN SACHS COMMON STOCK		6,215,401 62		6,524,370 00
		-----		-----
TOTAL COMMON STOCKS		24,825,241 65		26,303,418 00
		=====		=====
GRAND TOTALS SECURITY HOLDINGS		27,395,122 54		29,294,787 64
		=====		=====

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)

SALES - Weiss Peck & Greer					
2,400 Pfizer Inc	8 7 98	12 5 00	106,352 45	83,318 48	23,033 97
300 Costco Wholesale Corp - New	3 2 00	12 6 00	10,105 91	14,789 34	(4,683 43)
1,500 Costco Wholesale Corp - New	3 3 00	"	50,529 56	76,276 95	(25,747 39)
200 Costco Wholesale Corp - New	5 24 00	"	6,737 28	6,055 88	681 40
900 Freddie Mac - Voting Common	10 27 99	12 6 00	55,969 13	44,517 15	11,451 98
1,000 Freddie Mac - Voting Common	10 28 99	"	62,187 92	53,391 30	8,796 62
2,000 Freddie Mac - Voting Common	1 10 00	"	6,218 79	4,662 25	1,556 54
1,900 Nortel Networks Corp	5 5 00	12 6 00	76,239 70	111,535 94	(35,296 24)
2,000 Sun Microsystem Inc	11 23 99	12 6 00	86,872 10	63,386 55	23,485 55
600 Tellabs Inc	11 29 99	12 6 00	38,886 20	41,942 46	(3,056 26)
1,700 Tellabs Inc	1 4 00	"	110,177 57	110,606 25	(428 68)
200 Tellabs Inc	1 10 00	"	12,962 07	15,124 50	(2,162 43)
500 Tellabs Inc	1 10 00	"	32,405 17	37,748 75	(5,343 58)
1,600 AT&T Corp Liberty Media Group Ser	3 10 99	12 13 00	25,303 15	22,253 88	3,049 27
700 Burlington Resources Inc	1 14 00	12 13 00	32,156 93	22,670 97	9,485 96
2,000 Burlington Resources Inc	1 18 00	"	91,876 93	69,119 00	22,757 93
300 Burlington Resources Inc	1 19 00	"	13,781 54	10,516 35	3,265 19
100 Carnival Corp - Cl A	3 5 97	12 13 00	2,718 91	1,884 50	834 41
2,900 Carnival Corp - Cl A	1 12 98	"	78,848 36	76,574 50	2,273 86
2,000 Cisco Systems Inc	8 21 97	12 13 00	109,121 36	17,381 36	91,740 00
700 Emerson Electric Co	1 8 97	12 13 00	54,232 44	35,722 75	18,509 69
300 Emerson Electric Co	8 13 97	"	23,242 47	17,362 14	5,880 33
1,500 Mellon Financial Corp	8 30 00	12 13 00	75,282 48	65,142 45	10,140 03
3,000 AT&T Corp Liberty Media Group Ser	3 10 99	12 18 00	39,568 67	41,726 03	(2,157 36)
2,000 AT&T Corp Liberty Media Group Ser	3 11 99	"	26,379 12	28,392 60	(2,013 48)
1,000 Apache Corp	7 25 00	12 18 00	63,619 17	46,747 50	16,871 67
2 000 Bank of New York Co Inc	1 9 97	12 18 00	108,326 38	33,565 00	74,761 38
1,000 Burlington Resources Inc	1 19 00	12 18 00	46,313 45	35,054 50	11,258 95
3,000 Carnival Corp - Cl A	1 12 98	12 18 00	77,442 41	79,215 00	(1,772 59)
900 Cisco Systems Inc	8 21 97	12 18 00	40,442 40	7,821 61	32,620 79
1,100 Cisco Systems Inc	1 10 00	"	49,429 60	60,393 16	(10,963 56)
2,200 Freddie Mac - Voting Common	1 10 00	12 18 00	151,415 45	102,438 25	48,977 20
800 Freddie Mac - Voting Common	1 14 00	"	55,060 16	40,048 00	15,012 16
2,000 Mellon Financial Corp	8 30 00	12 18 00	100,751 63	86,856 60	13,895 03
1,400 Nextel Communications Inc Cl A	2 2 00	12 18 00	42,086 10	79,231 25	(37,145 15)
2,600 Nextel Communications Inc Cl A	4 20 00	"	78,159 89	147,574 31	(69,414 42)
300 Tellabs Inc	1 10 00	12 18 00	18,636 88	22,649 25	(4,012 37)
1,700 Tellabs Inc	1 25 00	"	105,608 97	99,862 25	5,746 72
1,000 Time Warner Inc	8 25 99	12 18 00	63,787 87	61,644 10	2,143 77
2,000 Williams Companies Inc	7 20 00	12 18 00	71,877 60	85,229 40	(13,351 80)

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)
200 Emerson Electric Co	8 13 97	12 19 00	14,357 40	11,574 76	2,782 64
500 Emerson Electric Co	8 14 97	"	35,893 50	28,520 55	7,372 95
500 Emerson Electric Co	8 18 97	"	35,893 50	27,790 35	8,103 15
500 Emerson Electric Co	1 12 98	"	35,893 50	29,092 50	6,801 00
300 Emerson Electric Co	12 23 98	"	21,536 10	18,253 14	3,282 96
5,000 Emerson Electric Co	1 14 00	"	358,935 03	308,425 00	50,510 03
2,000 McDonalds Corp	1 14 00	12 28 00	66,752 77	83,995 00	(17,242 23)
2,000 Oracle Corp	9 1 99	12 28 00	61,122 96	18,832 20	42,290 76
1,600 Pfizer Inc	8 7 98	12 28 00	72,401 58	55,545 65	16,855 93
2,000 Philip Morris Companies Inc	12 24 97	12 28 00	89,252 02	88,750 00	502 02
400 Texas Instruments Inc	10 4 99	12 28 00	19,725 34	17,639 28	2,086 06
600 Texas Instruments Inc	10 20 99	"	29,588 01	23,870 64	5,717 37
900 Walgreen Co	2 11 00	12 28 00	37,463 50	27,376 38	10,087 12
500 Walgreen Co	6 27 00	"	20,813 05	14,998 75	5,814 30
1,100 Freddie Mac - Voting Common	1 14 00	1 5 01	69,703 79	55,066 00	14,637 79
4,493 Serona S A	7 27 00	1 8 01	96,517 64	105,562 14	(9,044 50)
5,000 Costco Wholesale Corp - New	5 24 00	1 9 01	212,492 91	151,397 00	61,095 91
3,507 Serona S A	7 27 00	1 9 01	72,691 01	82,396 26	(9,705 25)
1,900 Schwab [Charles] Corp	1 3 00	1 19 01	51,896 76	47,177 63	4,719 13
1,400 Texas Instruments Inc	10 22 99	1 23 01	62,987 40	55,698 16	7,289 24
1,600 Texas Instruments Inc	11 1 99	"	71,985 60	70,974 08	1,011 52
2,500 Texas Instruments Inc	1 10 00	"	112,477 49	126,012 50	(13,535 01)
100 Carnival Corp - Cl A	1 12 98	1 24 01	3,382 00	2,640 50	741 50
4,300 Carnival Corp - Cl A	1 10 00	"	145,425 87	215,795 50	(70,369 63)
3,400 McDonalds Corp	1 14 00	1 24 01	103,975 67	142,791 50	(38,815 83)
4,300 McDonalds Corp	1 26 00	"	131,498 64	152,639 25	(21,140 61)
300 McDonalds Corp	1 27 00	"	9,174 32	11,206 20	(2,031 88)
5,000 McDonalds Corp	1 28 00	"	152,905 39	184,509 50	(31,604 11)
2,000 Applied Micro Circuits Corp	1 4 00	1 26 01	144,468 38	65,967 50	78,500 88
900 Applied Micro Circuits Corp	1 10 00	"	65,010 77	33,438 50	31,572 27
1,300 Tellabs Inc	1 25 00	1 31 01	82,790 73	76,695 25	6,095 48
1,800 Tellabs Inc	1 26 00	"	114,633 31	110,887 92	3,745 39
600 Tellabs Inc	1 26 00	2 6 01	38,810 25	36,962 64	1,847 61
3,200 Tellabs Inc	10 17 00	"	206,987 98	145,400 00	61,587 98
3,100 Tellabs Inc	10 18 00	"	200,519 60	136,682 72	63,836 88
800 Johnson & Johnson	10 12 95	2 13 01	77,432 29	30,600 80	46,831 49
700 Johnson & Johnson	1 6 97	"	67,753 26	35,920 50	31,832 76
300 Johnson & Johnson	1 12 98	"	29,037 11	19,743 00	9,294 11
0 35381 McDATA Corp Cl A - CIL	12 21 00	2 12 01	13 42	12 83	0 59
169 McDATA Corp Cl A	12 21 00	2 14 01	4,583 97	5,963 89	(1,379 92)
11 McDATA Corp Cl A	1 17 01	2 14 01	298 36	477 27	(178 91)
12,000 Nortel Networks Corp	5 5 00	2 15 01	265,813 91	704,437 50	(438,623 59)

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)
200 Tyco International Inc	5 19 99	2 16 01	11,451 24	9,156 33	2,294 91
3 400 Tyco International Inc	6 15 99	"	194,671 04	151,183 21	43,487 83
700 Tyco International Inc	1 4 00	"	40,079 33	25,942 00	14,137 33
700 Tyco International Inc	1 4 00	2 20 01	40,408 18	25,942 00	14,466 18
2,000 Tyco International Inc	1 10 00	"	115,451 95	73,370 00	42,081 95
3,000 Tyco International Inc	2 10 00	"	173,177 92	124,492 50	48,685 42
1,100 Applied Micro Circuits Corp	1 10 00	3 2 01	31,817 31	40,716 50	(8,899 19)
3,000 Applied Micro Circuits Corp	10 25 00	"	86,774 50	228,708 90	(141,934 40)
400 Microsoft Corp	5 10 99	3 2 01	22,933 04	31,868 52	(8,935 48)
1,300 Microsoft Corp	11 23 99	"	74,532 36	117,445 90	(42,913 54)
4,700 Microsoft Corp	1 10 00	"	269,463 15	528,150 75	(258,687 60)
1,100 Baxter International Inc	7 24 98	3 12 01	100,261 65	61,799 92	38,461 73
900 Baxter International Inc	7 27 98	"	82,032 26	51,478 30	30,553 96
1,400 Fannie Mae	7 17 98	3 12 01	108,510 38	93,414 58	15,095 80
400 Freddie Mac - Voting Common	1 14 00	3 12 01	25,537 03	20,024 00	5,513 03
1,500 Freddie Mac - Voting Common	6 2 00	"	95,763 85	71,783 70	23,980 15
1,000 JDS Uniphase Corp	11 9 99	3 12 01	23,314 22	48,275 22	(24,961 00)
3,000 Oracle Corp	9 1 99	3 12 01	46,787 18	28,248 30	18,538 88
10,000 Williams Companies Inc	7 20 00	3 12 01	439,385 33	426,147 00	13,238 33
13,100 Schwab [Charles] Corp	1 3 00	4 6 01	194,253 39	325,277 37	(131,023 98)
300 Corning Inc	11 23 99	5 14 01	6,388 29	9,936 83	(3,548 54)
2,700 Corning Inc	1 4 00	"	57,494 57	105,747 75	(48,253 18)
3,000 Corning Inc	1 10 00	"	63,882 86	117,622 50	(53,739 64)
600 JDS Uniphase Corp	1 10 00	5 14 01	11,940 50	28,965 14	(17,024 64)
1,000 JDS Uniphase Corp	1 4 00	"	19,900 83	101,780 00	(81,879 17)
2,400 JDS Uniphase Corp	1 10 00	"	47,762 00	220,650 00	(172,888 00)
5,000 SunTrust Banks Inc	12 19 00	5 14 01	299,337 01	289,852 00	9,485 01
10,000 Abbott Laboratories	10 11 00	5 24 01	509,545 99	500,596 00	8,949 99
1,908 Pharmacia Corp	1 28 00	5 24 01	91,094 99	77,017 46	14,077 53
4,760 Pharmacia Corp	1 31 00	"	227,260 04	187,318 80	39,941 24
3,332 Pharmacia Corp	2 2 00	"	159,082 03	149,109 80	9,972 23
2,700 Costco Wholesale Corp - New	5 24 00	5 31 01	103,473 77	81,754 38	21,719 39
2 300 Philip Morris Companies Inc	12 24 97	5 31 01	118,730 77	102,062 50	16,668 27
2,200 Baxter International Inc	7 27 98	6 1 01	110,296 18	62,917 92	47,378 26
2,700 Baxter International Inc	7 28 98	"	135,363 49	74,635 51	60,727 98
1,700 Freddie Mac	6 2 00	6 11 01	115,901 96	81,354 86	34,547 10
4,000 AT&T Corp Liberty Media Group Ser	3 11 99	6 12 01	66,024 98	56,785 20	9,239 78
1,000 AT&T Corp Liberty Media Group Ser	1 14 00	"	16,506 25	27,030 00	(10 523 75)
1,200 American Express Company	1 24 01	6 12 01	49,186 35	55,399 44	(6,213 09)
2,000 Bank of New York Co Inc	1 9 97	6 12 01	102,496 57	33 565 00	68,931 57
1,200 Carnival Corp - Cl A	1 10 00	6 12 01	31,581 14	60,222 00	(28,640 86)
1,400 Carnival Corp - Cl A	4 28 00	"	36,844 67	34,326 88	2,517 79

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/ (Loss)
3,600 General Electric Co	8 18 95	6 12 01	167,790 40	34,614 00	133,176 40
2,400 General Electric Co	1 8 97	"	111,860 26	40,576 00	71,284 26
2,500 KLA-Tencor Corp	2 1 01	6 12 01	136,345 45	115,506 00	20,839 45
3,000 Mellon Financial Corp	8 30 00	6 12 01	133,347 64	130,284 90	3,062 74
1,600 Pfizer Inc	8 7 98	6 12 01	68,605 70	55,545 65	13,060 05
400 Pfizer Inc	1 10 00	"	17,151 43	13,799 00	3,352 43
1,350 AOL Time Warner Inc	8 25 99	6 15 01	66,336 79	55,479 69	10,857 10
650 AOL Time Warner Inc	1 10 00	"	31,939 93	39,053 08	(7,113 15)
2,000 American Express Company	1 24 01	6 15 01	78,177 39	92,332 40	(14,155 01)
300 Burlington Resources Inc	1 19 00	6 15 01	12,960 56	10,516 35	2,444 21
2,100 Burlington Resources Inc	1 20 00	"	90,723 90	72,108 75	18,615 15
600 Burlington Resources Inc	5 1 00	"	25,921 11	23,966 76	1,954 35
1,067 Citigroup Inc	7 2 99	6 15 01	51,507 77	39,273 73	12,234 04
1,933 Citigroup Inc	7 6 99	"	93,267 39	70,782 72	22,484 67
2,000 General Electric Co	1 8 97	6 15 01	97,776 73	33,813 33	63,963 40
2,000 General Motors Corp - CL H New	10 18 00	6 15 01	40,718 63	57,820 00	(17,101 37)
1 000 Halliburton Co	1 24 97	6 15 01	43,440 55	34,143 00	9,297 55
1,000 Halliburton Co	1 28 97	"	43,440 54	33,828 00	9,612 54
3,600 Met Life Inc	11 15 00	6 15 01	107,217 38	107,658 00	(440 62)
3,400 Met Life Inc	11 16 00	"	101,260 85	101,566 50	(305 65)
2,000 Oracle Corp	9 1 99	6 15 01	29,998 99	18,832 20	11,166 79
1,700 Philip Morris Companies Inc	12 24 97	6 15 01	79,982 33	75,437 50	4,544 83
1 307 Viacom Inc Cl B	12 21 98	6 15 01	68,798 18	34,085 11	34,713 07
293 Viacom Inc Cl B	12 22 98	"	15,423 00	7,792 18	7,630 82
3,000 Walgreen Co	6 27 00	6 15 01	119,995 99	89,992 50	30,003 49
950 American International Group Inc	2 10 00	6 18 01	78,343 88	61,553 16	16,790 72
1,300 Analog Devices Inc	2 20 01	6 18 01	53,480 21	59,651 28	(6,171 07)
900 Cisco Systems Inc	1 10 00	6 18 01	15,047 49	49,393 40	(34,345 91)
1,800 Cisco Systems Inc	4 20 00	"	30,094 99	118,767 06	(88,672 07)
1,000 Fannie Mae	7 17 98	6 18 01	81,737 27	66,724 70	15,012 57
900 Lilly [Eli] & Co	7 20 00	6 18 01	72,816 57	86,735 25	(13,918 68)
1,000 Pfizer Inc	1 10 00	6 18 01	43,098 56	34,497 50	8,601 06
1,400 Watson Pharmaceuticals Inc	9 7 00	6 18 01	85,607 14	95,193 28	(9,586 14)
600 Watson Pharmaceuticals Inc	9 11 00	"	36,688 77	40,468 26	(3,779 49)
400 Colgate Palmolive Co	3 22 99	7 2 01	23,901 76	18,030 58	5,871 18
800 Colgate Palmolive Co	3 23 99	"	47,803 52	36,015 52	11,788 00
1,300 Comverse Technology Inc	4 20 01	7 16 01	33,339 85	95,942 21	(62,602 36)
1,200 Comverse Technology Inc	4 23 01	"	30,775 25	83,676 36	(52,901 11)
1,100 12 Technologies Inc	3 2 01	7 19 01	13,564 41	26,707 34	(13,142 93)
7,200 12 Technologies Inc	3 2 01	7 19 01	87,455 47	174 811 68	(87,356 21)
300 Baxter International Inc	7 28 98	7 20 01	14,726 51	8,292 83	6,433 68
800 Baxter International Inc	1 4 00	"	39,270 68	23,041 83	16,228 85
1,000 Citigroup Inc	7 6 99	7 20 01	50,318 32	36,624 37	13,693 95

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)
400 Johnson & Johnson	1 12 98	7 20 01	21,791 27	13,162 00	8,629 27
1,000 Johnson & Johnson	5 5 99	"	54,478 18	46,706 85	7,771 33
249 Viacom Inc Cl B	12 22 98	7 20 01	11,845 86	6,635 32	5,210 54
751 Viacom Inc Cl B	12 23 98	"	35,632 55	20,882 99	14,749 56
3,000 Bank of New York Co Inc	1 9 97	8 2 01	133,708 83	50,347 50	83,361 33
5,000 Bank of New York Co Inc	1 10 00	"	222,848 06	181,675 00	41,173 06
6,000 American Express Company	1 24 01	8 30 01	218,236 11	276,997 20	(58,761 09)
1,900 General Dynamics Corp	8 1 01	9 24 01	164,765 16	155,712 98	9,052 18
1,300 General Dynamics Corp	8 2 01	"	112,734 06	107,287 57	5,446 49
800 Colgate Palmolive Co	3 24 99	9 28 01	46,138 54	35,787 76	10,350 78
3,100 Colgate Palmolive Co	4 7 99	"	178,786 84	145,986 75	32,800 09
900 Watson Pharmaceuticals Inc	9 11 00	10 2 01	50,405 07	60,702 39	(10,297 32)
5,100 Watson Pharmaceuticals Inc	9 12 00	"	285,628 71	327,213 45	(41,584 74)
600 General Electric Co	1 8 97	10 10 01	22,410 87	10,144 00	12,266 87
1,000 Analog Devices Inc	2 20 01	10 29 01	38,470 71	45,885 60	(7,414 89)
1,100 Apache Corp	7 25 00	10 29 01	59,662 01	51,422 25	8,239 76
900 Apache Corp	7 27 00	"	48,814 37	44,100 00	4,714 37
1,000 Baxter International Inc	1 4 00	10 29 01	49,443 34	28,802 28	20,641 06
1,000 Burlington Resources Inc	5 1 00	10 29 01	39,018 69	39,944 60	(925 91)
267 Citigroup Inc	7 6 99	10 29 01	12,427 90	9,790 91	2,636 99
1,733 Citigroup Inc	1 10 00	"	80,548 99	70,088 55	10,460 44
1 300 Costco Wholesale Corp - New	5 24 00	10 29 01	50,425 44	39,363 22	11,062 22
1,300 Disney [Walt] Co Holding Co	9 19 01	10 29 01	23,828 20	23,669 62	158 58
570 Disney [Walt] Co Holding Co	9 20 01	"	10,447 75	9,233 37	1,214 38
100 Fannie Mae	7 17 98	10 29 01	7,973 73	6,672 47	1,301 26
900 Fannie Mae	10 16 98	"	71,763 61	59,274 63	12,488 98
800 Freddie Mac - Voting Common	6 2 00	10 29 01	53,510 21	38,284 64	15,225 57
5,000 Liberty Media Corp New Ser A	1 14 00	10 29 01	59,198 01	135,150 00	(75,951 99)
1,700 Medarex Inc	7 12 01	10 29 01	35,018 83	34,272 00	746 83
1,000 Medarex Inc	7 13 01	"	20,599 31	21,080 80	(481 49)
1,300 Mirant Corp	5 16 01	10 29 01	34,162 85	56,352 53	(22,189 68)
3,000 Pfizer Inc	1 10 01	10 29 01	128,725 70	103,492 50	25,233 20
2,000 Philip Morris Companies Inc	12 24 97	10 29 01	99,556 67	88,750 00	10,806 67
1,400 Texas Instruments Inc	1 10 00	10 29 01	40,374 65	70,567 00	(30,192 35)
2,000 Walgreen Co	6 27 00	10 29 01	66,477 78	59,995 00	6,482 78
900 Wellpoint Health Networks Inc	2 16 01	10 29 01	100,832 63	90,950 40	9,882 23
1,400 Principal Financial Group Inc	10 23 01	10 31 01	30,966 96	28,739 90	2,227 06
500 Halliburton Co	1 28 97	11 15 01	10,147 06	16,914 00	(6,766 94)
1,500 Halliburton Co	3 5 97	"	30,441 18	46,517 85	(16,076 67)
1,000 Halliburton Co	1 4 00	"	20,294 12	38,310 00	(18,015 88)
3,000 Halliburton Co	1 10 00	"	60,882 37	116,805 00	(55,922 63)
2,000 Halliburton Co	1 14 00	"	40,588 24	76,245 00	(35,656 76)

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)
8,500 Baker Hughes Inc	8 4 00	11 16 01	259,664 62	312,353 75	(52,689 13)
900 Colgate Palmolive Co	4 7 99	11 27 01	52,307 33	42,383 25	9,924 08
1,000 Colgate Palmolive Co	1 14 00	"	58,119 26	62,622 50	(4,503 24)
8,000 General Motors Corp - CL H New	10 18 00	11 27 01	112,529 03	231,280 00	(118,750 97)
2,500 EMC Corp - Mass	12 21 00	11 28 01	44,223 52	145,027 78	(100,804 26)
400 Johnson & Johnson	5 5 99	11 28 01	23,975 20	18,682 74	5,292 46
1,600 Johnson & Johnson	5 6 99	"	95,900 80	75,782 00	20,118 80
1,500 Lilly [Eli] & Co	7 20 00	11 28 01	122,231 97	144,558 75	(22,326 78)
3,800 Medarex Inc	7 13 01	11 28 01	90,702 97	80,107 04	10,595 93
1,200 Medarex Inc	8 28 01	"	28,643 04	17,903 40	10,739 64
1,000 Mellon Financial Corp	8 30 00	11 28 01	38,240 72	43,428 30	(5,187 58)
1,000 Mellon Financial Corp	9 12 00	"	38,240 72	46,310 00	(8,069 28)
3,000 Oracle Corp	9 1 99	11 28 01	43,978 52	28,248 30	15,730 22
100 Texas Instruments Inc	1 10 00	11 28 01	3,181 89	5,040 50	(1,858 61)
1,900 Texas Instruments Inc	1 14 00	"	60,455 98	101,647 62	(41 191 64)
400 Wellpoint Health Networks Inc	2 16 01	11 28 01	47,869 60	40,422 40	7,447 20
600 Wellpoint Health Networks Inc	2 20 01	"	71,804 40	59,850 72	11,953 68
----- Total Weiss Peck & Greer Sales			17,100,851 34	17,414,727 11	(313,875 77)
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Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)

SALES - W P STEWART					
287 Dollar General Corp	11 3 99	12 1 00	4,252 19	4,487 08	(234 89)
938 Dollar General Corp	11 4 98	12 1 00	13,897 40	15,026 42	(1,129 02)
375 Dollar General Corp	11 9 98	"	5,556 00	7,697 16	(2,141 16)
1,700 Gateway Inc	3 23 00	12 1 00	33,467 11	101,309 46	(67,842 35)
300 Xilinx Inc	7 27 00	12 1 00	12,044 11	21,510 69	(9,466 58)
2,838 Dollar General Corp	11 3 99	12 4 00	42,342 38	44,370 52	(2,028 14)
1,562 Dollar General Corp	10 15 97	"	23,304 72	21,300 04	2,004 68
1,000 Gateway Inc	5 8 00	12 4 00	18,174 78	50,010 40	(31,835 62)
1,500 Dollar General Corp	10 15 97	12 5 00	23,226 86	20,444 58	2,782 28
1,200 Gateway Inc	5 8 00	12 5 00	22,171 53	60,012 48	(37,840 95)
4,200 Intel Corp	1 9 97	1 8 01	130,726 07	74,875 19	55,850 88
2,400 Intel Corp	1 15 97	"	74,700 61	43,704 58	30,996 03
3,600 Intel Corp	3 3 98	"	112,050 92	77,031 19	35,019 73
100 Kohls Corp	5 8 00	1 16 01	6,778 37	4,837 89	1,940 48
500 Kohls Corp	5 9 00	"	33,891 87	24,279 45	9,612 42
600 Automatic Data Processing Inc	1 14 97	1 18 01	35,860 68	13,147 00	22,713 68
1,800 Dollar General Corp	10 15 97	1 18 01	33,541 14	24,545 50	8,995 64
400 Johnson & Johnson	4 15 99	1 18 01	37,718 74	37,176 84	541 90
20 Dollar General Corp	10 15 97	1 19 01	362 43	272 73	89 70
1,480 Dollar General Corp	4 22 97	"	26,820 10	13,350 73	13,469 37
800 Automatic Data Processing Inc	1 14 97	1 22 01	46,913 87	17,368 92	29,544 95
954 Dollar General Corp	1 3 97	1 22 01	17,879 64	7,744 55	10,135 09
46 Dollar General Corp	4 22 97	"	862 12	414 95	447 17
1,500 Pfizer Inc	12 1 99	1 24 01	64,020 25	53,832 90	10,187 35
200 Pfizer Inc	12 1 99	1 29 01	48,570 63	39,477 46	9,093 17
1,100 Pfizer Inc	1 6 97	"	8,831 02	2,800 03	6,030 99
2,000 Pfizer Inc	1 6 97	1 30 01	87,544 06	28,000 34	59,543 72
1,500 Stryker Corp	11 30 99	2 2 01	67,574 83	43,555 20	24,019 63
1,500 Stryker Corp	11 30 99	2 5 01	68,730 55	43,555 20	25,175 35
500 Stryker Corp	3 8 99	"	22,910 18	12,660 60	10,249 58
500 State Street Corp	3 10 98	2 28 01	50,555 46	31,742 33	18,813 13
2,400 Intel Corp	1 9 97	4 2 01	60,980 51	42,785 82	18,194 69
1,000 Intel Corp	1 9 97	4 3 01	25,451 24	17,827 43	7,623 81
2 000 Pfizer Inc	1 6 97	4 3 01	79,025 95	28,000 34	51,025 61
400 Intel Corp	1 9 97	4 5 01	9,934 46	7,130 97	2,803 49
1,000 Stryker Corp	3 8 99	4 5 01	51,203 28	25,321 20	25,882 08
500 Stryker Corp	3 5 99	4 6 01	25,601 59	12,568 12	13,033 47
500 Stryker Corp	3 8 99	"	25,601 59	12,660 30	12,941 29
2,000 Intel Corp	1 3 97	4 9 01	45,153 08	33,982 98	11,170 10
1,600 Intel Corp	1 15 97	"	36,122 47	29,136 38	6,986 09
1,600 Intel Corp	3 26 97	"	36,122 46	27,815 18	8,307 28

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)
200 Kohls Corp	5 3 00	4 12 01	9,952 13	9,445 28	506 85
900 Kohls Corp	5 8 00	"	44,784 56	43,541 01	1,243 55
1,000 Cisco Systems Inc	5 11 00	4 17 01	16,271 25	59,155 50	(42,884 25)
600 Cisco Systems Inc	5 15 00	"	9,762 75	35,207 58	(25,444 83)
400 Cisco Systems Inc	12 6 00	"	6,508 50	20,989 84	(14,481 34)
1,500 Cisco Systems Inc	1 19 01	"	24,406 87	63,547 35	(39,140 48)
2,600 Cisco Systems Inc	1 18 01	4 17 01	42,305 25	108,131 14	(65,825 89)
600 Walgreen Co	1 7 00	4 17 01	24,110 73	16,580 28	7,530 45
900 Walgreen Co	1 10 00	"	36,166 10	25,014 42	11,151 68
400 Cisco Systems Inc	1 18 01	4 18 01	7,129 28	16,635 56	(9,506 28)
1,100 Cisco Systems Inc	1 29 01	"	19,605 51	40,240 09	(20,634 58)
1,200 Cisco Systems Inc	2 7 01	"	21,387 84	37,826 28	(16,438 44)
2,800 Dollar General Corp	1 3 97	4 18 01	63,977 56	22,730 33	41,247 23
700 Dollar General Corp	1 3 97	4 19 01	15,967 16	5,682 58	10,284 58
1,200 Dollar General Corp	1 3 97	4 25 01	27,361 83	9,741 57	17,620 26
3,282 Dollar General Corp	1 3 97	4 30 01	54,995 93	26,643 21	28,352 72
904 Dollar General Corp	1 6 97	"	15,148 18	7,275 36	7,872 82
3,814 Dollar General Corp	1 8 97	"	63,910 56	30,965 95	32,944 61
1,700 Dollar General Corp	1 6 97	5 1 01	27,620 66	13,681 53	13,939 13
6,300 Dollar General Corp	1 6 97	5 2 01	97,079 72	50,702 16	46,377 56
251 Dollar General Corp	1 6 97	5 3 01	3,841 07	2,020 04	1,821 03
3,814 Dollar General Corp	1 7 97	"	58,365 95	30,339 29	28,026 66
1,400 Kohls Corp	5 3 00	5 10 01	86,941 99	66,116 96	20,825 03
400 Kohls Corp	5 3 00	5 11 01	24,718 89	18,890 56	5,828 33
500 Stryker Corp	3 5 99	5 29 01	28,411 84	12,568 13	15,843 71
100 Stryker Corp	2 9 99	"	5,682 37	2,385 85	3,296 52
600 Stryker Corp	2 9 99	5 30 01	34,151 87	14,315 10	19,836 77
500 Stryker Corp	2 9 99	5 31 01	28,591 14	11,929 25	16,661 89
1,000 General Electric Co	1 6 97	6 19 01	48,987 76	16,717 82	32,269 94
300 General Electric Co	6 3 97	"	14,696 33	6,125 20	8,571 13
3,700 General Electric Co	2 8 99	"	181,254 71	120,930 92	60,323 79
1,700 General Electric Co	1 6 97	6 27 01	81,996 58	28,420 29	53,576 29
400 Stryker Corp	2 9 99	6 27 01	22,011 94	9,543 40	12,468 54
1,600 Safeway Inc	12 6 00	8 13 01	72,309 89	87,715 20	(15,405 31)
200 Safeway Inc	12 6 00	8 15 01	9,119 07	10,964 40	(1,845 33)
1,500 Safeway Inc	1 04 01	"	68,393 06	81,192 00	(12,798 94)
800 Safeway Inc	1 11 01	"	36,476 30	42,193 04	(5,716 74)
2,000 Safeway Inc	1 11 01	8 16 01	91,727 52	105,482 60	(13,755 08)
2,400 Nokia Corp Sponsored ADR	1 18 01	9 10 01	32,637 93	100,473 36	(67,835 43)
1,700 Nokia Corp Sponsored ADR	1 19 01	"	23,118 54	69,001 30	(45,882 76)
300 Nokia Corp Sponsored ADR	1 22 01	"	4,079 74	11,673 36	(7,593 62)
1,800 Nokia Corp Sponsored ADR	5 1 01	"	24,478 45	62,047 98	(37,569 53)

Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)
100 Nokia Corp Sponsored ADR	5 1 01	9 19 01	1,579 02	3,447 11	(1,868 09)
1,700 Nokia Corp Sponsored ADR	5 2 01	"	26,843 28	57,781 64	(30,938 36)
3,200 Nokia Corp Sponsored ADR	5 24 01	"	50,528 53	103,345 92	(52,817 39)
1,200 Nokia Corp Sponsored ADR	5 31 01	"	18,948 20	35,282 52	(16,334 32)
1 600 CVS Corp	1 15 98	9 26 01	50,118 32	51,801 47	(1,683 15)
600 CVS Corp	1 16 98	"	18,794 37	19,463 45	(669 08)
3,800 CVS Corp	11 17 99	"	119,031 00	154,499 64	(35,468 64)
1,000 CVS Corp	1 12 01	"	31,323 95	53,509 80	(22,185 85)
900 Lilly & Co (Eli)	2 23 98	10 01 01	73,374 64	58,013 35	15,361 29
400 Lilly & Co (Eli)	10 7 98	"	32,610 95	29,229 68	3,381 27
400 Lilly & Co (Eli)	1 6 99	"	32,610 95	34,180 00	(1,569 05)
200 Lilly & Co (Eli)	4 27 01	"	16,305 47	16,161 80	143 67
1,500 Viacom Inc Cl B	6 22 00	10 9 01	49,345 49	100,451 40	(51,105 91)
400 Viacom Inc Cl B	7 5 00	"	13,158 80	26,880 00	(13,721 20)
100 Viacom Inc Cl B	7 6 00	"	3,289 70	6,675 21	(3,385 51)
800 Viacom Inc Cl B	7 10 00	"	26,317 60	53,760 00	(27,442 40)
900 Viacom Inc Cl B	6 26 00	10 10 01	29,583 27	58,968 99	(29,385 72)
300 Viacom Inc Cl B	7 6 00	"	9,861 09	20,025 63	(10,164 54)
800 Viacom Inc Cl B	7 28 00	"	26,296 24	53,197 92	(26,901 68)
200 Viacom Inc Cl B	9 6 00	"	6,574 06	13,025 50	(6,451 44)
600 Viacom Inc Cl B	5 1 01	"	19,722 18	31,949 10	(12,226 92)
1,200 Viacom Inc Cl B	5 2 01	"	39,444 35	64,575 72	(25,131 37)
500 Stryker Corp	2 8 99	11 1 01	27,776 92	11,921 97	15,854 95
400 Stryker Corp	2 9 99	"	22,221 53	9,543 40	12,678 13
2,200 Automatic Data Processing Inc	1 14 97	11 12 01	118,503 21	48,366 06	70,137 15
900 Automatic Data Processing Inc	1 18 97	"	48,478 59	19,651 10	28,827 49
600 Lilly & Co (Eli)	2 23 98	11 20 01	48,545 75	38,675 57	9,870 18
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Total W P Stewart Sales			4,142,110 02	3,906,938 15	235,171 87
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Lewis B and Dorothy Cullman Foundation, Inc

For Year December 1, 2000 through November 30, 2001

REALIZED CAPITAL GAINS AND LOSSES

Tax ID 51-0243747

No of Shares or Face Value of Bonds	Date Acquired	Date Sold	Sales Proceeds	Cost	Gain/(Loss)

SALES - GOLDMAN SACHS					
14,000 Principal Financial Group Inc	10 22 01	10 30 01	307,149 73	259 000 00	48,149 73
1,100 Weight Watchers Inc	11 14 01	11 21 01	35,022 83	26,400 00	8,622 83
-----			-----	-----	-----
Total Goldman Sachs Sales			342,172 56	285,400 00	56,772 56
-----			-----	-----	-----
Grand Total Combined Sales			21,585,133 92	21,607,065 26	(21,931 34)
-----			=====	=====	-----
ADJUSTMENT OF GAINS TO DONOR'S BASIS					
			BOOK COST	DONOR'S COST	ADDITIONAL TAX GAIN
2,000 Philip Morris Companies Inc	8 15 96	12 28 00	88,750 00	61,907 67	26,842 33
2,300 Philip Morris Companies Inc	8 15 96	5 31 01	102,062 50	71,194 03	30,868 47
1,700 Philip Morris Companies Inc	8 15 96	6 15 01	75,437 50	52,621 67	22,815 83
2,000 Philip Morris Companies Inc	8 15 96	10 29 01	88,750 00	61,907 85	26,842 15
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Total Donor's Basis Adjustments					107,368 78
-----					-----
Grand Total Reportable Gains & Losses					85,437 44
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Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 31 2000			Acquisitions			Sales			Inventory as at November 30 2001			2000/2001 Income Received	
	No Shares or Par	Cost		No Shares or Par	Date	Cost	No Shares or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares or Par		Cost
WEISS PECK & GREER														
EQUITY MUTUAL FUNDS														
General American Investors Co Inc	72 789	1 948 335 94		12 213	12 22 00	444 740 79			Div reinvested					
General American Investors Co Inc				4 775	3 15 01	176 804 16			Div reinvested					
General American Investors Co Inc												89 777	2 569 800 89	33 320 2 991 369 64 621 554 64
TOTAL EQUITY FUNDS		1 948 335 94				621 544 95			0 00	0 00	0 00		2 569 800 89	2 991,369 64 621 554 64
COMMON STOCKS														
AT&T Corp Liberty Media Grp Ser A	26 600	581 637 71					1 600	12 13 00	25 303 15	22 253 88	3 049 27			
AT&T Corp Liberty Media Grp Ser A							5 000	12 18 00	65 947 79	70 118 63	(4 170 84)			
AT&T Corp Liberty Media Grp Ser A							5 000	6 12 01	82 531 23	83 815 20	(1 283 97)			
AT&T Corp Liberty Media Grp Ser A				(15 000)	8 13 01	(405 450 00)			Name changed to Liberty Media Corp New Ser A			0	0 00	
AOL Time Warner Inc				9 000	1 16 01	515 104 44			Rec d in merger					
AOL Time Warner Inc							2,000	6 15 01	98 276 72	94 532 77	3,743 95			
AOL Time Warner Inc												7 000	420 571 67	34 900 244 300 00 0 00
Abbott Laboratories	10 000	500 596 00					10 000	10 11 00	509 545 99	500 596 00	8 949 99			
Abbott Laboratories												0	0 00	Sold 0 00 4 000 00
American Express Company	0	0 00		9 200	1 24 01	424 729 04	1 200	6 12 01	49 186 35	55,399 44	(6 213 09)			
American Express Company							2 000	6 15 01	78 177 39	92 332 40	(14 155 01)			
American Express Company							6 000	8 30 01	218 236 11	276 997 20	(58 761 09)	0	0 00	1 216 00
American Home Products Corp	0	0 00		4 500	12 5 00	270 774 45								
American Home Products Corp												4,500	270 774 45	60 100 270 450 00 3 105 00
American International Group Inc	4 950	320 724 16					950	6 18 01	78 343 88	61 553 16	16 790 72			
American International Group Inc												4 000	259 171 20	82 400 329 600 00 717 45
Analog Devices Inc	0	0 00		4 400	2 20 01	201 896 64	1 300	6 18 01	53 480 21	59 651 28	(6 171 07)			
Analog Devices Inc				1 900	2 22 01	89 916 17								
Analog Devices Inc				3 000	3 2 01	128 606 70								
Analog Devices Inc							1 000	10 29 01	38 470 71	45 885 60	(7 414 89)	7 000	314 882 63	42 500 297 500 00 0 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 1 2000			Acquisitions -- -			Sales			Inventory as at November 30 2001					2000/2001 Income Received	
	No Shares or Par	Cost		No Shares or Par	Date	Cost	No Shares or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares or Par	Cost	Market Value		
Apache Corp	8 000	387 269 75					1 000	12 18 00	63 619 17	46 747 50	16 871 67					
Apache Corp							2 000	10 29 01	108 476 38	95 522 25	12 954 13	5 000	245 000 00	45 990	229 950 00	2 058 00
Applied Materials Inc	5 000	448 309 40														
Applied Materials Inc												5 000	448 309 40	39 750	198 750 00	0 00
Applied Materials Inc																
Applied Micro Circuits Corp	7 000	368 831 40					2 900	1 26 01	209 479 15	99 406 00	110 073 15					
Applied Micro Circuits Corp							4 100	3 2 01	118 591 81	269 425 40	(150 833 59)	0	0 00			0 00
Baker Hughes Inc	8 500	312 353 75					8 500	11 16 01	259 664 62	312 353 75	(52 689 13)	0	0 00			3 910 00
Bank of New York Co Inc	12 000	299 152 50					2 000	12 18 00	108 326 38	33 565 00	74 761 38					
Bank of New York Co Inc							2 000	6 12 01	102 496 57	33 565 00	68 931 57					
Bank of New York Co Inc							8 000	8 1 01	356 556 89	232 022 50	124 534 39	0	0 00			5,040 00
Baxter International Inc	8 000	464 660 83					2 000	3 12 01	182 293 91	113 278 22	69 015 69					
Baxter International Inc				6 000	5 31 01	2:1 split	4 900	6 1 01	245 659 67	137 553 43	108 106 24					
Baxter International Inc							1 100	7 20 01	53,997 19	31 334 66	22 662 53					
Baxter International Inc							1 000	10 29 01	49 443 34	28 802 28	20,641 06	5 000	153 692 24	52 000	260 000 00	9 312 00
Burlington Resources Inc	13 000	483 065 98					3 000	12 13 00	137 815 40	102 306 32	35 509 08					
Burlington Resources Inc							1 000	12 18 00	46 313 45	35 054 50	11 258 95					
Burlington Resources Inc							3 000	6 15 01	129 605 57	106 591 86	23,013 71					
Burlington Resources Inc							1 000	10 29 01	39 018 69	39 944 60	(925 91)	5 000	199 168 70	35 140	175 700 00	5 087 50
Carnival Corp Cl A	23 000	715 850 88					3 000	12 13 00	81 567 27	78 459 00	3 108 27					
Carnival Corp Cl A							3 000	12 18 00	77 442 41	79 215 00	(1 772 59)					
Carnival Corp - Cl A							4 400	1 24 01	148 807 87	218 436 00	(69 628 13)					
Carnival Corp Cl A							2 600	6 12 01	68 425 81	94 548 88	(26 123 07)					
Carnival Corp Cl A												10 000	245 192 00	26 110	261 100 00	6 111 00
Check Point Software Technologies	0	0 00		3 100	5 15 01	176 107 59										
Check Point Software Technologies Ltd				3 000	7 19 01	124 237 20										
Check Point Software Technologies Ltd				1 800	10 2 01	41 114 70										
Check Point Software Technologies Ltd												7 900	341 459 49	38 300	302 570 00	0 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 1 2000			Acquisitions			Sales			Inventory as at November 30 2001					2000/2001 Income Received	
	No Shares	Cost		No Shares	Date	Cost	No Shares	Date	Proceeds	Book Cost	Book Gain/(Loss)	No Shares	Cost	Market Value		
	or Par			or Par			or Par					or Par				
		-				-			-		-					
Cisco Systems Inc	12 000	603 459 60					2 000	12 13 00	109 121 36	17 381 36	91 740 00					
Cisco Systems Inc							2 000	12 18 00	89 872 00	68 214 77	21 657 23					
Cisco Systems Inc				6 700	2 22 01	177 374 46	2 700	6 18 01	45 142 48	168 160 46	(123 017 98)					
Cisco Systems Inc				2 500	10 2 01	28 795 00										
Cisco Systems Inc												14 500	555 872 47	20 450	296 525 00	0 00
Citigroup Inc	12 000	476 642 76					3 000	6 15 01	144 775 16	110 056 45	34 718 71					
Citigroup Inc							1 000	7 20 01	50 318 32	36 624 37	13 693 95					
Citigroup Inc							2 000	10 29 01	92 976 89	79 879 46	13 097 43	6 000	250 082 48	47 900	287 400 00	5 600 00
Colgate Palmolive Co	7 000	340 826 36					1 200	7 2 01	71 705 28	54 046 10	17 659 18					
Colgate Palmolive Co							3 900	9 28 01	224 925 38	181 774 51	43 150 87					
Colgate Palmolive Co							1 900	11 27 01	110 426 59	105 005 75	5 420 84	0	0 00			3 591 00
Comverse Technology Inc	0	0 00		1 300	4 20 01	95 942 21										
Comverse Technology Inc				1,200	4 23 01	83 676 36	2 500	7 16 01	64 115 10	179 618 57	(115 503 47)	0	0 00			0 00
Corning Inc	6 000	233 307 08					6 000	5 14 01	127 765 72	233 307 08	(105 541 36)	0	0 00			720 00
Costco Wholesale Corp - New	17 000	551 313 17					2 000	12 6 00	67 372 75	97,122 17	(29 749 42)					
Costco Wholesale Corp - New							5 000	1 9 01	212 492 91	151 397 00	61 095 91					
Costco Wholesale Corp - New							2 700	5 31 01	103 473 77	81 754 38	21 719 39					
Costco Wholesale Corp - New							1 300	10 29 01	50 425 44	39 363 22	11 062 22	6 000	181 676 40	40 880	245 280 00	0 00
Disney [Walt] Co Holding Co	0	0 00		1 300	9 19 01	23 669 62										
Disney [Walt] Co Holding Co				470	9 20 01	7 430 70										
Disney [Walt] Co Holding Co				700	9 20 01	11 522 00										
Disney [Walt] Co Holding Co				300	9 20 01	4 500 00										
Disney [Walt] Co Holding Co				700	9 21 01	12 292 00										
Disney [Walt] Co Holding Co				5 100	9 24 01	91 276 74										
Disney [Walt] Co Holding Co				2 300	10 2 01	43 027 02										
Disney [Walt] Co Holding Co				1 000	10 3 01	19 406 90	1 870	10 29 01	34 275 95	32 902 99	1 372 96	10 000	180 221 99	20 470	204 700 00	0 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

Inventory as at December 31 2000										Acquisitions					Sales			Inventory as at November 30 2001				
No Shares		Cost	No Shares		Cost	No Shares		Sales	Book	Book	No Shares		Cost	Market	Market	Income						
or Par			or Par	Date		or Par	Date	Proceeds	Cost	Gain/(Loss)	or Par		Value	Value	Received							
EMC Corp Mass	0	0 00	4 600	12 21 00	272 826 00																	
EMC Corp Mass			300	1 17 01	21 876 84																	
EMC Corp - Mass			2 8 01		(6 453 99)	Spin off 180 35381 shs McDATA Corp Cl A																
EMC Corp Mass			2 100	2 9 01	120 351 00																	
EMC Corp Mass			7 500	10 3 01	87 831 75	2 500	11 28 01	44 223 52	145 027 78	(100 804 26)	12 000	351 403 82	16 790	201 480 00	0 00							
Emerson Electric Co	8 000	476 741 19				1 000	12 13 00	77 474 91	53 084 89	24 390 02												
Emerson Electric Co						7 000	12 19 00	502 509 03	423,656 30	78 852 73	0	0 00			3,825 00							
Everest Re Group Ltd	0	0 00	1,300	6 11 01	90 728 56																	
Everest Re Group Ltd			1 300	6 12 01	90 985 70																	
Everest Re Group Ltd			200	8 1 01	14 050 40						2 800	195 764 66	71 450	200 060 00	196 00							
Fannie Mae	7 400	466 406 80				1 400	3 12 01	108 510 38	93 414 58	15 095 80												
Fannie Mae						1 000	6 18 01	81 737 27	66 724 70	15 012 57												
Fannie Mae						1 000	10 29 01	79 737 34	65 947 10	13 790 24	4 000	240 320 42	78 600	314 400 00	7 020 00							
First Data Corp	0	0 00	2 700	6 11 01	182 292 12																	
First Data Corp			1 100	7 12 01	74 715 96						3 800	257 008 08	73 240	278 312 00	130 00							
Freddie Mac	15 000	726 921 25				2 000	12 6 00	124 375 84	102 570 70	21 805 14												
Freddie Mac						3 000	12 18 00	206 475 61	142 486 25	63 989 36												
Freddie Mac						1 100	1 5 01	69 703 79	55 066 00	14 637 79												
Freddie Mac						1 900	3 12 01	121 300 88	91 807 70	29 493 18												
Freddie Mac						1 700	6 11 01	115 901 96	81 354 86	34 547 10												
Freddie Mac						800	10 29 01	53 510 21	38 284 64	15 225 57	4 500	215 351 10	66 170	297 765 00	6 450 00							
General Dynamics Corp	0	0 00	1 900	8 1 01	155 712 98																	
General Dynamics Corp			1 300	8 2 01	107 287 57	3 200	9 24 01	277 499 22	263 000 55	14 498 67	0	0 00			0 00							
General Electric Co	15 000	433 530 00	3 000	1 4 01	145 155 00	6 000	6 12 01	279 650 66	75 190 00	204 460 66												
General Electric Co						2 000	6 15 01	97 776 73	33 813 33	63 963 40												
General Electric Co						600	10 10 01	22 410 87	10 144 00	12 266 87	9 400	459 537 67	38 500	361 900 00	8 480 00							
General Motors Corp CL H New	10 000	289 100 00				2 000	6 15 01	40 718 63	57 820 00	(17 101 37)												
General Motors Corp CL H New						8 000	11 27 01	112 529 03	231 280 00	(118 750 97)	0	0 00			0 00							
Halliburton Co	10 000	362 762 85				2 000	6 15 01	86 881 09	67 971 00	18 910 09												
Halliburton Co						8 000	11 15 01	162 352 97	294 791 85	(132 438 88)	0	0 00			4 750 00							

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc											Lewis B and Dorothy Cullman Foundation Inc				
Inventory as at December 1 2000			Acquisitions			Sales			Inventory as at November 30 2001						
No Shares or Par	Cost	No Shares or Par	Date	Cost	No Shares or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares or Par	Cost	Market Value	Market Value	2000/2001 Income Received	
Home Depot Inc	0	0 00	3 600	5 17 01	188 615 52										
Home Depot Inc			1 600	8 1 01	80 633 44					5 200	269 248 96	46 660	242 632 00	352 00	
JDS Uniphase Corp	5 000	399 670 36				1 000	3 12 01	23 314 22	48 275 22	(24 961 00)					
JDS Uniphase Corp						4 000	5 14 01	79 603 33	351 395 14	(271 791 81)	0	0 00		0 00	
Johnson & Johnson	6 000	477 442 64	4 200	6 15 01	2 1 split	1 800	2 13 01	174 222 66	86 264 30	87 958 36					
Johnson & Johnson						1 400	7 20 01	76 269 45	59 868 85	16 400 60					
Johnson & Johnson						2 000	11 28 01	119 876 00	94 464 74	25 411 26	5 000	236 844 75	58 250	291 250 00 6,356 00	
KLA-Tencor Corp	0	0 00	4 700	2 1 01	217 151 28	2 500	6 12 01	136 345 45	115 506 00	20 839 45					
KLA Tencor Corp			2 800	3 27 01	130 257 68						5 000	231 902 96	50 230	251 150 00 0 00	
Liberty Media Corp New Ser A	0	0 00	15 000	8 13 01	405 450 00	Name changed from AT&T Corp Liberty Media Group Ser A									
Liberty Media Corp New Ser A						5 000	10 29 01	59 198 01	135 150 00	(75 951 99)	10 000	270 300 00	13 150	131,500 00 0 00	
Lilly [Eli] & Co	6 400	584 621 44				900	6 18 01	72 816 57	86 735 25	(13 918 68)					
Lilly [Eli] & Co						1 500	11 28 01	122 231 97	144 558 75	(22 326 78)	4 000	353 327 44	82 670	330 680 00 5 956 00	
McDATA Corp Cl A	0	0 00	180 35381	2 8 01	6 453 99	Spin off from EMC Corp Mass									
McDATA Corp Cl A						0 35381	CIL 2 12	13 42	13 83	0 59					
McDATA Corp Cl A						180	2 14 01	4 882 33	6 441 16	(1 558 83)	0	0 00		0 00	
McDonalds Corp	15 000	575 141 45				2 000	12 28 00	66 752 77	83 995 00	(17 242 23)					
McDonalds Corp						13 000	1 24 01	397 554 02	491 146 45	(93 592 43)					
McDonalds Corp			3 600	10 11 01	107 740 08						3 600	107 740 08	26 840	96 624 00 3 504 50	
Medarex Inc			1 700	7 12 01	34 272 00										
Medarex Inc			4 800	7 13 01	101 187 84										
Medarex Inc			4 200	9 28 01	62 661 90	2 700	10 29 01	55 618 14	55 352 80	265 34					
Medarex Inc						5 000	11 28 01	119 346 01	98 010 44	21 335 57	3 000	44 758 50	23 240	69 720 00 0 00	
Mellon Financial Corp	13 500	603 572 25				1 500	12 13 00	75 282 48	65 142 45	10 140 03					
Mellon Financial Corp						2 000	12 18 00	100 751 63	86 856 60	13 895 03					
Mellon Financial Corp						3 000	6 12 01	133 347 64	130 284 90	3 062 74					
Mellon Financial Corp						2 000	11 28 01	76 481 44	89 738 30	(13 256 86)	5,000	231 550 00	37 390	186 950 00 7 120 00	
Met Life Inc	7 000	209 224 50				3 600	6 15 01	107 217 38	107 658 00	(440 62)					
Met Life Inc						3 400	6 15 01	101 260 85	101,566 50	(305 65)	0	0 00		0 00	
Microsoft Corp	6 400	677 465 17				6 400	3 2 01	366 928 55	677 465 17	(310 536 62)	0	0 00		0 00	

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

Inventory as at December 1 2000							Acquisitions			Sales			Inventory as at November 30 2001					2000/2001 Income Received
No Shares or Par	Cost	No Shares or Par	Date	Cost	No Shares or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares or Par	Cost	Market Value	Market Value	Market Value	Income Received			
Mirant Corp	0	0 00	2 800	5 16 01	121 374 68													
Mirant Corp			3 000	5 16 01	128 665 20													
Mirant Corp			500	5 17 01	21 602 15													
Mirant Corp			4 000	10 2 01	88 652 80	1 300	10 29 01	34 162 85	56 352 53	(22 189 68)	9 000	303,942 30	24 410	219 690 00	0 00			
Nextel Communications Inc Cl A	4 000	226 805 56				4 000	12 18 00	120 245 99	226 805 56	(106 559 57)	0	0 00			0 00			
Nortel Networks Corp	13 900	815 973 44				1 900	12 6 00	76 239 70	111 535 94	(35 296 24)								
Nortel Networks Corp						12 000	2 15 01	265 813 91	704,437 50	(438 623 59)	0	0 00			260 63			
Novellus Systems Inc	0	0 00	5 000	4 20 01	267 601 00													
Novellus Systems Inc											5 000	267 601 00	38 070	190 350 00	0 00			
Oracle Corp	20 000	337 036 14				2 000	12 28 00	61 122 96	18 832 20	42 290 76								
Oracle Corp						3 000	3 12 01	46 787 18	28 248 30	18 538 88								
Oracle Corp						2 000	6 15 01	29 998 99	18 832 20	11 166 79								
Oracle Corp						3 000	11 28 01	43 978 52	28 248 30	15 730 22	10 000	242 875 14	14 030	140 300 00	0 00			
J C Penney Co Inc	0	0 00	7 100	9 28 01	151 481 34													
J C Penney Co Inc			600	10 1 01	13 340 28													
J C Penney Co Inc			1 900	10 2 01	44 593 57						9 600	209 415 19	25 340	243 264 00	1 200 00			
Pfizer Inc	18 000	629 575 80				2 400	12 5 00	106 352 45	83 318 48	23 033 97								
Pfizer Inc						1 600	12 28 00	72 401 58	55 545 65	16 855 93								
Pfizer Inc						2 000	6 12 01	85 757 13	69 344 65	16 412 48								
Pfizer Inc						1 000	6 18 01	43 098 56	34 497 50	8 601 06								
Pfizer Inc						3 000	10 29 01	128 725 70	103 492 50	25 233 20	8 000	283 377 02	43 310	346 480 00	7 416 00			
Pharmacia Corp	10 000	413 446 06				10 000	5 24 01	477 437 06	413 446 06	63 991 00	0	0 00			1 200 00			
Philip Morris Companies Inc	45 000	1 771 222 01				2 000	12 28 00	89 252 02	88 750 00	502 02								
Philip Morris Companies Inc						2 300	5 31 01	118 730 77	102 062 50	16 668 27								
Philip Morris Companies Inc						1 700	6 15 01	79 982 33	75 437 50	4 544 83								
Philip Morris Companies Inc						2 000	10 29 01	99 556 67	88 750 00	10 806 67	37 000	1 416 222 01	47 170	1 745 290 00	90 831 00			
Principal Financial Group Inc	0	0 00	1 400	10 23 01	28 739 90	1 400	10 31 01	30 966 96	28 739 90	2 227 06	0	0 00			0 00			
Schwab (Charles) Corp	15 000	372 455 00				1 900	1 19 01	51 896 76	47 177 63	4 719 13								
Schwab (Charles) Corp						13 100	4 6 01	194 253 39	325 277 37	(131 023 98)	0	0 00			144 10			

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 1 2000			Acquisitions -			Sales			Inventory as at November 30 2001					2000/2001 Income Received		
	No Shares			No Shares			No Shares			Sales	Book	Book	No Shares				Market
	or Par	Cost		or Par	Date	Cost	or Par	Date		Proceeds	Cost	Gain/(Loss)	or Par	Cost			Value
	--			-	-					--		---	-	-	-	-	-
Serono S A Sponsored ADR	8 000	187 958 40					4 493	1 8 01		96 517 64	105 562 14	(9 044 50)					
Serono S A Sponsored ADR							3 507	1 9 01		72 691 01	82 396 26	(9 705 25)	0	0 00			0 00
Siebel Systems Inc	0	0 00		3 200	1 4 01	199 928 64											
Siebel Systems Inc				2 900	3 2 01	111 694 66											
Siebel Systems Inc													6 100	311 623 30	22 350	136 335 00	0 00
Sun Microsystem Inc	4 000	275 051 53		4 000	12 6 00	2:1 split	2 000	12 6 00		86,872 10	63 386 55	23 485 55					
Sun Microsystem Inc				7 600	11 29 01	106 070 92							13 600	317 735 90	14 240	193 664 00	0 00
SunTrust Banks Inc	0	0 00		5 000	12 19 00	289 852 00				299,337 01	289,852 00	9 485 01	0	0 00			2 000 00
Tellabs Inc	15 000	834 561 99					3 000	12 6 00		194 431 01	205 421 96	(10 990 95)					
Tellabs Inc							2 000	12 18 00		124 245 85	122 511 50	1 734 35					
Tellabs Inc							3 100	1 31 01		197 424 04	187,583 17	9 840 87					
Tellabs Inc							6 900	2 6 01		446 317 83	319 045 36	127 272 47	0	0 00			0 00
Teradyne Inc	0	0 00															
Teradyne Inc				3 800	10 11 01	97 435 80											
Teradyne Inc				800	10 12 01	20 005 36							4 600	117 441 16	27 860	128 156 00	0 00
Texas Instruments Inc	13 000	614 432 46					1 000	12 28 00		49 313 35	41 509 92	7 803 43					
Texas Instruments Inc							5 500	1 23 01		247 450 49	252 684 74	(5 234 25)					
Texas Instruments Inc				4 900	3 2 01	173 295 36				40 374 65	70 567 00	(30 192 35)					
Texas Instruments Inc							2 000	11 28 01		63 637 87	106 688 12	(43 050 25)	8 000	316 278 04	32 050	256 400 00	864 88
Time Warner Inc	7 000	576 748 54					1 000	12 18 00		63 787 87	61 644 10	2 143 77					
Time Warner Inc				(6 000)	1 16 01	(515 104 44)	Exchged in merger for AOL Time Warner Inc						0	0 00			315 00
12 Technologies Inc	0	0 00		8 100	3 2 01	201 519 02				13 564 41	26 707 34	(13 142 93)					
12 Technologies Inc							7 200	7 19 01		87 455 47	174 811 68	(87 356 21)	0	0 00			0 00
Tyco International Inc	10 000	410 086 04					4 300	2 16 01		246 201 61	186 281 54	59 920 07					
Tyco International Inc							5 700	2 20 01		329 038 05	223 804 50	105 233 55					
Tyco International Inc				2 500	10 10 01	117 630 00											
Tyco International Inc				2 400	10 16 01	115 075 44											
Tyco International Inc													4 900	232 705 44	58 800	288 120 00	125 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 1 2000			Acquisitions			Sales			Inventory as at November 30 2001					2000/2001 Income Received	
	No Shares			No Shares			No Shares			No Shares						
	or Par	Cost		or Par	Date	Cost	or Par	Date	Proceeds	Cost	Gain/(Loss)	or Par	Cost	Market Value		
Viacom Inc Cl B	7 600	345 104 96		1 400	10 2 01	46 317 64	1 600	6 15 01	84 221 18	41 877 29	42 343 89					
Viacom Inc Cl B							1 000	7 20 01	47 478 41	27 518 31	19 960 10					
Viacom Inc Cl B												6 400	324 027 00	43 650	279 360 00	0 00
Walgreen Co	12 400	372 347 63					1 400	12 28 00	58 276 55	42,375 13	15 901 42					
Walgreen Co							3 000	6 15 01	119 995 99	89 992 50	30 003 49					
Walgreen Co							2 000	10 29 01	66 477 78	59 995 00	6 482 78					
Walgreen Co												6 000	179 985 00	33 000	198 000 00	1,823 50
Watson Pharmaceuticals Inc	8 000	523 577 38					2 000	6 18 01	122 295 91	135 661 54	(13 365 63)					
Watson Pharmaceuticals Inc							6 000	10 2 01	336 033 78	387 915 84	(51 882 06)	0	0 00			0 00
Wellpoint Health Networks Inc	0	0 00		1 300	2 16 01	131 372 80										
Wellpoint Health Networks Inc				700	2 20 01	69 825 84										
Wellpoint Health Networks Inc				2 400	5 24 01	203 132 88	900	10 29 01	100 832 63	90 950 40	9 882 23					
Wellpoint Health Networks Inc							1 000	11 28 01	119 674 00	100 273 12	19 400 88	2 500	213 108 00	117 900	294 750 00	0 00
Williams Companies Inc	12 000	511 376 40					2 000	12 18 00	71 877 60	85 229 40	(13,351 80)					
Williams Companies Inc							10 000	3 12 01	439 385 33	426 147 00	13 238 33	0	0 00			3 300 00
WEISS PECK & GREER TOTALS		22 588 360 77				7 093 836 40			17 100 851 34 17 414 727 11	(313 875 77)		12 267 470 06		11 518 407 00	214 087 56	

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 1 2000				Acquisitions			Sales			Inventory as at November 30 2001				2000/2001 Income Received		
	No Shares		or Par		No Shares	or Par	Date	No Shares	or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares		Market Value	
	Cost	Cost	Cost	Cost										Cost			Cost
W P STEWART & CO																	
COMMON STOCKS																	
Automatic Data Processing Inc	22 600	490 267 35				600	1 18 01		35 860 68	13 147 00	22 713 68						
Automatic Data Processing Inc						800	1 22 01		46 913 87	17 368 92	29 544 95						
Automatic Data Processing Inc								1 100 11 12 01	166 981 80	68 017 16	98 964 64	18 100	191 734 27	55 460	1,003,826 00	8 835 50	
Cisco Systems Inc	1 600	94 363 08	400	12 6 00	20 989 84												
Cisco Systems Inc			3 000	1 18 01	124 766 70												
Cisco Systems Inc			1 500	1 19 01	63 547 35												
Cisco Systems Inc			1 100	1 29 01	40 240 09												
Cisco Systems Inc			1 200	2 7 01	37 826 28	3 500	4 17 01		56 949 37	178 900 27	(121 950 90)						
Cisco Systems Inc						2 600	4 17 01		42 305 25	108 131 14	(65,825 89)						
Cisco Systems Inc						2 700	4 18 01		48 122 63	94 701 93	(46 579 30)	0	0 00				0 00
Coca Cola Co			1 700	8 27 01	82 758 89												
Coca Cola Co			700	9 20 01	34 067 25												
Coca Cola Co			1 000	9 21 01	46 189 70												
Coca Cola Co			700	10 1 01	32 338 74												
Coca Cola Co			700	10 2 01	32 331 25												
Coca Cola Co			1 800	10 3 01	82 341 54								6 600	310 027 37	46 960	309 936 00	306 00
CVS Corp	6 000	225 764 56	1 000	1 12 01	53 509 80												
CVS Corp						7 000	9 26 01		219 267 64	279 274 36	(60 006 72)	0	0 00				1 207 50
Dell Computer Corp	8 400	341 588 50	2 600	6 27 01	67 311 14												
Dell Computer Corp			1 600	6 28 01	42 690 08								12 600	451 589 72	27 930	351 918 00	0 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc							Lewis B and Dorothy Cullman Foundation Inc							2000/2001
Inventory as at December 1 2000			Acquisitions		Sales		Inventory as at November 30, 2001				Income			
No Shares or Par	Cost	No Shares or Par	Date	Cost	No Shares or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares or Par	Cost	Market Value	Market Value	Received
	-	-		---			-					---	-	
Disney (Walt) Co Holding Co	0	0 00	1 200	2 1 01	37 573 44									
Disney (Walt) Co Holding Co			1 300	2 2 01	40 318 85									
Disney (Walt) Co Holding Co			500	2 5 01	15 214 20									
Disney (Walt) Co Holding Co			3 000	4 23 01	90 777 30									
Disney (Walt) Co Holding Co			1 000	4 25 01	29 981 90									
Disney (Walt) Co Holding Co			2 000	5 3 01	62 263 40									
Disney (Walt) Co Holding Co			1 000	5 22 01	34 660 00									
Disney (Walt) Co Holding Co			2 200	5 23 01	74 654 14					12 200	385 443 23	30 470	249 734 00	0 00
Dollar General Corp	36 565	359 436 28				1 600	12 1 00	23 705 59	27 210 66					
Dollar General Corp						4 400	12 4 00	65 647 10	65 670 56					
Dollar General Corp						1 500	12 5 00	23 226 86	20 444 58					
Dollar General Corp						1 800	1 18 01	33 541 14	24 545 50					
Dollar General Corp						1 500	1 19 01	27 182 53	13 623 46					
Dollar General Corp						1 000	1 22 01	18 741 76	8 159 50					
Dollar General Corp						2 800	4 18 01	63,977 56	22 730 33					
Dollar General Corp						700	4 19 01	15 967 16	5 682 58					
Dollar General Corp						1 200	4 25 01	27 361 83	9 741 57					
Dollar General Corp						8 000	4 30 01	134 054 67	64 884 52					
Dollar General Corp						1 700	5 1 01	27 620 66	13 681 53					
Dollar General Corp						6 300	5 2 01	97 079 72	50 702 16					
Dollar General Corp						4 065	5 3 01	62 207 02	32 359 33					
Dollar General Corp										0	0 00			2 188 64
Estee Lauder Companies Inc	0	0 00	800	1 17 01	33 227 44									
Estee Lauder Companies Inc			500	1 18 01	21 140 85									
Estee Lauder Companies Inc			500	1 19 01	21 037 15									
Estee Lauder Companies Inc			400	1 22 01	16 312 52									
Estee Lauder Companies Inc			900	1 24 01	37 169 82									
Estee Lauder Companies Inc			1 400	1 25 01	57 733 20									
Estee Lauder Companies Inc														
Estee Lauder Companies Inc										4 500	186 620 98	33 370	150 165 00	675 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

Inventory as at December 31 2000							Inventory as at November 30 2001							2000/2001
No Shares		Acquisitions		Sales			Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares		Market Value	Income Received	
or Par	Cost	or Par	Date	Cost	or Par	Date				or Par	Cost			Market
First Data Corp	7 000	325 232 97	1 300	6 19 01	87 295 78									
First Data Corp										8 300	412,528 75	73 240	607 892 00	612 00
Gateway Inc	3 900	211 332 34				1 700 12 1 00	33 467 11	101 309 46	(67 842 35)					
Gateway Inc						1 000 12 4 00	18 174 78	50 010 40	(31,835 62)					
Gateway Inc						1 200 12 5 00	22 171 53	60 012 48	(17 840 95)	0	0 00			0 00
General Electric Co	13 000	276 982 92				5 000 6 19 01	244 938 80	143 773 94	101 164 86					
General Electric Co						1 700 6 27 01	81,996 58	28 420 29	53 576 29	6 300	104 788 69	38 500	242 550 00	6 176 00
Intel Corp	19 200	354 289 72				10 200 1 8 01	317 477 60	195 610 96	121 866 64					
Intel Corp						2 400 4 2 01	60 980 51	42 785 82	18 194 69					
Intel Corp						1 000 4 3 01	25 451 24	17 827 43	7,623 81					
Intel Corp						400 4 5 01	9 934 46	7 130 97	2 803 49					
Intel Corp						5 200 4 9 01	117 398 01	90 934 54	26 463 47	0	0 00			564 00
Johnson & Johnson	3 300	290 800 53				400 1 18 01	37 718 74	37 176 84	541 90					
Johnson & Johnson			400	5 29 01	39 166 48									
Johnson & Johnson			400	5 30 01	39 223 76									
Johnson & Johnson			3 700	6 15 01	2:1 split									
Johnson & Johnson			2 400	6 19 01	127 896 96					9 800	459 910 89	58 250	570 850 00	4 792 00
Kohl's Corp	1 500	167 111 15				600 1 16 01	40 670 24	29 117 34	11 552 90					
Kohl's Corp						1 100 4 12 01	54 736 69	52 986 29	1 750 40					
Kohl's Corp						1 400 5 10 01	86 941 99	66 116 96	20 825 03					
Kohl's Corp						400 5 11 01	24 718 89	18,890 56	5 828 33	0	0 00			0 00
Lilly & Co (Eli)	5 400	329 371 37	200	4 27 01	16 161 80	1 900 10 01 01	154 902 01	137 584 83	17 317 18					
Lilly & Co (Eli)						600 11 20 01	48 545 75	38 675 57	9 870 18	3 100	169 272 77	82 670	256 177 00	6 052 00
Medtronic Inc	0	0 00	1 700	10 4 01	75 927 27									
Medtronic Inc			1 700	10 10 01	75 855 87									
Medtronic Inc			1 800	10 11 01	80 280 00									
Medtronic Inc			1 300	10 25 01	55 489 85									
Medtronic Inc			1 200	10 30 01	48 899 52									
Medtronic Inc			300	11 7 01	12 066 96					8 000	348 519 47	47 280	378 240 00	0 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

Inventory as at December 1 2000						Acquisitions			Sales			Inventory as at November 30 2001					2000/2001
No Shares		No Shares		No Shares		Sales		Book	Book	No Shares		Market		Income			
or Par	Cost	or Par	Date	Cost	or Par	Date	Proceeds	Cost	Gain/(Loss)	or Par	Cost	Market	Value	Received			
Merck & Co Inc	0	0 00	2 000	12 21 00	186 169 20												
Merck & Co Inc			1 400	1 17 01	113 995 98												
Merck & Co Inc			1 100	4 11 01	84 846 19												
Merck & Co Inc			600	5 24 01	43 456 68					5 100	428,468 05	67 750	345,525 00	4 675 00			
Microsoft Corp	3 400	56 900 38	2 100	4 17 01	129 380 79												
Microsoft Corp			1 100	5 3 01	76 209 76												
Microsoft Corp			600	5 4 01	41 817 30												
Microsoft Corp			500	5 9 01	35 288 35					7 700	339 596 58	64 210	494 417 00	0 00			
New York Times Co Cl A	5 500	210 759 20	1 300	4 24 01	54 203 37												
New York Times Co Cl A			2 200	4 25 01	91 360 94					9,000	356 323 51	45 450	409 050 00	3 515 00			
Nokia Corp Sponsored ADR	0	0 00	2 400	1 18 01	100 473 36												
Nokia Corp Sponsored ADR			1 700	1 19 01	69 001 30												
Nokia Corp Sponsored ADR			300	1 22 01	11 673 36												
Nokia Corp Sponsored ADR			1 900	5 1 01	65 495 09												
Nokia Corp Sponsored ADR			1 700	5 2 01	57 781 64												
Nokia Corp Sponsored ADR			3 200	5 24 01	103 345 92												
Nokia Corp Sponsored ADR			1 200	5 31 01	35 282 52	6 200	9 10 01	84 314 66	243 196 00	(158 881 34)							
Nokia Corp Sponsored ADR						6 200	9 19 01	97 899 03	199 857 19	(101 958 16)	0	0 00		1 091 79			
Northern Trust Corp	3 600	134 317 12	900	1 9 01	64 751 31												
Northern Trust Corp										4 500	199 068 43	57 840	260 280 00	2,650 50			
Omnicom Group Inc			1 000	8 16 01	82 256 20												
Omnicom Group Inc			1 000	8 21 01	80 281 40												
Omnicom Group Inc			1 000	10 3 01	65 047 10												
Omnicom Group Inc			1 200	10 12 01	87 773 76												
Omnicom Group Inc			1 000	11 27 01	87 134 80												
Omnicom Group Inc			600	11 28 01	51 887 10					5 800	454 380 36	85 860	497 988 00	400 00			

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 31 2000			Acquisitions			Sales			Inventory as at November 30 2001					2000/2001 Income Received	
	No Shares			No Shares			No Shares			No Shares			Market			
	or Par	Cost		or Par	Date	Cost	or Par	Date	Proceeds	Cost	Gain/(Loss)	or Par	Cost	Market		Value
	-	-					--		-	-----		-----	--	-	-	
Pfizer Inc	15 800	374 838 12					1 500	1 24 01	64 020 25	53 832 90	10 187 35					
Pfizer Inc							1 300	1 29 01	57 401 65	42 277 49	15 124 16					
Pfizer Inc							2 000	1 30 01	87 544 06	28 000 34	59 543 72					
Pfizer Inc							2 000	4 3 01	79 025 95	28 000 34	51 025 61	9 000	222 727 05	43 310	389 790 00	4 612 00
Safeway Inc	0	0 00		1 800	12 6 00	98 679 60										
Safeway Inc				1 500	1 4 01	81 192 00	1 600	8 13 01	72 309 89	87 715 20	(15 405 31)					
Safeway Inc				2 800	1 11 01	147 675 64	2 500	8 15 01	113 988 43	134 349 44	(20 361 01)					
Safeway Inc							2 000	8 16 01	91 727 52	105 482 60	(13 755 08)	0	0 00		0 00	
Starbucks Corp	0	0 00		1,300	10 31 01	22 504 43										
Starbucks Corp				1 700	11 1 01	29 443 29										
Starbucks Corp				7 000	11 16 01	122 887 10						10 000	174 834 82	17 720	177 200 00	0 00
State Street Corp	5 500	259 780 05		5 000	5 31 01	2:1 split	500	2 28 01	50 555 46	31 742 33	18 813 13					
State Street Corp												10 000	228 037 72	52 340	523 400 00	3 995 00
Stryker Corp	14 000	352 537 32					1 500	2 2 01	67 574 83	43,555 20	24 019 63					
Stryker Corp							2 000	2 5 01	91,640 73	56 215 80	35 424 93					
Stryker Corp							1 000	4 5 01	51 203 28	25 321 20	25 882 08					
Stryker Corp							1 000	4 6 01	51 203 18	25 228 42	25 974 76					
Stryker Corp							600	5 29 01	34 094 21	14 953 98	19 140 23					
Stryker Corp							600	5 30 01	34 151 87	14 315 10	19 836 77					
Stryker Corp							500	5 31 01	28 591 14	11 929 25	16 661 89					
Stryker Corp							400	6 27 01	22 011 94	9 543 40	12 468 54					
Stryker Corp							900	11 1 01	49 998 45	21 465 37	28 533 08	5 500	130 009 60	54 910	302 005 00	1 120 00
Sysco Corp	5 300	188 114 89		5 300	12 21 00	2:1 split										
Sysco Corp												10 600	188 114 89	24 590	260 654 00	2 968 00
Viacom Inc Cl B	5 000	332 984 65		600	5 1 01	31 949 10										
Viacom Inc Cl B				1 200	5 2 01	64 575 72	2 800	10 9 01	92 111 59	187 766 61	(95 655 02)					
Viacom Inc Cl B							4 000	10 10 01	131 481 19	241 742 86	(110 261 67)	0	0 00		0 00	
Walgreen Co	10 500	273 539 15					1 500	4 17 01	60 276 83	41 594 70	18 682 13					
Walgreen Co												9 000	231 944 45	33 000	297 000 00	1 365 00

Lewis B and Dorothy Cullman Foundation Inc

Lewis B and Dorothy Cullman Foundation Inc

	Inventory as at December 1 2000			Acquisitions			Sales			Inventory as at November 10, 2001					2000/2001 Income Received	
	No Shares	Cost		No Shares	Date	Cost	No Shares	Date	Proceeds	Book Cost	Book Gain/(Loss)	No Shares	Cost	Market Value		
	or Par	---		or Par	-		or Par			- -		-----	-	-		--
GOLDMAN SACHS																
COMMON STOCKS,																
Abbott Laboratories	0	0 00		2 900	8 24 01	151 119 00										
Abbott Laboratories				3 000	9 7 01	148 680 00						5 900	299 799 00	55 000	124 500 00	1 239 00
American International Group Inc	0	0 00		1 800	8 6 01	144 774 00										
American International Group Inc				1 900	8 24 01	146 889 00										
American International Group Inc				2 100	9 5 01	155 421 00										
American International Group Inc				2 100	9 17 01	140 826 00						7 900	587 910 00	82 400	650,960 00	75 60
American Express Company	0	0 00		3 600	8 3 01	147 168 00										
American Express Company				3 900	8 15 01	151 437 00										
American Express Company				4 100	8 22 01	148 953 00										
American Express Company				4 300	9 7 01	148 608 00						15 900	596 166 00	32 910	523 269 00	1 272 00
Automatic Data Processing Inc	0	0 00		3 000	8 1 01	150 062 10										
Automatic Data Processing Inc				3 200	8 3 01	150 432 00						6 200	300 494 10	55 460	343 852 00	635 50
Estee Lauder Companies Inc	0	0 00		3 900	8 1 01	151 086 00										
Estee Lauder Companies Inc				4 100	9 17 01	147 846 00										
Estee Lauder Companies Inc				4 700	9 26 01	150 019 77						12 700	448 951 77	33 370	423 799 00	195 00
Federal Home Loan Mortgage Corp	0	0 00		2 200	8 3 01	151 492 00										
Federal Home Loan Mortgage Corp				2 300	8 24 01	151 777 00										
Federal Home Loan Mortgage Corp				2 400	9 7 01	147 696 00						6 900	450 965 00	66 170	456 573 00	1 380 00
General Electric Co	0	0 00		3 600	8 1 01	153 936 00										
General Electric Co				3 700	8 17 01	150 331 00										
General Electric Co				4 400	9 19 01	141 047 72						11 700	445 314 72	38 500	450 450 00	1 872 00
Home Depot Inc	0	0 00		3 400	9 6 01	150 560 50										
Home Depot Inc				3 600	9 7 01	151 416 00										
Home Depot Inc				4 500	9 20 01	148 315 05						11 500	450 291 55	46 650	536 475 00	0 00
IMS Health Inc	0	0 00		5 900	8 3 01	151 984 00										
IMS Health Inc				6 100	10 18 01	140 666 00						12 000	292 650 00	20 480	245 760 00	0 00

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Inventory as at December 1 2000			Acquisitions			Sales			Inventory as at November 30 2001					2000/2001 Income Received
No Shares or Par	Cost	No Shares or Par	Date	Cost	No Shares or Par	Date	Sales Proceeds	Book Cost	Book Gain/(Loss)	No Shares or Par	Cost	Market Value	Market Value	Income Received
Kimberly Clark Corp	0	0 00	2 500	8 3 01	154 275 00									
Kimberly Clark Corp			2 600	10 16 01	146 016 00					5 100	300 291 00	58 170	296 667 00	700 00
Merck & Co Inc	0	0 00	2 200	8 3 01	148 082 00					2 200	148 082 00	67 750	149 050 00	770 00
Merck & Co Inc														
Northern Trust Corp	0	0 00	2 400	8 23 01	148 088 40									
Northern Trust Corp			2 200	8 30 01	127 182 00									
Northern Trust Corp			2 900	9 10 01	152 482 58					7 500	427 752 98	57 840	433 800 00	713 00
Omnicom Group Inc	0	0 00	2 000	8 30 01	153 120 00									
Omnicom Group Inc			2 100	9 6 01	152 691 00									
Omnicom Group Inc			2 200	9 21 01	145 332 00									
Omnicom Group Inc			2 400	9 21 01	144 144 00					8 700	595 287 00	85 860	746 982 00	1 260 00
Pfizer Inc	0	0 00	3 600	8 3 01	146 880 00									
Pfizer Inc			3 900	8 30 01	150 735 00					7,500	297 615 00	43 310	324 825 00	396 00
Principal Financial Group Inc	0	0 00	14 000	10 22 01	259 000 00	14 000	10 30 01	307 149 73	259 000 00	48 149 73	0	0 00		0 00
United Parcel Service Inc Cl B	0	0 00	2 600	8 3 01	147 576 00									
United Parcel Service Inc Cl B			2 300	8 30 01	125 603 00					4 900	273 179 00	56 220	275 478 00	494 00
Wal Mart Stores Inc	0	0 00	3 000	8 23 01	149 260 50									
Wal Mart Stores Inc			3 200	8 30 01	151 392 00					6 200	300 652 50	55 150	341 930 00	434 00
Weight Watchers Inc	0	0 00	1 100	11 14 01	26 400 00	1 100	11 21 01	35 022 83	26 400 00	8 622 83	0	0 00		0 00
GOLDMAN SACHS TOTALS		0 00			6 500 801 62			342 172 56	285 400 00	56 772 56	6 215 401 62		6 524 370 00	11 436 10
TOTAL COMMON STOCKS	28 260 183 11				18 172 123 80			21 585 133 92	21 607 065 26	(21 931 34)	24 825 241 65		26 303 418 00	285 376 59
GRAND TOTALS SECURITY HOLDINGS	30 208 519 05				18 793 668 75			21 585 133 92	21 607 065 26	(21 931 34)	27 395 122 54		29 294 787 64	906 931 23