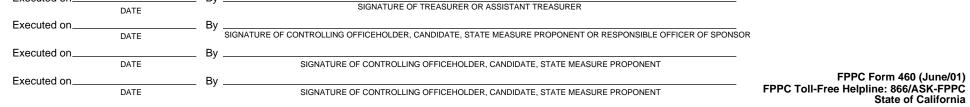
Page <u>1</u> of <u>44</u> nth, Day, Year)
For Official Use Only
2
pe of Statement:
Pre-election Statement Quarterly Statement Semi-annual Statement Special Odd-Year Report Termination Statement Supplemental Preelection Amendment (Explain below) Statement - Attach Form 495 INCLUDE ADDITIONAL ACCRUED EXPENSE
surer(s)
F TREASURER NIELSEN, JR.
AEL CA 94901 (415) 389-6800
F ASSISTANT TREASURER, IF ANY LIM
ADDRESS
AEL CA 94901 (415) 389-6800



COVER PAGE - PART 2

CALIFORNIA FORM 460
Page 2 of 44

5. Officeholder or Candidate Controlled Committee

NAME OF OFFICEHOLDER OR CAI	NDIDATE				
OFFICE SOUGHT OR HELD (INCLL	JDE LOCATION AND E	DISTRICT	NUMBER IF	APPLICABLE)	1
RESIDENTIAL/BUSINESS ADDRES	S (NO. AND STREET)	CIT	Y	STATE	ZIP
Related Committees Not not included in this statement that contributions or to make expenditu	are controlled by you	or are p	imarily forn	List any comr ned to receive	nittees
COMMITTEE NAME			I.D.NUMBEF	२	
NAME OF TREASURER					E?
COMMITTEE ADDRESS STREET A	DDRESS (NO P.O.BO)	X)			
CITY	STATE	ZIP CC	DE	AREA CODE	/PHONE
COMMITTEE NAME			I.D.NUMBEF	२	
NAME OF TREASURER					E?
COMMITTEE ADDRESS STREET A	DDRESS (NO P.O.BO)	X)			
CITY	STATE	ZIP CC	DE	AREA CODE	/PHONE

6. Ballot Measure Committee

JURISDICTIO		SUPPORT						
STATEWIDE	l		OPPOSE					
eholder, candi	date, or state	measure pro	ponent, if any.					
NAME OF OFFICEHOLDER, CANDIDATE, OR PROPONENT								
		DISTRICT NO	. IF ANY					
ommittee	List names	of officeholder	(s) or candidate(s) Ffor					
CANDIDATE	OFFICE SOUC	GHT OR HELD	SUPPORT					
NAME OF OFFICEHOLDER OR CANDIDATE		OFFICE SOUGHT OR HELD						
CANDIDATE	OFFICE SOUC	GHT OR HELD	SUPPORT					
	STATEWIDE eholder, candi DIDATE, OR PR Committee y formed. CANDIDATE	DIDATE, OR PROPONENT COMMITTE Committee List names y formed. CANDIDATE OFFICE SOUC	STATEWIDE STATEW					

Attach continuation sheets if necessary

Campaign Disclosure Statement	Type or print in ink.		SUMMARY PAGE		
Summary Page	Amounts may be rounded to whole dollars.		nt covers period	CALIFORNIA FORM 460	
		through $\frac{03/1}{2}$		Page <u>3</u> of <u>44</u>	
SEE INSTRUCTIONS ON REVERSE NAME OF FILER				I.D. NUMBER	
NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. M COMPANY (SEE ATTACHMENT A)	IAJOR FUNDING BY PHILIP MO	RRIS USA AND R.J. REYNOL	DS TOBACCO	1336203	
Contributions Received	Column A TOTAL THIS PERIOD (FROM ATTACHED SCHEDULES)	Column B CALENDAR YEAR TOTAL TO DATE		Summary for Candidates th the State Primary and	
1. Monetary Contributions Schedule A, Line 3	\$12,000,000.00	\$12,000,000.00	General Electic	015	
2. Loans Received Schedule B, Line 7	\$0.00	\$0.00	1	/1 through 6/30 7/1 to Date	
3. SUBTOTAL CASH CONTRIBUTIONS Add Lines 1 + 2	\$12,000,000.00	\$12,000,000.00	20. Contribution Received\$	00 \$.00	
4. Nonmonetary Contributions Schedule C, Line 3	\$88,658.65	\$88,658.65			
5. TOTAL CONTRIBUTIONS RECEIVED Add Lines 3 + 4	\$12,088,658.65	\$12,088,658.65	21. Expenditures Made	00 \$.00	
Expenditures Made			Expenditure Li	mit Summary for State	
6. Payments Made Schedule E, Line 4	\$7,760,413.41	\$7,760,413.41	Candidates		
7. Loans Made Schedule H, Line 7	\$0.00	\$0.00		lative Expenditures Made*	
8. SUBTOTAL CASH PAYMENTS Add Lines 6 + 7	\$7,760,413.41	\$7,760,413.41	(If Subject	to Voluntary Expenditure Limit)	
9. Accrued Expenses (Unpaid Bills) Schedule F, Line 3	\$95,335.94	\$107,996.76	Date of Electio	n Total to Date	
10. Nonmonetary Adjustment Schedule C, Line 3	\$88,658.65	\$88,658.65	(mm/dd/yy)		
11. TOTAL EXPENDITURES MADE Add Lines 8 + 9 + 10	\$7,944,408.00	\$7,957,068.82			
Current Cash Statement					
12. Beginning Cash Balance Previous Summary Page, Line 16	\$291,881.31	To calculate Column B, add amounts in Column A to the			
13. Cash Receipts Column A, Line 3 above	\$12,000,000.00	corresponding amounts			
14. Miscellaneous Increases to Cash Schedule I, Line 4	\$0.00	from Column B of your last report. Some amounts in			
15. Cash Payments Column A, Line 8 above	\$7,760,413.41	Column A may be negative			
16. ENDING CASH BALANCE Add Lines 12 + 13 + 14, then subtract Line 15	\$4,531,467.90	figures that should be subtracted from previous			
If this is a termination statement, Line 16 must be zero.		period amounts. If this is the first report being filed			
17. LOAN GUARANTEES RECEIVED Schedule B, Part 2	\$0.00	for this calendar year, only carry over the amounts			
Cash Equivalents and Outstanding Debts		from Lines 2, 7, and 9 (if any).	*Since January 1, 2	001. Amounts in this section may be	
18. Cash Equivalents See instructions on reverse	\$0.00		different from amou	nts reported in Column B.	
19. Outstanding Debts Add Line 2 + Line 9 in Column B above	\$107,996.76				
			FPPC T	FPPC Form 460 (June/01) oll-Free Helpline: 866/ASK-FPPC	

NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. MAJOR FUNDING BY PHILIP MORRIS USA AND R.J. REYNOLDS TOBACCO COMPANY 1336203 (SEE ATTACHMENT A) AMOUNT CUMULATIVE TO DATE PER ELECTION IF AN INDIVIDUAL, ENTER FULL NAME, MAILING ADDRESS CONTRIBUTOR DATE OCCUPATION AND EMPLOYER RECEIVED THIS CALENDAR YEAR TO DATE AND ZIP CODE OF CONTRIBUTOR CODE * RECEIVED (IF SELF-EMPLOYED, ENTER NAME PERIOD (JAN. 1 - DEC. 31) (IF REQUIRED) (IF COMMITTEE, ALSO ENTER I.D. NUMBER) OF BUSINESS) 2/7/2012 AMERICAN SNUFF COMPANY, LLC (BY ITS SERVICE IND \$500.000.00 \$4.005.392.24 COMPANY, RAI SERVICES COMPANY), AN AFFILIATE OF COM **R.J. REYNOLDS TOBACCO COMPANY** OTH WINSTON-SALEM, NC 27101 PTY 2/7/2012 R.J. REYNOLDS TOBACCO COMPANY (BY ITS SERVICE IND \$3,172,000.00 \$4,005,392.24 COMPANY, RAI SERVICES COMPANY) COM WINSTON-SALEM, NC 27101 OTH PTY SCC 2/7/2012 SANTA FE NATURAL TOBACCO COMPANY (BY ITS IND \$328,000.00 \$4,005,392.24 SERVICE COMPANY, RAI SERVICES COMPANY), AN COM AFFILIATE OF R.J. REYNOLDS TOBACCO CO. OTH WINSTON-SALEM, NC 27101 PTY SCC 2/14/2012 JOHN MIDDLETON CO. (BY ITS SERVICE COMPANY, IND \$194,400.00 \$8,083,266.41 ALTRIA CLIENT SERVICES INC.), AN AFFILIATE OF PHILIP COM MORRIS USA INC. OTH SACRAMENTO, CA 95814 PTY SCC 2/14/2012 PHILIP MORRIS USA INC. AND ITS AFFILIATES (BY ITS IND \$7,004,000.00 \$8,083,266.41 SERVICE COMPANY, ALTRIA CLIENT SERVICES INC.) COM SACRAMENTO, CA 95814 OTH PTY **SUBTOTAL** Schedule A Summary *Contributor Codes 1. Amount received this period - contributions of \$100 or more. IND - Individual \$12,000,000.00 (Include all Schedule A subtotals.) COM - Recipient Committee (other than PTY or SCC) \$0.00 OTH - Other 2. Amount received this period - uniternized contributions of less than \$100 PTY - Political Party Total monetary contributions received this period.

\$12,000,000.00

FPPC Form 460 (JUNE/01) FPPC Toll-Free Helpline: 866/ASK-FPPC

of 44

Schedule A	
Monetary Contributions Received	

Type or print in ink. Amounts may be rounded to whole dollars.

01/01/2012 fro

m	01/01/2012

Statement covers period

through 03/17/2012

I.D. Number

CALIFORNIA

FORM

Page 4

SEE INSTRUCTIONS ON REVERSE

SCC - Small Contributor Committee

Schedule A (Continuation Sheet) Monetary Contributions Received		Amour	e or print in ink. hts may be rounded whole dollars.	Statement cov from 01/01/201	2	SCHEDULE A (CONT CALIFORNIA 460 FORM		
SEE INSTRUCTIO	NS ON REVERSE			through_03/17/201	2	Page 5	of_44	
NAME OF FILER	FORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDIN	NG. MAJOR FUND	ING BY PHILIP MORRIS USA AND	R.J. REYNOLDS TOB	ACCO COMPANY	I.D. Nur 1336203		
DATE RECEIVED	FULL NAME, MAILING ADDRESS AND ZIP CODE OF CONTRIBUTOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CONTRIBUTOR CODE *	IF AN INDIVIDUAL, ENTER OCCUPATION AND EMPLOYER (IF SELF-EMPLOYED, ENTER NAME OF BUSINESS)	AMOUNT RECEIVED THIS PERIOD	CUMULATIVE TO CALENDAR YE (JAN. 1 - DEC.	EAR	PER ELECTION TO DATE (IF REQUIRED)	
2/14/2012	UST LLC (BY ITS SERVICE COMPANY, ALTRIA CLIENT SERVICES INC.), AN AFFILIATE OF PHILIP MORRIS USA INC. SACRAMENTO, CA 95814	□ IND □ COM ■ OTH □ PTY □ SCC		\$801,600.00	\$8,083,266.41			
		□ IND □ COM □ OTH □ PTY □ SCC						
		□ IND □ COM □ OTH □ PTY □ SCC						
		□ IND □ COM □ OTH □ PTY □ SCC						
		□ IND □ COM □ OTH □ PTY □ SCC						
	·	•	SUBTOTA	L \$12,000,000.00		ı 		

*Contributor Codes IND - Individual COM - Recipient Committee (other than PTY or SCC) OTH - Other PTY - Political Party SCC - Small Contributor Committee

SCHEDULE B - PART 1

Schedule B – Part 1			ype or print in in		Ctatamant a		SCHEL	DULE B - PART 1
Loans Received		Amounts may be rounded to whole dollars.			Statement co	•	CALIFORNIA FORM 460	
					from	2	FORM	700
SEE INSTRUCTIONS ON REVERSE					through $\underline{03/17/2}$	2012	Page _6	of _44
NAME OF FILER							I.D. NUMBER	
NO ON 29 - CALIFORNIANS AGAINST OUT-OF- (SEE ATTACHMENT A)	CONTROL TAXES AND SPENDIN	G. MAJOR FUNDI	NG BY PHILIP MO	ORRIS USA AND F	J. REYNOLDS TOB	ACCO COMPAN	Y 1336203	
FULL NAME, STREET ADDRESS AND ZIP CODE OF LENDER (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	IF AN INDIVIDUAL, ENTER OCCUPATION AND EMPLOYER (IF SELF-EMPLOYED, ENTER NAME OF BUSINESS)	(a) OUTSTANDING BALANCE BEGINNING THIS PERIOD	(b) AMOUNT RECEIVED THIS PERIOD	(c) AMOUNT PAID OR FORGIVEN THIS PERIOD*	(d) OUTSTANDING BALANCE AT CLOSE OF THIS PERIOD	(e) INTEREST PAID THIS PERIOD	(f) ORIGINAL AMOUNT OF LOAN	(g) CUMULATIVE CONTRIBUTIONS TO DATE
				PAID				CALENDAR YEAR
						% RATE		PER ELECTION**
					DATE DUE		DATE INCURRED	
				PAID				CALENDAR YEAR
						% RATE		PER ELECTION**
					DATE DUE		DATE INCURRED	
				PAID				CALENDAR YEAR
						% RATE		PER ELECTION**
					DATE DUE		DATE INCURRED	
		SUBTOTALS						
Schedule B Summary 1. Loans received this period.							Enter (e) on Schedule E, Line 3)	
(Total Column (b) plus unitemized loan	s less than \$100.)					Г		
2. Loans paid or forgiven this period (Total Column (c) plus loans under \$10 (Include loans paid by a third party that	0 paid or forgiven.) are also itemized on Scheo	dule A.)					* Amounts forg another party a reported on Sci	iven or paid by Ilso must be hedule A.
3. Net change this period. (Subtract Lin Enter the net here and on the Summary					Net (may be a neg	ative number)	** If required.	
*Contributor Codes IND-Individual COM-Recipient Committee (other than PTY or SCC)	OTH-Other PTY	-Political Party	SCC-Small Co	ntributor Committee	FPPC		rm 460 (June/01) e: 866/ASK-FPPC

Schedule B - Part 2 Loan Guarantors	Amounts may be rounded				riod	CALIFOF FORM	
SEE INSTRUCTIONS ON REVERSE NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CON (SEE ATTACHMENT A)	TROL TAXES AND	SPENDING. MAJOR FUNDING BY	PHILIP MORRIS USA AND I	through <u>03/17/2012</u> R.J. REYNOLDS TOBACCO (COMPANY	Page 7 I.D. Number 1336203	of <u>44</u>
FULL NAME, STREET ADDRESS AND ZIP CODE OF GUARANTOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CONTRIBUTOR CODE	IF AN INDIVIDUAL, ENTER OCCUPATION AND EMPLOYER (IF SELF-EMPLOYED, ENTER NAME OF BUSINESS)	LOAN	AMOUNT GUARANTEED THIS PERIOD	CUMUL TO D		BALANCE OUTSTANDING TO DATE
			LENDER		CALENDA	R YEAR	
	□ COM □ OTH □ PTY □ SCC		DATE		PER ELEC (IF REQU	CTION RED)	
			LENDER		CALENDA	R YEAR	
			DATE		PER ELEC (IF REQU	CTION RED)	
			LENDER		CALENDA	R YEAR	
			DATE	_	PER ELEC (IF REQU	CTION RED)	
			LENDER		CALENDA	R YEAR	
			DATE		PER ELEC (IF REQU	CTION RED)	
			SUB	TOTAL	Enter Summary Line 17	on Page, only.	

Schedule C Nonmonstany Contributions Passived

Type or print in ink. Amounts may be rounded

SCHEDULE C

Nonmonetary Contributions Received			to whole dollars.			Statement covers period from 01/01/2012			california 460 form	
NAME OF FILE NO ON 29 - C	NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. MAJOR FUNDING BY PHILIP MORRIS USA AND R.J. REYNOLDS TOBACCO COMPANY (SEE ATTACHMENT A)								of <u>44</u>	
DATE RECEIVED	FULL NAME, STREET ADDRESS AND ZIP CODE OF CONTRIBUTOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CONTRIBUTOR CODE *	IF AN INDIVIDUAL, ENTER OCCUPATION AND EMPLOYER (IF SELF-EMPLOYED, ENTER NAME OF BUSINESS)	DESCRIPTION (GOODS OR SERV		AMOUNT/ FAIR MARKET VALUE	CUMULAT DAT CALENDA (JAN 1 - I	E R YEAR	PER ELECTION TO DATE (IF REQUIRED)	
1/13/2012	PHILIP MORRIS USA INC. AND ITS AFFILIATES (BY ITS SERVICE COMPANY, ALTRIA CLIENT SERVICES INC.) SACRAMENTO, CA 95814	□ IND □ COM ■ OTH □ PTY □ SCC		FOOD & BEVERA	GE	\$83.72	\$8,083,266.4	1		
2/10/2012	PHILIP MORRIS USA INC. AND ITS AFFILIATES (BY ITS SERVICE COMPANY, ALTRIA CLIENT SERVICES INC.) SACRAMENTO, CA 95814	□ IND □ COM ■ OTH □ PTY □ SCC		CAMPAIGN SERV	ICES	\$50,000.00	\$8,083,266.4	1		
1/31/2012	PHILIP MORRIS USA INC. AND ITS AFFILIATES (BY ITS SERVICE COMPANY, ALTRIA CLIENT SERVICES INC.) SACRAMENTO, CA 95814	□ IND □ COM ■ OTH □ PTY □ SCC		CONSULTING		\$7,008.13	\$8,083,266.4	1		
2/10/2012	PHILIP MORRIS USA INC. AND ITS AFFILIATES (BY ITS SERVICE COMPANY, ALTRIA CLIENT SERVICES INC.) SACRAMENTO, CA 95814	□ IND □ COM ■ OTH □ PTY □ SCC		CAMPAIGN SERV	ICES	\$26,174.56	\$8,083,266.4	1		
Attach ad	ditional information on appropriately labeled	continuation	sheets.	SUBTO	TAL	\$88,658.65				

Schedule C Summary

 Amount received this period - nonmonetary contributions of \$100 or more. 		*Contributor Codes
(Include all Schedule C subtotals.)	\$88,658.65	IND - Individual
2. Amount received this period - unitemized nonmonetary contributions of less than \$100	\$0.00	COM- Recipient Committee (other than PTY or SCC) OTH - Other
 Total nonmonetary contributions received this period. (Add Lines 1 and 2. Enter here and on the Summary Page, Column A, Lines 4 and 10.)	\$88,658.65	PTY - Political Party SCC - Small Contributor Committee

Schedule C Nonmonetary Contributions Received

Type or print in ink. Amounts may be rounded SCHEDULE C

Nonmoi	netary Contributions Received			ble dollars.	S fron	tatement covers p 01/01/2012	Deriod	CALIFO FOF	ORNIA 460
SEE INSTRUC	TIONS ON REVERSE				thro	ugh <u>03/17/2012</u>		Page <u>9</u>	of <u>44</u>
NAME OF FILE	R ALIFORNIANS AGAINST OUT-OF-CONTROL TAXES .	AND SPENDING.	MAJOR FUNDING BY PHILIP N	IORRIS USA AND	R.J. REY	YNOLDS TOBACCO	O COMPANY	I.D. Numb 1336203	er
DATE RECEIVED	FULL NAME, STREET ADDRESS AND ZIP CODE OF CONTRIBUTOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CONTRIBUTOR CODE *	IF AN INDIVIDUAL, ENTER OCCUPATION AND EMPLOYER (IF SELF-EMPLOYED, ENTER NAME OF BUSINESS)	DESCRIPTION GOODS OR SERV		AMOUNT/ FAIR MARKET VALUE	CUMULAT DAT CALENDAI (JAN 1 - D	E R YEAR	PER ELECTION TO DATE (IF REQUIRED)
2/29/2012	R.J. REYNOLDS TOBACCO COMPANY (BY ITS SERVICE COMPANY, RAI SERVICES COMPANY) WINSTON-SALEM, NC 27101	□ IND □ COM ■ OTH □ PTY □ SCC		CAMPAIGN SERV	VICES	\$5,392.24	\$4,005,392.2	4	
		IND COM OTH PTY SCC							
		□ IND □ COM □ OTH □ PTY □ SCC							
		IND COM OTH PTY SCC							
Attach ad	ditional information on appropriately labeled	l continuation	sheets.	SUBTO	DTAL	\$88,658.65			
Schedul	e C Summary								

1. Amount received this period - nonmonetary contributions of \$100 or more.	*Contributor Codes
(Include all Schedule C subtotals.)	IND - Individual
2. Amount received this period - unitemized nonmonetary contributions of less than \$100	COM- Recipient Committee (other than PTY or SCC) OTH - Other
 Total nonmonetary contributions received this period. (Add Lines 1 and 2. Enter here and on the Summary Page, Column A, Lines 4 and 10.)	PTY - Political Party SCC - Small Contributor Committee

1647506-1

Schedule D Summary of Expenditures Supporting/Opposing Other Candidates, Measures and Committees		Type or print in Amounts may be r to whole dolla	ounded	Statement co		CALIFORNIA FORM 460	
	NS ON REVERSE			through 03/17/20	12	Page	
NAME OF FILER NO ON 29 - CAL SEE ATTACHM	IFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDINC ENT A)	. MAJOR FUNDING BY PH	ILIP MORRIS USA AND	R.J. REYNOLDS TOP	BACCO COMPANY	1	UMBER 203
DATE	NAME OF CANDIDATE, OFFICE, AND DISTRICT, OR MEASURE NUMBER OR LETTER AND JURISDICTION, OR COMMITTEE	TYPE OF PAYMENT	DESCRIPTION (IF REQUIRED)	AMOUNT THIS PERIOD	CUMULATIVE TC CALENDAR YI (JAN.1 - DEC.	EAR	PER ELECTION TO DATE (IF REQUIRED)
		☐ Monetary Contribution					
		Nonmonetary Contribution					
		Independent Expenditure					
	Support Oppose						
		Contribution					
		Nonmonetary Contribution					
		Independent Expenditure					
	Support Oppose						
		Contribution					
		Nonmonetary Contribution					
	Support Oppose	Independent Expenditure					
			SUBTOTAL				
							<u></u>
Schedule	D Summary						

1. Contributions and independent expenditures made this period of \$100 or more. (Include all Schedule D subtotals.)	
2. Unitemized contributions and independent expenditures made this period of under \$100	
3. Total contributions and independent expenditures made this period. (Add Lines 1 and 2. Do not enter on the Summary Page.)	TOTAL

FPPC Form 460 (June/01) FPPC Toll-Free Helpline: 866/ASK-FPPC

Schedule E Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>11</u> of <u>44</u>
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES A (SEE ATTACHMENT A)	I.D. NUMBER 1336203		

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
	campaign consultants		meetings and appearances		returned contributions
			a 11		
CIR	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration
LIT	campaign literature and mailings	PRT	print ads	WEB	information technology costs (internet, email)

NAME AND ADDRESS OF PAYEE (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE O	R DESCRIPTION OF PAYMENT	AMOUNT PAID
GCW MEDIA SERVICES ROSEVILLE, CA 95661		PARTIAL REFUND	(\$4,500.00)
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661		SEE SCHEDULE G	\$1,105.76
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	LIT		\$280.15

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E Summary

1647506-1

1. Payments made this period of \$100 or more. (Include all Schedule E subtotals.)	\$7,760,413.41
2. Unitemized payments made this period of under \$100.	<u>\$0.00</u>
3. Total interest paid this period on loans. (Enter amount from Schedule B, Part 1, Column (e).)	\$0.00
4. Total payments made this period. (Add lines 1, 2, and 3. Enter here and on the Summary Page, Column A, Line 6.)	\$7,760,413.41

SUBTOTAL

SCHEDULE E

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460		
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>12</u> of <u>44</u>		
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES (SEE ATTACHMENT A)	I.D. NUMBER 1336203				

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
CTB	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/spons
	lagel defense		professional convision (logal consulting)	VOT	votor registration

- LEG legal defense
- LIT campaign literature and mailings

- PRO professional services (legal, accounting)
- PRT print ads

- or
- VOT voter registration
- WEB information technology costs (internet, email)

CODE	OR DESCRIPTION OF PAYMENT	
	REIMBURSED EXPENSES UNDER \$500	\$501.52
PRO	VIGO G. NIELSEN, JR., COMMITTEE TREASURER, IS A PARTNER OF PAYEE	\$10,697.46
CNS		\$45,000.00
CNS		\$85,000.00
	REIMBURSED EXPENSES	\$75.93
	PRO	REIMBURSED EXPENSES UNDER \$500 PRO VIGO G. NIELSEN, JR., COMMITTEE TREASURER, IS A PARTNER OF PAYEE CNS

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>13</u> of <u>44</u>
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES A (SEE ATTACHMENT A)	ND SPENDING. MAJOR FUNDING BY PHILIP MORRIS USA AND R	J. REYNOLDS TOBACCO COMPANY	I.D. NUMBER 1336203

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
CTB	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration

campaign literature and mailings LIT

- PRT print ads

- WEB information technology costs (internet, email)

CODE	OR DESCRIPTION OF PAYMENT	
PRO	VIGO G. NIELSEN, JR., COMMITTEE TREASURER, IS A PARTNER OF PAYEE	\$60,418.75
CNS		\$5,000.00
CNS		\$5,000.00
CNS		\$10,000.00
CNS		\$6,000.00
-	PRO CNS CNS CNS	PRO VIGO G. NIELSEN, JR., COMMITTEE TREASURER, IS A PARTNER OF PAYEE CNS CNS CNS CNS CNS

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

SUBTOTAL

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460	
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>14</u> of <u>44</u>	
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES (SEE ATTACHMENT A)	I.D. NUMBER 1336203			

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
СТВ	contribution (explain nonmonetary)*		office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration
LIT	campaign literature and mailings	PRT	print ads	WEB	information technology costs (internet, email)

NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE O	R DESCRIPTION OF PAYMENT	AMOUNT PAID
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	CNS		\$25,000.00
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	CNS		\$25,000.00
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825		REIMBURSED EXPENSES UNDER \$500	\$539.19
SCHUBERT FLINT PUBLIC AFFAIRS SACRAMENTO, CA 95814	CNS		\$75,000.00
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661		SEE SCHEDULE G	\$2,786.04

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460	
SEE INSTRUCTIONS ON REVERSE		through 03/17/2012	Page <u>15</u> of <u>44</u>	
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND (SEE ATTACHMENT A)	I.D. NUMBER 1336203			

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
СТВ	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration
LIT	campaign literature and mailings	PRT	print ads	WEB	information technology costs (internet, email)

CODE OR	DESCRIPTION OF PAYMENT	AMOUNT PAID
CNS		\$5,000.00
RE	IMBURSED EXPENSES	\$151.82
CNS		\$5,000.00
SEI	E SCHEDULE G	\$1,050,005.85
OFC		\$130.00
	CNS RE	CNS CNS CNS CNS SEE SCHEDULE G

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	SCHEDULE E (CONT.) CALIFORNIA FORM 460	
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>16</u> of <u>44</u>	
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXE (SEE ATTACHMENT A)	I.D. NUMBER 1336203			

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
CTB	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration
LIT	campaign literature and mailings	PRT	print ads	WEB	information technology costs (internet, email)

CODE OR	DESCRIPTION OF PAYMENT	AMOUNT PAID
CNS		\$25,000.00
CNS		\$5,000.00
PARTIAL F	REFUND	(\$750.00)
PARTIAL F	REFUND	(\$140,000.78)
SEE SCHEI	DULE G	\$5,950,033.15
	CNS CNS PARTIAL I PARTIAL I	CNS

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460	
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>17</u> of <u>44</u>	
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE (SEE ATTACHMENT A)	I.D. NUMBER 1336203			

CNS CTB	campaign paraphernalia/misc. campaign consultants contribution (explain nonmonetary)* civic donations	MTG OFC	member communications meetings and appearances office expenses petition circulating	RFD SAL	radio airtime and production costs returned contributions campaign workers' salaries t.v. or cable airtime and production costs
	candidate filing/ballot fees		phone banks		candidate travel, lodging, and meals
	fundraising events	POL	polling and survey research		staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration

LIT campaign literature and mailings

- PRT print ads

WEB information technology costs (internet, email)

NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE C	OR DESCRIPTION OF PAYMENT	AMOUNT PAID
GCW MEDIA SERVICES ROSEVILLE, CA 95661 Memo Reference: EXP583	 	SEE SCHEDULE G	\$25,000.00
CAPITOL MATRIX CONSULTING, LLC LINCOLN, CA 95648	CNS		\$20,000.00
CREATIVE MEDIA GROUP, LLC FOLSOM, CA 95630	CNS		\$10,000.00
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661		SEE SCHEDULE G	\$3,715.41
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661	CNS		\$85,000.00

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>18</u> of <u>44</u>
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND (SEE ATTACHMENT A)	I.D. NUMBER 1336203		

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
CTB	contribution (explain nonmonetary)*		office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration
LIT	campaign literature and mailings	PRT	print ads	WEB	information technology costs (internet, email)

NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OR	DESCRIPTION OF PAYMENT	AMOUNT PAID
JONEL LARGAESPADA BENICIA, CA 94510	CNS		\$5,000.00
ILVINA MARTINEZ ACRAMENTO, CA 95825	CNS		\$5,000.00
IB PUBLIC AFFAIRS, INC. ACRAMENTO, CA 95814	REIN	MBURSED EXPENSES	\$3.95
IB PUBLIC AFFAIRS, INC. ACRAMENTO, CA 95814	CNS		\$10,000.00
IERIDIAN PACIFIC, INC. ACRAMENTO, CA 95825	CNS		\$25,000.00

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>19</u> of <u>44</u>
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXE (SEE ATTACHMENT A)	I.D. NUMBER 1336203		

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
CTB	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/sponsor
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration
LIT	campaign literature and mailings	PRT	print ads	WEB	information technology costs (internet, email)

NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE C	DR DESCRIPTION OF PAYMENT	AMOUNT PAID
MILLER PUBLIC AFFAIRS GROUP, INC. SACRAMENTO, CA 95814		REIMBURSED EXPENSES	\$130.00
MILLER PUBLIC AFFAIRS GROUP, INC. SACRAMENTO, CA 95814	CNS		\$25,000.00
NIELSEN MERKSAMER PARRINELLO GROSS & LEONI LLP SACRAMENTO, CA 95814	PRO	VIGO G. NIELSEN, JR., COMMITTEE TREASURER, IS A PARTNER OF PAYEE	\$192,135.44
SCHUBERT FLINT PUBLIC AFFAIRS SACRAMENTO, CA 95814		REIMBURSED EXPENSES	\$60.70
SCHUBERT FLINT PUBLIC AFFAIRS SACRAMENTO, CA 95814	CNS		\$75,000.00

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

Schedule E (Continuation Sheet) Payments Made	Type or print in ink. Amounts may be rounded to whole dollars.	Statement covers period from01/01/2012	CALIFORNIA FORM 460	Ĺ
SEE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page 20 of 44	
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AN (SEE ATTACHMENT A)	I.D. NUMBER 1336203			

CMP	campaign paraphernalia/misc.	MBR	member communications	RAD	radio airtime and production costs
CNS	campaign consultants	MTG	meetings and appearances	RFD	returned contributions
CTB	contribution (explain nonmonetary)*	OFC	office expenses	SAL	campaign workers' salaries
CVC	civic donations	PET	petition circulating	TEL	t.v. or cable airtime and production costs
FIL	candidate filing/ballot fees	PHO	phone banks	TRC	candidate travel, lodging, and meals
FND	fundraising events	POL	polling and survey research	TRS	staff/spouse travel, lodging, and meals
IND	independent expenditure supporting/opposing others (explain)*	POS	postage, delivery and messenger services	TSF	transfer between committees of the same candidate/spo
LEG	legal defense	PRO	professional services (legal, accounting)	VOT	voter registration

legal defense LIT campaign literature and mailings

- PRO professional services (legal, accounting)
- PRT print ads

- onsor
- VOI voter registration
- WEB information technology costs (internet, email)

NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE C	DR DESCRIPTION OF PAYMENT	AMOUNT PAID
THE DOLPHIN GROUP STRATEGIC PUBLIC AFFAIRS LOS ANGELES, CA 90025		SEE SCHEDULE G	\$3,093.07
VOTER/CONSUMER RESEARCH, INC. WASHINGTON, DC 20002	POL		\$23,800.00

* Payments that are contributions or independent expenditures must also be summarized on Schedule D.

SUBTOTAL \$7,760,413.41

SCHEDULE F

Schedule F Accrued Expenses (Unpaid Bills)	Type or print in in Amounts may be rou to whole dollars	Inded	Statement cove from01/01/201	2	CALIFORNIA FORM 460
SEE INSTRUCTIONS ON REVERSE			through <u>03/17/201</u>	2	Page <u>21</u> of <u>44</u>
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE (SEE ATTACHMENT A)	NDING. MAJOR FUNDING BY F	PHILIP MORRIS USA ANI	D R.J. REYNOLDS TOBA	CCO COMPANY	I.D. NUMBER 1336203
CODES: If one of the following codes accurately describes	the payment, you may ent	ter the code. Otherw	rise, describe the pa	yment.	
CMP campaign paraphernalia/misc. CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations FIL candidate filing/ballot fees FND fundraising events IND independent expenditure supporting/opposing others (explain)* LEG legal defense LIT campaign literature and mailings	MBRmember communicationMTGmeetings and appearaOFCoffice expensesPETpetition circulatingPHOphone banksPOLpolling and survey resePOSpostage, delivery and the survey resePROprofessional services (PRTprint ads	inces earch messenger services	TRC candidate TRS staff/spou TSF transfer b VOT voter regi	s oduction costs	
NAME AND ADDRESS OF CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OR DESCRIPTION OF PAYMENT	(a) OUTSTANDING BALANCE BEGINNING OF THIS PERIOD	(b) AMOUNT INCURRED THIS PERIOD	(C) AMOUNT PA THIS PERIO (ALSO REPORT OF	D BALANCE AT CLOSE
NIELSEN MERKSAMER PARRINELLO GROSS & LEONI LLP SACRAMENTO, CA 95814	PRO VIGO G. NIELSEN, JR., COMMITTEE TREASURER, IS A PARTNER OF PAYEE	\$10,697.46	\$0.00	\$10,697.46	\$0.00
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	LIT	\$280.15	\$0.00	\$280.15	\$0.00
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	REIMBURSED EXPENSES UNDER \$500	\$501.52	\$0.00	\$501.52	\$0.00
* Payments that are contributions or independent expenditures must also be summarized on Schedule D.	SUBTOTALS				
Schedule F Summary					
1. Total accrued expenses incurred this period. (Include all Saccrued expenses of \$100 or more, plus total unitemized a	chedule F, Column (b) sul accrued expenses under \$	btotals for 100.)	INC	CURRED TOT	TALS <u>\$107,996.76</u>
2. Total accrued expenses paid this period. (Include all Scher accrued expenses of \$100 or more, plus total unitemized p				. PAID TOT	TALS <u>\$12,660.82</u>
3. Net change this period. (Subtract Line 2 from Line 1. Enter on the Summary Page, Column A, Line 9.)	er the difference here and				NET <u>\$95,335.94</u> May be a negative number.

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Schedule F (Continuation Sheet) Accrued Expenses (Unpaid Bills)	Type or print in in Amounts may be rou to whole dollar:	unded	Statement cove from 01/01/20 through 03/17/20	12	$\begin{array}{c} \text{CALIFORNIA} \text{ 460} \\ \text{FORM} \end{array} \\ \text{Page} \frac{22}{2} \text{of} \frac{44}{2} \end{array}$
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SP (SEE ATTACHMENT A)	ENDING. MAJOR FUNDING BY	PHILIP MORRIS USA ANI	D R.J. REYNOLDS TOBA	CCO COMPANY	I.D. NUMBER 1336203
CODES: If one of the following codes accurately describes CMP campaign paraphernalia/misc. CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations FIL candidate filing/ballot fees FND fundraising events	the payment, you may en MBR member communicatin MTG meetings and appeara OFC office expenses PET petition circulating PHO phone banks POL polling and survey res	ons ances	RAD radio airt RFD returned SAL campaigu TEL t.v. or cal TRC candidate	ime and production	es roduction costs and meals
IND independent expenditure supporting/opposing others (explain)* LEG legal defense LIT campaign literature and mailings *Payments that are contributions or independent expenditures must also be sur	POS postage, delivery and PRO professional services PRT print ads	messenger services	TSF transfer b VOT voter reg	between committe	g, and means ees of the same candidate/sponsor sts (internet, email)
NAME AND ADDRESS OF CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OR DESCRIPTION OF PAYMENT	(a) OUTSTANDING BALANCE BEGINNING OF THIS PERIOD	(b) AMOUNT INCURRED THIS PERIOD	(C) AMOUNT PA THIS PERIC (ALSO REPORT C	DD BALANCE AT CLOSE
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661	SEE SCHEDULE G	\$1,105.76	\$0.00	\$1,105.76	\$0.00
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661	REIMBURSED EXPENSES	\$75.93	\$0.00	\$75.93	\$0.00
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661	SEE SCHEDULE G	\$0.00	\$4,411.77	\$0.00	\$4,411.77
THE DOLPHIN GROUP STRATEGIC PUBLIC AFFAIRS LOS ANGELES, CA 90025	CNS	\$0.00	\$5,000.00	\$0.00	\$5,000.00
	SUBTOTALS				

Schedule F (Continuation Sheet) Accrued Expenses (Unpaid Bills)	Type or print in in Amounts may be rou to whole dollars	unded	Statement cover	2	CALIFORNIA FORM 460
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SP			through <u>03/17/201</u>		Page 23 of 44 I.D. NUMBER 1336203
(SEE ATTACHMENT A)	ENDING. MAJOR FUNDING BT	I IIILII MOKKIS USA AN	D K.J. KETNOLDS TODA		1550205
CODES: If one of the following codes accurately describes CMP campaign paraphernalia/misc. CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations FIL candidate filing/ballot fees FND fundraising events IND independent expenditure supporting/opposing others (explain)* LEG legal defense	MBR member communication MTG meetings and appears OFC office expenses PET petition circulating PHO phone banks POL polling and survey res POS postage, delivery and PRO professional services	ons ances search messenger services	RAD radio airti RFD returned SAL campaigr TEL t.v. or cat TRC candidate TRS staff/spou TSF transfer b VOT voter regi	me and productions contributions workers' salarie ble airtime and pr travel, lodging, use travel, lodging, etween committe stration	es roduction costs and meals g, and meals sees of the same candidate/sponsor
LIT campaign literature and mailings *Payments that are contributions or independent expenditures must also be sur NAME AND ADDRESS OF CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	PRT print ads mmarized on Schedule D. CODE OR DESCRIPTION OF PAYMENT	(a) OUTSTANDING BALANCE BEGINNING	(b) AMOUNT INCURRED THIS PERIOD	(c) AMOUNT PA THIS PERIO	DD BALANCE AT CLOSE
CREATIVE MEDIA GROUP, LLC FOLSOM, CA 95630	CNS	OF THIS PERIOD \$0.00	\$10,000.00	(ALSO REPORT C	\$10,000.00
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661	SEE SCHEDULE G	\$0.00	\$2,456.02	\$0.00	\$2,456.02
SCHUBERT FLINT PUBLIC AFFAIRS SACRAMENTO, CA 95814	REIMBURSED EXPENSES UNDER \$500	\$0.00	\$1,377.23	\$0.00	\$1,377.23
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	SEE SCHEDULE G	\$0.00	\$4,008.66	\$0.00	\$4,008.66
	SUBTOTALS				

Schedule F (Continuation Sheet) Accrued Expenses (Unpaid Bills)	Type or print in ir Amounts may be rou to whole dollars	Ints may be rounded o whole dollars. Stateme from 0 Image: state of the state o	Statement cove from 01/01/20 through 03/17/20	12	CALIFORI FORM Page 24	NIA 460
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SP (SEE ATTACHMENT A)	ENDING. MAJOR FUNDING BY I	PHILIP MORRIS USA ANI	D R.J. REYNOLDS TOBA	CCO COMPANY	I.D. NUMBER 1336203	
CODES: If one of the following codes accurately describes	s the payment, you may en	ter the code. Otherw	vise, describe the pa	ayment.		
 CMP campaign paraphernalia/misc. CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations FIL candidate filing/ballot fees FND fundraising events IND independent expenditure supporting/opposing others (explain)* LEG legal defense LIT campaign literature and mailings *Payments that are contributions or independent expenditures must also be sure 	PRO professional services PRT print ads	ances earch messenger services	RFD returned SAL campaig TEL t.v. or ca TRC candidat TRS staff/spor TSF transfer b VOT voter reg	n workers' salarie ble airtime and pr e travel, lodging, use travel, lodging between committe	es roduction costs and meals g, and meals ees of the same	e candidate/sponsor
NAME AND ADDRESS OF CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OR DESCRIPTION OF PAYMENT	OUTSTANDING BALANCE BEGINNING	(b) AMOUNT INCURRED THIS PERIOD	(C) AMOUNT P/ THIS PERIC (ALSO REPORT C	DD BAI	(d) DUTSTANDING LANCE AT CLOSE DF THIS PERIOD
MERIDIAN PACIFIC, INC. SACRAMENTO, CA 95825	SEE SCHEDULE G	\$0.00	\$1,019.01	\$0.00	\$1,01	9.01
MILLER PUBLIC AFFAIRS GROUP, INC. SACRAMENTO, CA 95814	CNS	\$0.00	\$25,000.00	\$0.00	\$25,0	000.00
MILLER PUBLIC AFFAIRS GROUP, INC. SACRAMENTO, CA 95814	OFC	\$0.00	\$444.83	\$0.00	\$444.	83
WINSTON & STRAWN LLP CHICAGO, IL 60601	PRO	\$0.00	\$141.00	\$0.00	\$141.	.00
	SUBTOTALS	1			I	

Schedule F (Continuation Sheet) Accrued Expenses (Unpaid Bills)	ANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. MAJOR FUNDING BY P ANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. MAJOR FUNDING BY P f the following codes accurately describes the payment, you may ent hernalia/misc. MBR member communicatio MITG meetings and appeara OFC office expenses pallot fees PL petition circulating phone banks POL polling and survey rese post postage, delivery and r PRO professional services (in the professional servi	Inded	Statement cove from 01/01/201 through 03/17/201	2	CALIFORNIA 460 Page 25 of 44
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE (SEE ATTACHMENT A)	NDING. MAJOR FUNDING BY I	PHILIP MORRIS USA ANI	D R.J. REYNOLDS TOBA	CCO COMPANY	I.D. NUMBER 1336203
 CMP campaign paraphernalia/misc. CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations FIL candidate filing/ballot fees FND fundraising events IND independent expenditure supporting/opposing others (explain)* LEG legal defense LIT campaign literature and mailings 	MBR member communication MTG meetings and appeara OFC office expenses PET petition circulating PHO phone banks POL polling and survey res POS postage, delivery and PRO professional services of PRT print ads	ons inces earch messenger services	RAD radio airti RFD returned SAL campaigr TEL t.v. or cat TRC candidate TRS staff/spou TSF transfer b VOT voter regi	me and productio contributions workers' salarie ble airtime and pr travel, lodging, use travel, lodging, etween committe stration	s oduction costs and meals
NAME AND ADDRESS OF CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OR	(a) OUTSTANDING BALANCE BEGINNING OF THIS PERIOD	(b) AMOUNT INCURRED THIS PERIOD	(C) AMOUNT PA THIS PERIC (ALSO REPORT O	DD BALANCE AT CLOSE
THE DOLPHIN GROUP STRATEGIC PUBLIC AFFAIRS LOS ANGELES, CA 90025	SEE SCHEDULE G	\$0.00	\$1,894.49	\$0.00	\$1,894.49
DDC ADVOCACY NATIONAL HARBOR, MD 20745	POL	\$0.00	\$743.75	\$0.00	\$743.75
VOTER/CONSUMER RESEARCH, INC. WASHINGTON, DC 20002	POL	\$0.00	\$51,500.00	\$0.00	\$51,500.00
	SUBTOTALS	\$12,660.82	\$107,996.76	\$12,660.82	\$107,996.76

Schedule G Payments Made by an Agent or Independent Contractor (on Behalf of This Committee)		Amount	or print in ink. s may be rounded whole dollars.	Stat	tement covers period 01/01/2012	CALIFORN FORM	SCHEDULE G
SEE INSTRUCTIONS ON REVERSE				throug	n	Page <u>26</u>	of <u>44</u>
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN (SEE ATTACHMENT A)	IDING. MAJOR FUI	NDING BY PI	HILIP MORRIS USA A	ND R.J. REYNO	LDS TOBACCO COMPANY	I.D. NUMBER 1336203	
NAME OF AGENT OR INDEPENDENT CONTRACTOR GCW MEDIA SERVICES						1	
CODES: If one of the following codes accurately describes the		•					1
CMP campaign paraphernalia/misc.	MBR member co				radio airtime and producti	on costs	
CNS campaign consultants CTB contribution (explain nonmonetary)*	MTG meetings a OFC office expe		ices	RFD SAL	returned contributions campaign workers' salarie	10	
CVC civic donations	PET petition cir			TEL	1 0		
FIL candidate filing/ballot fees	PHO phone ban			TRC			
FND fundraising events		d survey rese	arch	TRS	staff/spouse travel, lodgin		
IND independent expenditure supporting/opposing others (explain)*			nessenger services	TSF	transfer between committe		candidate/sponsor
LEG legal defense	PRO profession	al services (le	egal, accounting)	VOT			
LIT campaign literature and mailings	PRT print ads		-	WEE	information technology co	sts (internet, ema	ail)
* Payments that are contributions or independent expenditures must also be sum	marized on Schedule	e D.					
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR D	ESCRIPTION OF	PAYMENT	Δ	MOUNT PAID
GODDARD CLAUSSEN WEST, INC. ROSEVILLE, CA 95661			COMMISSION			\$15,	000.00
RESONATE NETWORKS RESTON, VA 20190			SEE SCHEDULE G			\$12	7,500.00
FLASH REPORT Newport Beach, CA 92660		WEB				\$25,	000.00

newport Beach, CA 92000			
KABC-TV GLENDALE, CA 91201	TEL		\$1,099,390.00
Attach additional information on appropriately labeled continuation sheets.		TOTAL*	\$1266890.00

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

hay enter the code. Oth nunications appearances s ting vey research ery and messenger services ervices (legal, accounting)	from 01/01/2012 through 03/17/2012 A AND R.J. REYNOLDS TOBACCO COMP herwise, describe the payment. RAD radio airtime and pro RFD returned contribution SAL campaign workers's TEL t.v. or cable airtime a TRC candidate travel, lodg TRS staff/spouse travel, lodg TRS staff/spouse travel, lodg TRS transfer between cor VOT voter registration WEB information technolog	eduction costs is alaries and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
hay enter the code. Oth nunications appearances s ting vey research ery and messenger services ervices (legal, accounting)	A AND R.J. REYNOLDS TOBACCO COMP herwise, describe the payment. RAD radio airtime and pro RFD returned contribution SAL campaign workers' s TEL t.v. or cable airtime a TRC candidate travel, lodg TRS staff/spouse travel, lodg TRS transfer between cor VOT voter registration	DANY I.D. NUMBER 1336203 Deduction costs is alaries and production costs ging, and meals odging, and meals odging, and meals mmittees of the same candidate/spo
hay enter the code. Oth nunications appearances s ting vey research ery and messenger services ervices (legal, accounting)	herwise, describe the payment. RAD radio airtime and pro RFD returned contribution SAL campaign workers' s TEL t.v. or cable airtime a TRC candidate travel, lod TRS staff/spouse travel, lod Staff/spouse travel, lod TSF transfer between cor VOT voter registration	DANY I.D. NUMBER 1336203 Deduction costs is alaries and production costs ging, and meals odging, and meals odging, and meals mmittees of the same candidate/spo
nunications appearances s ting vey research ery and messenger services ervices (legal, accounting)	RAD radio airtime and pro RFD returned contribution SAL campaign workers's TEL t.v. or cable airtime a TRC candidate travel, lodg TRS staff/spouse travel, lodg S TSF transfer between cor VOT voter registration	is alaries and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
nunications appearances s ting vey research ery and messenger services ervices (legal, accounting)	RAD radio airtime and pro RFD returned contribution SAL campaign workers's TEL t.v. or cable airtime a TRC candidate travel, lodg TRS staff/spouse travel, lodg S TSF transfer between cor VOT voter registration	is alaries and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
nunications appearances s ting vey research ery and messenger services ervices (legal, accounting)	RAD radio airtime and pro RFD returned contribution SAL campaign workers's TEL t.v. or cable airtime a TRC candidate travel, lodg TRS staff/spouse travel, lodg S TSF transfer between cor VOT voter registration	is alaries and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
s ting vey research erv and messenger services ervices (legal, accounting)	SAL campaign workers's TEL t.v. or cable airtime a TRC candidate travel, lodo TRS staff/spouse travel, lodo TSF transfer between cor VOT voter registration	alaries and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
s ting vey research erv and messenger services ervices (legal, accounting)	TEL t.v. or cable airtime a TRC candidate travel, lodo TRS staff/spouse travel, lod TSF transfer between cor VOT voter registration	and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
ting vey research ery and messenger services ervices (legal, accounting)	TEL t.v. or cable airtime a TRC candidate travel, lodo TRS staff/spouse travel, lod TSF transfer between cor VOT voter registration	and production costs ging, and meals odging, and meals nmittees of the same candidate/spo
vey research ery and messenger services ervices (legal, accounting)	TRC candidate travel, lodg TRS staff/spouse travel, lo S TSF transfer between cor VOT voter registration	ging, and meals odging, and meals nmittees of the same candidate/spo
erv and messenger services ervices (legal, accounting)	TRS staff/spouse travel, lo s TSF transfer between cor VOT voter registration	odging, and meals nmittees of the same candidate/spo
erv and messenger services ervices (legal, accounting)	S TSF transfer between cor VOT voter registration	mmittees of the same candidate/spo
ervices (legal, accounting)	VOT voter registration	
		gy costs (internet, email)
		(
ODE OR	DESCRIPTION OF PAYMENT	AMOUNT PAID
		\$52,232.50
		¢52,252.50
		\$209,907.50
		\$20,,,01100
		\$672,945.00
		\$16,065.00
,		

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

TOTAL* \$951150.00

Payments Made by an Agent or Independent	t		e or print in ink. nts may be rounded	l S	tatement covers period	CALIFC	
Contractor (on Behalf of This Committee)		to	whole dollars.	from	01/01/2012	FOR	
				throu	ugh	Page <u>28</u>	of
EE INSTRUCTIONS ON REVERSE AME OF FILER IO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE SEE ATTACHMENT A)	NDING. MAJOR FU	NDING BY F	PHILIP MORRIS USA	AND R.J. REYI	NOLDS TOBACCO COMPANY	I.D. NUMBI	ER
AME OF AGENT OR INDEPENDENT CONTRACTOR CW MEDIA SERVICES						1	
CODES: If one of the following codes accurately describes	the payment, yo	u may en	ter the code. Oth	nerwise, desc	cribe the payment.		
CMP campaign paraphernalia/misc.	MBR member of				AD radio airtime and product	ion costs	
CNS campaign consultants	MTG meetings	and appeara	inces	RI	-D returned contributions		
CTB contribution (explain nonmonetary)*	OFC office exp	enses		SA	AL campaign workers' salari	es	
CVC civic donations	PET petition ci				EL t.v. or cable airtime and p		sts
FIL candidate filing/ballot fees	PHO phone bar				RC candidate travel, lodging		
FND fundraising events	POL polling an	d survey res	earch .		RS staff/spouse travel, lodgi		
IND independent expenditure supporting/opposing others (explain)*			messenger services		SF transfer between commit	tees of the sa	ime candidate/spor
LEG legal defense LIT campaign literature and mailings		al services ((legal, accounting)		DT voter registration	anta (internet	amail
LIT campaign literature and mailings * Payments that are contributions or independent expenditures must also be sur		D		vv	EB information technology c	JSIS (Internet	email)
NAME AND ADDRESS OF PAYEE OR CREDITOR	innanzed on Schedu						
(IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR	DESCRIPTION			AMOUNT PAID
CRA-TV		TEL					\$233,711.75
ACRAMENTO, CA 95814							
DOC-TV		TEL					\$31,768.75
RVINE, CA 92614							
TFMB-TV		TEL					\$214,897.00
AN DIEGO, CA 92186							+,.,
		TEI					¢ 422.075.00
CGO-TV AN FRANCISCO, CA 94111		TEL					\$433,075.00
ANTRANCISCO, CA 74111							

TOTAL* \$913452.50

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

chedule G ayments Made by an Agent or Independent	Type or print in ink. Amounts may be rounded			Sta	atement covers period		SCHEDU
Contractor (on Behalf of This Committee)			whole dollars.	from _	01/01/2012	CALIFORNIA FORM 46	
E INSTRUCTIONS ON REVERSE				throug	gh _03/17/2012	Page _ 29	of4
ME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN EE ATTACHMENT A)	IDING. MAJOR F	UNDING BY	PHILIP MORRIS USA A	ND R.J. REYNO	OLDS TOBACCO COMPANY	I.D. NUMBER 1336203	
AME OF AGENT OR INDEPENDENT CONTRACTOR CW MEDIA SERVICES						1	
CODES: If one of the following codes accurately describes t	he payment, y	/ou may er	ter the code. Other	wise, descr	ibe the payment.		
CMP campaign paraphernalia/misc.	MBR member	· communicati	ons	RAI	D radio airtime and producti	on costs	
CNS campaign consultants	MTG meeting	s and appear	ances	RF			
CTB contribution (explain nonmonetary)*	OFC office ex			SAL		S	
CVC civic donations	PET petition	circulating		TEL	t.v. or cable airtime and p	roduction costs	6
IL candidate filing/ballot fees	PHO phone b				C candidate travel, lodging,		
ND fundraising events	POL polling a	and survey res	search		S staff/spouse travel, lodgin		
ND independent expenditure supporting/opposing others (explain)*	POS postage	, delivery and	messenger services	TSF	transfer between committe	ees of the sam	e candidate/sp
EG legal defense	PRO professi	onal services	(legal, accounting)	VO	T voter registration		
IT campaign literature and mailings	PRT print ads	6		WE	B information technology co	sts (internet, e	mail)
Payments that are contributions or independent expenditures must also be sum	marized on Sched	ule D.					
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR D	ESCRIPTION O	F PAYMENT		AMOUNT PAID
GTV-TV		TEL				\$	196,031.25
AN DIEGO, CA 92102							
CU-TV		TEL				\$.	32,427.50
NN JOSE, CA 95131							,
MAX-TV		TEL				\$4	41,607.50
ACRAMENTO, CA 95815							
NBC-TV JRBANK, CA 91523		TEL				\$	512,210.00

Attach additional information on appropriately labeled continuation sheets.

TOTAL* \$782276.25

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Payments Made by an Agent or Independent Contractor (on Behalf of This Committee)	t	Type or print in ink. Amounts may be rounded to whole dollars.			atement covers period 01/01/2012	CALIFORNIA FORM 46		
EE INSTRUCTIONS ON REVERSE				throug	gh	Page <u>30</u>	of	
IAME OF FILER IO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE SEE ATTACHMENT A)	NDING. MAJOR FU	NDING BY	PHILIP MORRIS USA	A AND R.J. REYN	OLDS TOBACCO COMPANY	I.D. NUMBER 1336203		
IAME OF AGENT OR INDEPENDENT CONTRACTOR ICW MEDIA SERVICES								
CODES: If one of the following codes accurately describes	the payment, yo	u may en	iter the code. Otl	nerwise, descr	ibe the payment.			
CMP campaign paraphernalia/misc.	MBR member c	ommunicati	ons	RA	D radio airtime and producti	on costs		
CNS campaign consultants	MTG meetings a	and appear	ances	RFI	D returned contributions			
CTB contribution (explain nonmonetary)*	OFC office expe	enses			 campaign workers' salarie 			
CVC civic donations	PET petition cir				t.v. or cable airtime and p			
FIL candidate filing/ballot fees	PHO phone bar				c andidate travel, lodging,			
FND fundraising events	POL polling and				staff/spouse travel, lodgin		P. 1. 5. 7	
IND independent expenditure supporting/opposing others (explain)*			messenger services			ees of the same	candidate/spor	
LEG legal defense		al services	(legal, accounting)	VO		oto lintarent		
LIT campaign literature and mailings	PRT print ads	- D		WE	B information technology co	ists (internet, en	iaii)	
* Payments that are contributions or independent expenditures must also be sun NAME AND ADDRESS OF PAYEE OR CREDITOR	nmarized on Schedule	e D.						
(IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR	DESCRIPTION O	F PAYMENT		AMOUNT PAID	
NSD-TV AN DIEGO, CA 92111		TEL				\$14	13,726.50	
NTV-TV AN JOSE, CA 95131		TEL				\$2.	31,697.25	
OFY-TV AN FRANCISCO, CA 94124		TEL				\$1	7,722.50	
OVR-TV VEST SACRAMENTO, CA 95605		TEL				\$14	17,211.50	

TOTAL* \$540357.75

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G

Type or print in ink

Payments Made by an Agent or Independen	ŀ		e or print in ink. nts may be rounded	4	Statement covers period	CALIFOR		
Contractor (on Behalf of This Committee)		to whole dollars.			from01/01/2012	FORM 46		
EE INSTRUCTIONS ON REVERSE					through	Page <u>31</u>	of	
AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPI EE ATTACHMENT A)	NDING. MAJOR FUN	NDING BY P	PHILIP MORRIS USA	A AND R.J.	REYNOLDS TOBACCO COMPANY	I.D. NUMBER 1336203		
AME OF AGENT OR INDEPENDENT CONTRACTOR ICW MEDIA SERVICES								
CODES: If one of the following codes accurately describes		•		herwise, o				
CMP campaign paraphernalia/misc.	MBR member co				RAD radio airtime and product	ion costs		
CNS campaign consultants	MTG meetings a		inces		RFD returned contributions			
CTB contribution (explain nonmonetary)*	OFC office exper				SAL campaign workers' salarie			
CVC civic donations	PET petition circ				TEL t.v. or cable airtime and p		5	
FIL candidate filing/ballot fees	PHO phone bank				TRC candidate travel, lodging,			
FND fundraising events	POL polling and				TRS staff/spouse travel, lodgir		o oondi-lata lata	
IND independent expenditure supporting/opposing others (explain)*			messenger services	i	TSF transfer between committ	ees of the sam	ie candidate/spc	
LEG legal defense		ai services ((legal, accounting)		VOT voter registration	oto (internet	moil)	
IT campaign literature and mailings	PRT print ads	-			WEB information technology co	osis (internet, e	mail)	
Payments that are contributions or independent expenditures must also be sur NAME AND ADDRESS OF PAYEE OR CREDITOR	nmarized on Schedule	D.						
(IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR	DESCRIPT	TION OF PAYMENT		AMOUNT PAID	
PIX-TV An FRANCISCO, CA 94111	r	TEL				\$	335,410.00	
QCA-TV ACRAMENTO, CA 95814		TEL				\$	45,900.00	
RON-TV	r	TEL				\$	80,580.00	
AN FRANCISCO, CA 94109								
SWB-TV An Diego, ca 92111	r.	TEL				\$	62,156.25	

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

TOTAL* \$524046.25

Schedule G

Type or print in ink

chedule G ayments Made by an Agent or Independent			e or print in ink. Its may be rounded		Statement	covers period		SCHEDU	
Contractor (on Behalf of This Committee)		to whole dollars.			from01/01/2012			CALIFORNIA FORM 46	
				thro	ough	/2012	Page <u>32</u>	of _44	
E INSTRUCTIONS ON REVERSE AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE! EE ATTACHMENT A)	NDING. MAJOR FU	NDING BY F	PHILIP MORRIS USA	AND R.J. REY	NOLDS TO	BACCO COMPANY	I.D. NUMBE 1336203		
AME OF AGENT OR INDEPENDENT CONTRACTOR CW MEDIA SERVICES									
ODES: If one of the following codes accurately describes t	he payment, yo	ou may en	ter the code. Othe	erwise, des	cribe the	payment.			
CMP campaign paraphernalia/misc.	MBR member	•				airtime and producti	on costs		
CNS campaign consultants	MTG meetings					ed contributions			
CTB contribution (explain nonmonetary)*	OFC office exp					aign workers' salarie	es		
CVC civic donations	PET petition ci			T		cable airtime and p		sts	
IL candidate filing/ballot fees	PHO phone ba					date travel, lodging,			
ND fundraising events	POL polling an		earch			pouse travel, lodgin		3	
ND independent expenditure supporting/opposing others (explain)*			messenger services			er between committ			
EG legal defense			legal, accounting)			registration			
IT campaign literature and mailings	PRT print ads		iogai, accounting)			nation technology co	sts (internet.	email)	
Payments that are contributions or independent expenditures must also be sum		e D		•		lation toormology ou		omany	
NAME AND ADDRESS OF PAYEE OR CREDITOR		CODE	OR	DESCRIPTION		NT		AMOUNT PAID	
(IF COMMITTEE, ALSO ENTER I.D. NUMBER)			UR	DESCRIPTION					
'LA-TV IS ANGELES, CA 90025		TEL						\$235,535.00	
TTV-TV 98 ANGELES, CA 90025		TEL						\$344,080.00	
TVU-TV AKLAND, CA 94607		TEL						\$267,495.00	
TXL-TV CRAMENTO, CA 95820		TEL						\$79,555.75	

TOTAL* \$926665.75

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G Payments Made by an Agent or Independent		Type or print in ink. Amounts may be rounded to whole dollars.			ement covers period		SCHEDUL
Contractor (on Behalf of This Committee)					from01/01/2012		CALIFORNIA FORM 46
SEE INSTRUCTIONS ON REVERSE				throug	h <u>03/17/2012</u>	Page <u>33</u>	of4
IAME OF FILER IO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPE SEE ATTACHMENT A)	NDING. MAJOR FUI	NDING BY F	PHILIP MORRIS USA	AND R.J. REYNO	LDS TOBACCO COMPANY	I.D. NUMBER 1336203	
IAME OF AGENT OR INDEPENDENT CONTRACTOR CCW MEDIA SERVICES							
CODES: If one of the following codes accurately describes	the payment, yo	u may en	ter the code. Oth	erwise, descril	be the payment.		
CMP campaign paraphernalia/misc.	MBR member co			RAD	radio airtime and produc	tion costs	
CNS campaign consultants	MTG meetings a		nces	RFD			
CTB contribution (explain nonmonetary)*	OFC office expe			SAL	1 0		
CVC civic donations	PET petition cir				t.v. or cable airtime and p		6
FIL candidate filing/ballot fees FND fundraising events	PHO phone ban POL polling and		arch	TRC	candidate travel, lodging staff/spouse travel, lodgi		
IND independent expenditure supporting/opposing others (explain)*			messenger services	TSF	1 2		e candidate/spoi
LEG legal defense			legal, accounting)	VOT			e canalaato, op ci
LIT campaign literature and mailings	PRT print ads		, - g,g,		information technology c	osts (internet, e	mail)
* Payments that are contributions or independent expenditures must also be sun	marized on Schedule	Ð.				•	
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR	DESCRIPTION OF	PAYMENT		AMOUNT PAID
USI-TV AN DIEGO, CA 92123		TEL				\$6	50,970.50
XXTV-TV		TEL				\$1	48,524.75
SACRAMENTO, CA 95818							

TOTAL* \$209495.25

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G	Type or print in in	ak	SCHEDULE
Payments Made by an Agent or Independent	Amounts may be ro		s period CALIFORNIA
Contractor (on Behalf of This Committee)	to whole dollars		FORM 46
EE INSTRUCTIONS ON REVERSE		through <u>03/17/2012</u>	Page <u>34</u> of <u>44</u>
AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING SEE ATTACHMENT A)	. MAJOR FUNDING BY PHILIP MORRI	S USA AND R.J. REYNOLDS TOBACC	CO COMPANY I.D. NUMBER 1336203
IAME OF AGENT OR INDEPENDENT CONTRACTOR GODDARD CLAUSSEN WEST, INC.			
CODES: If one of the following codes accurately describes the pa	yment, you may enter the code	e. Otherwise, describe the payr	nent.
	member communications		e and production costs
	meetings and appearances	RFD returned col	
CTB contribution (explain nonmonetary)* OFC CVC civic donations PET	office expenses petition circulating		vorkers' salaries airtime and production costs
	pennon circulating phone banks	TRC candidate tr	avel, lodging, and meals
	polling and survey research		e travel, lodging, and meals
	postage, delivery and messenger se		ween committees of the same candidate/spon
LEG legal defense PRC	professional services (legal, account	ing) VOT voter registr	
LIT campaign literature and mailings PRT	•	WEB information	technology costs (internet, email)
Payments that are contributions or independent expenditures must also be summarized	d on Schedule D.		
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OR	DESCRIPTION OF PAYMENT	AMOUNT PAID
OSTING & SOLUTIONS SERVICES, INC.	WEB		\$1,352.84
DANIEL MEEK	WEB		\$574.70
ortland, OR 97219			
CW MEDIA SERVICES OSEVILLE, CA 95661	COMMISSI	ON	\$588.24
CHUBERT FLINT PUBLIC AFFAIRS ACRAMENTO, CA 95814	COMMISSI	ON	\$980.44
ttach additional information on appropriately labeled continuation s	heets.		TOTAL* \$3496.22

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G

chedule G ayments Made by an Agent or Independent ontractor (on Behalf of This Committee)		Amounts	or print in ink. may be rounded hole dollars.	State	ement covers period 01/01/2012	CALIFOR FORM	
SEE INSTRUCTIONS ON REVERSE				through	03/17/2012	Page <u>35</u>	of
NAME OF FILER NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN (SEE ATTACHMENT A)	DING. MAJOR FUN	NDING BY PH	ILIP MORRIS USA /	AND R.J. REYNOI	LDS TOBACCO COMPAN	Y 1.D. NUMBER 1336203	
NAME OF AGENT OR INDEPENDENT CONTRACTOR GODDARD CLAUSSEN WEST, INC.							
CODES: If one of the following codes accurately describes the CMP campaign paraphernalia/misc. CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations FIL candidate filing/ballot fees FND fundraising events IND independent expenditure supporting/opposing others (explain)* LEG legal defense LIT campaign literature and mailings * Payments that are contributions or independent expenditures must also be summ	MBR member co MTG meetings a OFC office expe PET petition circ PHO phone bank POL polling and POS postage, de PRO professiona PRT print ads	ommunications and appearance enses culating ks I survey resea elivery and me al services (leg	s xes	RAD RFD SAL	radio airtime and produc returned contributions campaign workers' salar t.v. or cable airtime and candidate travel, lodging staff/spouse travel, lodgi transfer between commit voter registration	ies production costs , and meals ing, and meals ttees of the same	e candidate/sponsor
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE C	R	DESCRIPTION OF	PAYMENT		AMOUNT PAID
GCW MEDIA SERVICES ROSEVILLE, CA 95661			COMMISSION			\$1	40,000.78
GODDARD GUNSTER Washington, DC 20001			COMMISSION			\$7	70,000.39
GODDARD GUNSTER Washington, DC 20001			PRODUCTION CO	STS		\$5	50,000.00

SCHUBERT FLINT PUBLIC AFFAIRS SACRAMENTO, CA 95814	COMMISSION	\$216,678.80

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

TOTAL* \$476679.97

Schedule G	Type of	print in ink.		SCHEDULE
Payments Made by an Agent or Independent		nay be rounded	Statement covers period	CALIFORNIA
Contractor (on Behalf of This Committee)	to wh	ole dollars.	from01/01/2012	FORM 46U
EE INSTRUCTIONS ON REVERSE			through	Page <u>36</u> of <u>44</u>
AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN SEE ATTACHMENT A)	DING. MAJOR FUNDING BY PHII	LIP MORRIS USA A	ND R.J. REYNOLDS TOBACCO COMPAN	Y 1336203
AME OF AGENT OR INDEPENDENT CONTRACTOR ODDARD CLAUSSEN WEST, INC.				
CODES: If one of the following codes accurately describes the campaign paraphernalia/misc.	MBR member communications		RAD radio airtime and produc	tion costs
CNS campaign consultants CTB contribution (explain nonmonetary)* CVC civic donations	MTG meetings and appearance OFC office expenses	S	RFD returned contributions SAL campaign workers' salar TEL t.v. or cable airtime and	
FIL candidate filing/ballot fees FND fundraising events	PET petition circulating PHO phone banks POL polling and survey research	ch .	TRC candidate travel, lodging TRS staff/spouse travel, lodgi	g, and meals ing, and meals
IND independent expenditure supporting/opposing others (explain)* LEG legal defense LIT campaign literature and mailings	POS postage, delivery and mes PRO professional services (lega PRT print ads		TSF transfer between commi VOT voter registration WEB information technology c	ittees of the same candidate/spon costs (internet, email)
Payments that are contributions or independent expenditures must also be sum	narized on Schedule D.			
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE OF	L D	ESCRIPTION OF PAYMENT	AMOUNT PAID
VOLVE POST, LLC ANTA MONICA, CA 90404	WEB			\$1,406.35
OSITION INTERACTIVE INC. acramento, CA 95814	WEB			\$1,318.94
PRING CREATIVE, INC. ACRAMENTO, CA 95823	WEB			\$718.38
OOGLE INC. IOUNTAIN VIEW, CA 94043	WEB			\$574.70
Attach additional information on appropriately labeled continua	ion sheets.			TOTAL* \$4018.37

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G

Payments Made by an Agent or Independent	Amounts	r print in ink. may be rounded nole dollars.	Statement covers period from 01/01/2012	CALIFORNIA	
Contractor (on Behalf of This Committee)			from01/01/2012	FORM 40	
EE INSTRUCTIONS ON REVERSE			through <u>03/17/2012</u>	Page <u>37</u> of <u>44</u>	
AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN EE ATTACHMENT A)	PING. MAJOR FUNDING BY PHI	LIP MORRIS USA AN	ND R.J. REYNOLDS TOBACCO COMPAN	I.D. NUMBER 1336203	
AME OF AGENT OR INDEPENDENT CONTRACTOR ODDARD CLAUSSEN WEST, INC.					
CODES: If one of the following codes accurately describes the	e payment, you may enter	the code. Other	wise, describe the payment.		
CMP campaign paraphernalia/misc.	MBR member communications		RAD radio airtime and produc	ction costs	
CNS campaign consultants	MTG meetings and appearance	es	RFD returned contributions		
CTB contribution (explain nonmonetary)*	OFC office expenses PET petition circulating		SAL campaign workers' sala TEL t.v. or cable airtime and		
FIL candidate filing/ballot fees	PHO phone banks		TRC candidate travel, lodging		
FND fundraising events	POL polling and survey resear	ch	TRS staff/spouse travel, lodg		
ND independent expenditure supporting/opposing others (explain)*	POS postage, delivery and me			ittees of the same candidate/spor	
EG legal defense	PRO professional services (leg	al, accounting)	VOT voter registration		
IT campaign literature and mailings	PRT print ads		WEB information technology	costs (internet, email)	
Payments that are contributions or independent expenditures must also be summ	arized on Schedule D.				
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	CODE O	R DI	ESCRIPTION OF PAYMENT	AMOUNT PAID	
OSITION INTERACTIVE INC. acramento, CA 95814	WEB			\$840.50	
REMIERE GLOBAL TLANTA, GA 30305	OFC			\$510.35	

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G		Type	or print in ink.				SCHEDULE	
Payments Made by an Agent or Independent		Amounts may be rounded			Statement covers period	CALIFO		
Contractor (on Behalf of This Committee)		to w	hole dollars.	1	from01/01/2012	FOR		
EE INSTRUCTIONS ON REVERSE					through		of	
AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDI SEE ATTACHMENT A)	NG. MAJOR FUND	ING BY PH	HILIP MORRIS USA	AND R.J. I	REYNOLDS TOBACCO COMPAN	I.D. NUMBE 1336203	ĒR	
AME OF AGENT OR INDEPENDENT CONTRACTOR IERIDIAN PACIFIC, INC.								
CODES: If one of the following codes accurately describes the CMP campaign paraphernalia/misc.	payment, you r IBR member com	-		nerwise, o	describe the payment. RAD radio airtime and produc	ction costs		
CNS campaign consultants	ITG meetings and	appearan			RFD returned contributions			
	OFC office expenses				SAL campaign workers' sala			
	PET petition circul PHO phone banks				TEL t.v. or cable airtime and TRC candidate travel, lodging	production cos	sts	
	OL polling and su		arch		TRS staff/spouse travel, lodg		5	
	OS postage, deliv				TSF transfer between comm			
	RO professional	services (le	egal, accounting)		VOT voter registration			
	PRT print ads				WEB information technology	costs (internet,	email)	
* Payments that are contributions or independent expenditures must also be summa NAME AND ADDRESS OF PAYEE OR CREDITOR	rized on Schedule D.							
(IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE (OR	DESCRIPT	TION OF PAYMENT		AMOUNT PAID	
IYATT REGENCY SAN FRANCISCO AIRPORT Burlingame, CA 94010	TR	.S					\$1,108.60	
OUTHWEST AIRLINES OALLAS, TX 75235	TR	S					\$1,092.80	
OUTHWEST AIRLINES PALLAS, TX 75235	TR	LS					\$557.20	
Attach additional information on appropriately labeled continuation	n sheets.					TOTAL*	\$2758.60	

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G

Payments Made by an Agent or Independent		Type or print in ink. Amounts may be rounded			atement covers period	CALIFOR		
Contractor (on Behalf of This Committee)		to whole dollars.			01/01/2012	FORM	FORM 400	
				throug	gh	Page <u>39</u>	of	
SEE INSTRUCTIONS ON REVERSE VAME OF FILER VO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SI SEE ATTACHMENT A)	PENDING. MAJOR FU	NDING BY PH	ILIP MORRIS USA	AND R.J. REYN	OLDS TOBACCO COMPANY	I.D. NUMBER		
IAME OF AGENT OR INDEPENDENT CONTRACTOR RESONATE NETWORKS								
CODES: If one of the following codes accurately describe: CMP campaign paraphernalia/misc. CNS campaign consultants	s the payment, yo MBR member o MTG meetings	ommunication	S		D radio airtime and produc	tion costs		
CNS campaign consultants CTB contribution (explain nonmonetary)*	OFC office exp		ces	SAI		es		
CVC civic donations	PET petition ci				t.v. or cable airtime and p			
FIL candidate filing/ballot fees	PHO phone bar				C candidate travel, lodging			
FND fundraising events	POL polling and	d survey resea	irch essenger services	TR			o condidata/con	
IND independent expenditure supporting/opposing others (explain)* LEG legal defense	POS postage, o PRO professior			TSI VO		iees of the sam	e canuluate/spc	
LIT campaign literature and mailings	PRT print ads	iai seivices (ie	gai, accounting)		B information technology c	osts (internet. e	mail)	
* Payments that are contributions or independent expenditures must also be s		e D.					,	
NAME AND ADDRESS OF PAYEE OR CREDITOR		CODE	DR	DESCRIPTION O	F PAYMENT		AMOUNT PAID	
(IF COMMITTEE, ALSO ENTER I.D. NUMBER) BIG GOVERNMENT		WEB				\$,564.54	
LOS ANGELS, CA 90049		WED				Φ2	.,504.54	
BREITBART.TV		WEB				\$2	,554.27	
LOS ANGELES, CA 90049								
FOX NEWS		WEB				\$1	3,822.90	
CHICAGO, IL 60693								
		1						
						I		
HUMAN EVENTS ONLINE (EAGLE PUBLISHING)		WEB				\$6	5,958.22	
HUMAN EVENTS ONLINE (EAGLE PUBLISHING) WASHINGTON, DC 20001		WEB				\$6	,958.22	
IUMAN EVENTS ONLINE (EAGLE PUBLISHING) VASHINGTON, DC 20001		WEB				\$6	5,958.22	
IUMAN EVENTS ONLINE (EAGLE PUBLISHING) VASHINGTON, DC 20001		WEB				\$6	9,958.22	
IUMAN EVENTS ONLINE (EAGLE PUBLISHING) VASHINGTON, DC 20001		WEB				\$6	9,958.22	

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

TOTAL* \$25899.93

Schedule G Payments Made by an Agent or Independent		Type or print in ink. Amounts may be rounded to whole dollars.			tement covers period	CALIFO	
Contractor (on Behalf of This Committee)					from01/01/2012		FORM 46
				throug	h <u>03/17/2012</u>	Page <u>40</u>	of _44
EE INSTRUCTIONS ON REVERSE AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN EEE ATTACHMENT A)	NDING. MAJOR FUN	DING BY PH	IILIP MORRIS USA ANE	O R.J. REYNC	OLDS TOBACCO COMPANY	I.D. NUMBE	R
AME OF AGENT OR INDEPENDENT CONTRACTOR ESONATE NETWORKS							
CODES: If one of the following codes accurately describes t	he payment, you	may ente	r the code. Otherw	ise, descri	be the payment.		
CMP campaign paraphernalia/misc.	MBR member cor	mmunication	S	RAD	radio airtime and product	ion costs	
CNS campaign consultants	MTG meetings ar	nd appearan	ces	RFD	returned contributions		
CTB contribution (explain nonmonetary)*	OFC office expen	nses		SAL	campaign workers' salari	es	
CVC civic donations	PET petition circu				t.v. or cable airtime and p		ts
FIL candidate filing/ballot fees	PHO phone bank				candidate travel, lodging,		
FND fundraising events	POL polling and				staff/spouse travel, lodgir		
ND independent expenditure supporting/opposing others (explain)*	POS postage, de		5	TSF		tees of the sar	me candidate/sp
EG legal defense		l services (le	gal, accounting)	VOT			
IT campaign literature and mailings	PRT print ads	-		VVEE	3 information technology control	osts (internet,	email)
Payments that are contributions or independent expenditures must also be sum	marized on Schedule I	D.					
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	DR DES	CRIPTION OF	PAYMENT		AMOUNT PAID
ONGECELL	V	VEB				5	\$15,000.00
EW YORK, NY 10018							
		VED					to 121 74
HE WASHINGTON TIMES /ASHINGTON, DC 20002	I V	VEB				:	\$8,131.74
ASHINOTON, DC 20002							
HE WEEKLY STANDARD	v	VEB					\$5,693.15
PRINGFIELD, VA 22151							
ASHINGTON EXAMINER	v	VEB					\$5,675.75
PRINGFIELD, VA 22151	· · · · · · · · · · · · · · · · · · ·						

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

TOTAL* \$34500.64

Schedule G		Tvn	e or print in ink.		SCHEDULE
Payments Made by an Agent or Independent			nts may be rounded	d Statement covers period	
Contractor (on Behalf of This Committee)			whole dollars.	from01/01/2012	FORM 46L
EE INSTRUCTIONS ON REVERSE				through _03/17/2012	Page <u>41</u> of <u>44</u>
AME OF FILER O ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPEN SEE ATTACHMENT A)	DING. MAJOR FU	NDING BY I	PHILIP MORRIS USA	A AND R.J. REYNOLDS TOBACCO COMPANY	I.D. NUMBER 1336203
AME OF AGENT OR INDEPENDENT CONTRACTOR HE DOLPHIN GROUP STRATEGIC PUBLIC AFFAIRS					
CODES: If one of the following codes accurately describes the		-			
CMP campaign paraphernalia/misc.	MBR member co			RAD radio airtime and production	on costs
CNS campaign consultants CTB contribution (explain nonmonetary)*	MTG meetings a OFC office expe		ances	RFD returned contributions SAL campaign workers' salarie	e
CVC civic donations	PET petition cir			TEL t.v. or cable airtime and pi	
FIL candidate filing/ballot fees	PHO phone ban			TRC candidate travel, lodging,	and meals
FND fundraising events	POL polling and		earch	TRS staff/spouse travel, lodging	
IND independent expenditure supporting/opposing others (explain)*			messenger services		ees of the same candidate/spon
LEG legal defense		al services	(legal, accounting)	VOT voter registration	
LIT campaign literature and mailings	PRT print ads			WEB information technology co	sts (internet, email)
Payments that are contributions or independent expenditures must also be summ	narized on Schedule	e D.			
NAME AND ADDRESS OF PAYEE OR CREDITOR (IF COMMITTEE, ALSO ENTER I.D. NUMBER)		CODE	OR	DESCRIPTION OF PAYMENT	AMOUNT PAID
OUTHWEST AIRLINES ALLAS, TX 75235		TRS			\$2,024.00
HE SOFIA HOTEL AN DIEGO, CA 92101		TRS			\$821.10
DUTHWEST AIRLINES ALLAS, TX 75235		TRS			\$1,252.80
Attach additional information on appropriately labeled continuat	ion sheets.				TOTAL* \$4097.90

* Do not transfer to any other schedule or to the Summary Page. This total may not equal the amount paid to the agent or independent contractor as reported on Schedule E.

Schedule G

Schedule H –		т	ype or print in i	nk				SCHEDULE H		
		Amo	ounts may be ro	unded	Statement c	overs period	CALIFORN			
Loans Made to Others*			to whole dollar	S.	from01/01/2	012	FORM	460		
						012				
SEE INSTRUCTIONS ON REVERSE					through <u>03/17/2</u>	012	Page <u>42</u>	of <u>44</u>		
NAME OF FILER							I.D. NUMBER			
NO ON 29 - CALIFORNIANS AGAINST OUT-OF- (SEE ATTACHMENT A)	CONTROL TAXES AND SPENDIN	IG. MAJOR FUNDI	NG BY PHILIP M	ORRIS USA AND F	R.J. REYNOLDS TO	BACCO COMPAN	Y 1336203			
	IF AN INDIVIDUAL, ENTER	(a)	(b)	(c)	(d)	(e)	(f)	(g)		
FULL NAME, STREET ADDRESS AND ZIP CODE OF RECIPIENT (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	OCCUPATION AND EMPLOYER (IF SELF-EMPLOYED, ENTER NAME OF BUSINESS)	OUTSTANDING BALANCE BEGINNING THIS PERIOD	AMOUNT LOANED THIS PERIOD	REPAYMENT OR FORGIVENESS THIS PERIOD*	OUTSTANDING BALANCE AT CLOSE OF THIS PERIOD	INTEREST RECEIVED	ORIĞINAL AMOUNT OF LOAN	CUMULATIVE LOANS TO DATE		
								CALENDAR YEAR		
						% RATE		PER ELECTION**		
				-	DATE DUE		DATE INCURRED			
				PAID				CALENDAR YEAR		
								CALENDAR TEAR		
					·	% RATE		PER ELECTION**		
				-	DATE DUE		DATE INCURRED			
*Loans that are contributions to another candidat must also be summarized on Schedule D. Loans										
also be reported on Schedule E.		SUBTOTALS								
						(Enter (e) on Schedule I, Line 3))			
Schedule H Summary										
1. Loans made this period								** If Required		
(Total Column (b) plus unitemized loans								ii Kequileu		
2. Payments received on loans	nents less than \$100.)									
3. Net change this period. (Subtract Lin (Enter the net here and on the Summar					NET(May be a ne	gative number)				
		1					FPPC Fo	orm 460 (June/01)		

Schedule I		Type or print in ink.			SCHEDULE I	
Miscellaneou	s Increases to Cash	Amounts may be rounded to whole dollars.	Stat	ement covers period		
			from	01/01/2012	FORM	400
SEE INSTRUCTIONS ON	REVERSE		through	03/17/2012	Page 43	of
NAME OF FILER NO ON 29 - CALIFORN (SEE ATTACHMENT A	IIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. MAJOR FU	JNDING BY PHILIP MORRIS USA AN	D R.J. REYNO	DLDS TOBACCO COMPANY	I.D. NUMBER 1336203	
DATE RECEIVED	FULL NAME AND ADDRESS OF SOURCE (IF COMMITTEE, ALSO ENTER I.D. NUMBER)	DES	SCRIPTION OF	RECEIPT		OUNT OF SE TO CASH
Attach addition	nal information on appropriately labeled continuation sheets	5.		SUBTOTA	AL \$.00	
Schedule I Su	mmary					
1. Increases to cas	sh of \$100 or more this period			<u>\$.00</u>	-	
2. Unitemized incr	eases to cash under \$100 this period			\$.00	_	
3. Total of all intere	est received this period on loans made to others. (Schedule	e H, Column (e).)		\$.00	-	
	eous increases to cash this period. (Add Lines 1, 2, and 3. I , Line 14.)		то	TAL <u>\$.00</u>	_	

Memo Reference:

ATTACHMENT A - COMPLETE COMMITTEE NAME: NO ON 29 - CALIFORNIANS AGAINST OUT-OF-CONTROL TAXES AND SPENDING. MAJOR FUNDING BY PHILIP MORRIS USA AND R.J. REYNOLDS TOBACCO COMPANY, WITH A COALITION OF TAXPAYERS, SMALL BUSINESSES, LAW ENFORCEMENT AND LABOR; ATTACHMENT B - ADDITIONAL COMMITTEE ADDRESSES: 1215 K STREET, SUITE 2260, SACRAMENTO, CA 95814; 3001 DOUGLAS BOULEVARD, SUITE 225, ROSEVILLE, CA 95661

Memo Reference: EXP579 PAYMENT THROUGH INTERMEDIARY: GODDARD CLAUSSEN WEST, INC.; SAME ADDRESS

Memo Reference: EXP583 PAYMENT THROUGH INTERMEDIARY: GODDARD CLAUSSEN WEST, INC.; SAME ADDRESS