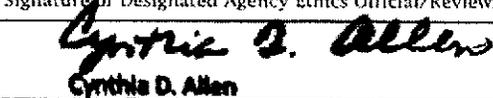
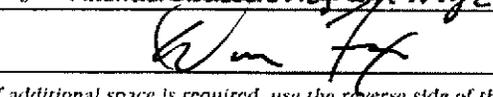


Executive Branch Personnel PUBLIC FINANCIAL DISCLOSURE REPORT

| | | | | | | | |
|---|--|---|--------------------------------------|---|--|---|---|
| Date of Appointment, Candidacy, Election, or Nomination (Month, Day, Year) | Reporting Status (Check Appropriate Boxes) | Incumbent <input checked="" type="checkbox"/> | Calendar Year Covered by Report | New Entrant, Nominee, or Candidate <input type="checkbox"/> | Termination Filer <input type="checkbox"/> | Termination Date (If Applicable) (Month, Day, Year) | Fee for Late Filing Any individual who is required to file this report and does so more than 30 days after the date the report is required to be filed, or, if an extension is granted, more than 30 days after the last day of the filing extension period, shall be subject to a \$200 fee. |
| 01/20/2009 | | | 2012 | | | | |
| Reporting Individual's Name | Last Name | | First Name and Middle Initial | | | | |
| | Napolitano | | Janet A. | | | | |
| Position for Which Filing | Title of Position | | Department or Agency (If Applicable) | | | | |
| | Secretary | | Department of Homeland Security | | | | |
| Location of Present Office (or forwarding address) | Address (Number, Street, City, State, and ZIP Code) | | | | Telephone No. (Include Area Code) | | |
| | 3801 Nebraska Avenue, NW, Washington DC 20016 | | | | 202-282-8495 | | |
| Position(s) Held with the Federal Government During the Preceding 12 Months (If Not Same as Above) | Title of Position(s) and Date(s) Held | | | | | | |
| Presidential Nominees Subject to Senate Confirmation | Name of Congressional Committee Considering Nomination | | | Do You Intend to Create a Qualified Diversified Trust? | | | |
| | Not Applicable | | | <input type="checkbox"/> Yes <input type="checkbox"/> No | | | |
| Certification | Signature of Reporting Individual | | | | Date (Month, Day, Year) | | |
| I CERTIFY that the statements I have made on this form and all attached schedules are true, complete and correct to the best of my knowledge. |  | | | | 5-14-13 | | |
| Other Review (If desired by agency) | Signature of Other Reviewer | | | | Date (Month, Day, Year) | | |
| | | | | | | | |
| Agency Ethics Official's Opinion | Signature of Designated Agency Ethics Official/Reviewing Official | | | | Date (Month, Day, Year) | | |
| On the basis of information contained in this report, I conclude that the filer is in compliance with applicable laws and regulations (subject to any comments in the box below). |  Cynthia D. Allen | | | | 5/14/13 | | |
| Office of Government Ethics Use Only | Signature of Financial Disclosure Program Mgr | | | | Date (Month/Day, Year) | | |
| |  | | | | 9/10/13 | | |
| Comments of Reviewing Officials (If additional space is required, use the reverse side of this sheet) | | | | | | | |
| (5/14/13) (Check box if filing extension granted & indicate number of days _____) <input type="checkbox"/> Filer counseled re: potential conflicts, STOCK Act requirements, and other reporting requirements. | | | | | | | |
| (Check box if comments are continued on the reverse side) <input type="checkbox"/> | | | | | | | |
| | | | | | | | Agency Use Only |
| | | | | | | | 5/14/13 ODA |
| | | | | | | | OGE Use Only |
| *Original received on 8/13/2013. Revised report received 8/28/2013. JM/OGE 8/27/13 | | | | | | | * AUG 28 2013 |

| | | |
|---|---|------------------------|
| Reporting Individual's Name Napolitano, Janet A. | SCHEDULE A continued (Use only if needed) | Page Number 5 of 12 |
|---|---|------------------------|

| Assets and Income BLOCK A | Valuation of Assets at close of reporting period BLOCK B | | | | | | | | | | Income: type and amount. If "None (or less than \$201)" is checked, no other entry is needed in Block C for that item. BLOCK C | | | | | | | | | | Date (Mo., Day, Yr.) Only if Honoraria | | | | | | | | | | | |
|--|--|-------------------------------------|---------------------|----------------------|-----------------------|-----------------------|-------------------------|-------------------|---------------------------|----------------------------|--|-------------------------------------|--------------------------|----------------|-----------------|-----------|-------------------------------------|----------|---------------|-------------------------------------|--|-----------------|-------------------|-------------------|--------------------|---------------------|----------------------|-------------------------|-------------------|---------------------------|------------------|--|
| | None (or less than \$1,001) | \$1,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$250,000 | \$250,001 - \$500,000 | \$500,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | \$5,000,001 - \$25,000,000 | \$25,000,001 - \$50,000,000 | Over \$50,000,000 | Excepted Investment Fund | Excepted Trust | Qualified Trust | Type | | | | Amount | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | Dividends | Rent and Royalties | Interest | Capital Gains | None (or less than \$201) | | \$201 - \$1,000 | \$1,001 - \$2,500 | \$2,501 - \$5,000 | \$5,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | Over \$5,000,000 | Other Income (Specify Type & Actual Amount) |
| 1 Manning & Napier World Opportunities Series Fund | <input checked="" type="checkbox"/> | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |
| 2 <i>Removed Asset listed in error</i> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 Eaton Vance Global Macro Absolute Fund | <input checked="" type="checkbox"/> | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |
| 4 Art Collection | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | |
| 5 JP Morgan Cash & Short Term Cash Acct | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |
| 6 JP Morgan Personal Cash Account | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |
| 7 FMI Large Cap Fund | <input checked="" type="checkbox"/> | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |
| 8 AIM INVT BAL RISK ALL Y | <input checked="" type="checkbox"/> | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |
| 9 Edgewood Growth Fund | <input checked="" type="checkbox"/> | | | | | | | | | | | <input checked="" type="checkbox"/> | | | | | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | |

*Block C
8/25/12*

* This category applies only if the asset/income is solely that of the filer's spouse or dependent children. If the asset/income is either that of the filer or jointly held by the filer with the spouse or dependent children, mark the other higher categories of value, as appropriate.

Do not complete Schedule B if you are a new entrant, nominee, or Vice Presidential or Presidential Candidate

| | | |
|---|-------------------|------------------------|
| Reporting Individual's Name Napolitano, Janet A. | SCHEDULE B | Page Number 8 of 12 |
|---|-------------------|------------------------|

Part I: Transactions

Report any purchase, sale, or exchange by you, your spouse, or dependent children during the reporting period of any real property, stocks, bonds, commodity futures, and other securities when the amount of the transaction exceeded \$1,000. Include transactions that resulted in a loss.

Do not report a transaction involving property used solely as your personal residence, or a transaction solely between you, your spouse, or dependent child. Check the "Certificate of divestiture" block to indicate sales made pursuant to a certificate of divestiture from OGE.

None

| | Identification of Assets | | Transaction Type (x) | | | Date (Mo., Day, Yr.) | Amount of Transaction (x) | | | | | | | | | | | |
|---|--------------------------|--|----------------------|------|----------|----------------------|---------------------------|---------------------|----------------------|-----------------------|-----------------------|-------------------------|-------------------|---------------------------|----------------------------|-----------------------------|-------------------|----------------------------|
| | | | Purchase | Sale | Exchange | | \$1,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$250,000 | \$250,001 - \$500,000 | \$500,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | \$5,000,001 - \$25,000,000 | \$25,000,001 - \$50,000,000 | Over \$50,000,000 | Certificate of divestiture |
| | Example | Central Airlines Common | x | | | 2/1/99 | | | x | | | | | | | | | |
| 1 | | Thornburg Value Fund | | X | | various | X | | | | | | | | | | | |
| 2 | | JP Morgan US Real Estate Fund Sel (partial) | | X | | various | X | | | | | | | | | | | |
| 3 | | Blackrock High Yield Bond Fund | | X | | 5/24/12 | X | | | | | | | | | | | |
| 4 | | Powershares DB Commodity Index Tracking Fund | | X | | 5/30/12 | X | | | | | | | | | | | |
| 5 | | John Hancock II Emerging Markets Fund | | X | | 12/4/12 | X | | | | | | | | | | | |

*This category applies only if the underlying asset is solely that of the filer's spouse or dependent children. If the underlying asset is either held by the filer or jointly held by the filer with the spouse or dependent children, use the other higher categories of value, as appropriate.

Part II: Gifts, Reimbursements, and Travel Expenses

For you, your spouse and dependent children, report the source, a brief description, and the value of: (1) gifts (such as tangible items, transportation, lodging, food, or entertainment) received from one source totaling more than \$335 and (2) travel-related cash reimbursements received from one source totaling more than \$335. For conflicts analysis, it is helpful to indicate a basis for receipt, such as personal friend, agency approval under 5 U.S.C. § 4111 or other statutory authority, etc. For travel-related gifts and reimbursements, include travel itinerary, dates, and the nature of expenses provided. Exclude anything given to you by

the U.S. Government; given to your agency in connection with official travel; received from relatives; received by your spouse or dependent child totally independent of their relationship to you; or provided as personal hospitality at the donor's residence. Also, for purposes of aggregating gifts to determine the total value from one source, exclude items worth \$134 or less. See instructions for other exclusions.

None

| | Source (Name and Address) | Brief Description | Value |
|---|--|--|-------|
| | Examples: Nat'l Assn. of Rock Collectors, NY, NY | Airline ticket, hotel room & meals incident to national conference 6/15/99 (personal activity unrelated to duty) | \$500 |
| | Frank Jones, San Francisco, CA | Leather briefcase (personal friend) | \$350 |
| 1 | | | |
| 2 | | | |
| 3 | | | |
| 4 | | | |
| 5 | | | |

Do not complete Schedule B if you are a new entrant, nominee, or Vice Presidential or Presidential Candidate

| | | |
|---|---|------------------------|
| Reporting Individual's Name Napolitano, Janet A. | SCHEDULE B continued (Use only if needed) | Page Number 9 of 12 |
|---|---|------------------------|

Part I: Transactions

| No. | Identification of Assets | Transaction Type (x) | | | Date (Mo., Day, Yr.) | Amount of Transaction (x) | | | | | | | | | | | |
|-----|---|----------------------|------|----------|----------------------|---------------------------|---------------------|----------------------|-----------------------|-----------------------|-------------------------|-------------------|---------------------------|----------------------------|-----------------------------|-------------------|----------------------------|
| | | Purchase | Sale | Exchange | | \$1,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$250,000 | \$250,001 - \$500,000 | \$500,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | \$5,000,001 - \$25,000,000 | \$25,000,001 - \$50,000,000 | Over \$50,000,000 | Certificate of divestiture |
| 1 | T Rowe Price New Asia Fund (partial) | | X | | 12/04/2012 | X | | | | | | | | | | | |
| 2 | JP Morgan TRI Growth Advantage Fund (partial) | | X | | 03/12/12 | X | | | | | | | | | | | |
| 3 | JP Morgan High Yield Fund (partial) | | X | | 03/12/12 | X | | | | | | | | | | | |
| 4 | Eton Vance Floating Rate Advantage I (partial) | | X | | various | X | | | | | | | | | | | |
| 5 | Eaton Vance Global Macro Absolute Fund | | X | | 05/11/2012 | X | | | | | | | | | | | |
| 6 | JPM International Currency Income Fund (partial) | | X | | 06/07/2012 | X | | | | | | | | | | | |
| 7 | Dreyfus Emerging Markets (partial) <i>Laurel Debt Loc at 1 004 8/28/12</i> | | X | | 06/07/2012 | X | | | | | | | | | | | |
| 8 | JP Morgan Asia Equity Fund Sel | | X | | 06/25/2012 | X | | | | | | | | | | | |
| 9 | Manning & Napier Equity Series Fund (partial) | | X | | various | X | | | | | | | | | | | |
| 10 | Ishares MSCI Japan Index Fund | | X | | 09/21/2012 | X | | | | | | | | | | | |
| 11 | JP Morgan US Large Cap Core Plus Fund (partial) | | X | | 10/09/2012 | X | | | | | | | | | | | |
| 12 | Hartford Capital Appreciation Fund (partial) | | X | | 10/09/2012 | X | | | | | | | | | | | |
| 13 | SPDR S & P 500 ETF Trust (partial) | | X | | 12/06/2012 | X | | | | | | | | | | | |
| 14 | Ishares MSCI Japan Index Fund | X | | | 03/15/2012 | X | | | | | | | | | | | |
| 15 | JP Morgan High Yield Fund | X | | | 05/11/2012 | X | | | | | | | | | | | |
| 16 | Eton Vance Floating Rate Advantage I | X | | | 05/11/2012 | X | | | | | | | | | | | |

*This category applies only if the underlying asset is solely that of the filer's spouse or dependent children. If the underlying asset is either held by the filer or jointly held by the filer with the spouse or dependent children, use the other higher categories of value, as appropriate.

Do not complete Schedule B if you are a new entrant, nominee, or Vice Presidential or Presidential Candidate

| | | |
|---|---|-------------------------|
| Reporting Individual's Name Napolitano, Janet A. | SCHEDULE B continued (Use only if needed) | Page Number 10 of 12 |
|---|---|-------------------------|

Part I: Transactions

| | Identification of Assets | Transaction Type (x) | | | Date (Mo., Day, Yr.) | Amount of Transaction (x) | | | | | | | | | | | |
|----|---|----------------------|------|----------|-------------------------|---------------------------|---------------------|----------------------|-----------------------|-----------------------|-------------------------|-------------------|---------------------------|----------------------------|-----------------------------|-------------------|----------------------------|
| | | Purchase | Sale | Exchange | | \$1,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$250,000 | \$250,001 - \$500,000 | \$500,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | \$5,000,001 - \$25,000,000 | \$25,000,001 - \$50,000,000 | Over \$50,000,000 | Certificate of divestiture |
| 1 | SPDR S&P 500 ETF Trust | X | | | 05/30/2012 | X | | | | | | | | | | | |
| 2 | SPDR Gold Trust | X | | | 05/30/2012 | X | | | | | | | | | | | |
| 3 | MSF International Value Fund | X | | | 05/30/2012 | X | | | | | | | | | | | |
| 4 | Ishares S&P Mid Cap 400 Index Fund | X | | | 07/18/2011 | X | | | | | | | | | | | |
| 5 | JP Morgan Short Duration Bond Fund | X | | | various | X | | | | | | | | | | | |
| 6 | Doubleline Total Return Bond Fund | X | | | 06/07/2012 | X | | | | | | | | | | | |
| 7 | Columbia Asia Pacific ex Japan | X | | | 06/25/2012 | X | | | | | | | | | | | |
| 8 | T Rowe Price New Asia Fund | X | | | 06/25/2012 | X | | | | | | | | | | | |
| 9 | Invesco Balanced-Risk Alloc Y | X | | | 07/03/2012 | X | | | | | | | | | | | |
| 10 | Neuberger Berman Multi CAP Opportunities Fd | X | | | 07/24/2012 | X | | | | | | | | | | | |
| 11 | JP Morgan International Value Fund Sel | X | | | 09/18/2012 | X | | | | | | | | | | | |
| 12 | Vanguard MSCI Europe ETF | X | | | 09/20/2012 | X | | | | | | | | | | | |
| 13 | JP Morgan Realty Income Fund Instl Fund | X | | | 09/24/2012 | X | | | | | | | | | | | |
| 14 | PIMCO Unconstrained Bond P | X | | | 11/19/2012 | X | | | | | | | | | | | |
| 15 | Hartford Capital Appreciation Fund | X | | | 12/04/2012 | X | | | | | | | | | | | |
| 16 | Nothing Follows | | | | | | | | | | | | | | | | |

*This category applies only if the underlying asset is solely that of the filer's spouse or dependent children. If the underlying asset is either held by the filer or jointly held by the filer with the spouse or dependent children, use the other higher categories of value, as appropriate.

Do not complete Schedule B if you are a new entrant, nominee, or Vice Presidential or Presidential Candidate

| | | |
|---|---|---------------------------------|
| Reporting Individual's Name Napofitano, Janet A. | SCHEDULE B continued (Use only if needed) | Page Number <i>10a</i> of 12 |
|---|---|---------------------------------|

Part I: Transactions

Added
 Review
 06/26
 07/28/13

| | Identification of Assets | Transaction Type (x) | | | Date (Mo., Day, Yr.) | Amount of Transaction (x) | | | | | | | | | | | |
|----|-------------------------------|----------------------|------|----------|-------------------------|---------------------------|---------------------|----------------------|-----------------------|-----------------------|-------------------------|-------------------|---------------------------|----------------------------|-------------------|----------------------------|--|
| | | Purchase | Sale | Exchange | | \$1,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$250,000 | \$250,001 - \$500,000 | \$500,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | \$5,000,001 - \$25,000,000 | Over \$25,000,000 | Certificate of divestiture | |
| 1 | Columbia Fds Ser TR11 Asia PC | X | | | 6/22/12 | X | | | | | | | | | | | |
| 2 | AIM INVT BAL RISK ALL Y | X | | | 6/28/12 | X | | | | | | | | | | | |
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| 15 | | | | | | | | | | | | | | | | | |
| 16 | | | | | | | | | | | | | | | | | |

*This category applies only if the underlying asset is solely that of the filer's spouse or dependent children. If the underlying asset is either held by the filer or jointly held by the filer with the spouse or dependent children, use the other higher categories of value, as appropriate.

Reporting Individual's Name
 Napolitano, Janet A.

SCHEDULE C

Page Number
 11 of 12

Part I: Liabilities

Report liabilities over \$10,000 owed to any one creditor at any time during the reporting period by you, your spouse, or dependent children. Check the highest amount owed during the reporting period. Exclude

a mortgage on your personal residence unless it is rented out; loans secured by automobiles, household furniture or appliances; and liabilities owed to certain relatives listed in instructions. See instructions for revolving charge accounts.

None

Category of Amount or Value (x)

| | Creditors (Name and Address) | Type of Liability | Date Incurred | Interest Rate | Term if applicable | Category of Amount or Value (x) | | | | | | | | | | | | |
|----------|---|--|---------------|---------------|----------------------|---------------------------------|---------------------|----------------------|-----------------------|-----------------------|-------------------------|-------------------|---------------------------|----------------------------|-----------------------------|-------------------|--|--|
| | | | | | | \$10,001 - \$15,000 | \$15,001 - \$50,000 | \$50,001 - \$100,000 | \$100,001 - \$250,000 | \$250,001 - \$500,000 | \$500,001 - \$1,000,000 | Over \$1,000,000* | \$1,000,001 - \$5,000,000 | \$5,000,001 - \$25,000,000 | \$25,000,001 - \$50,000,000 | Over \$50,000,000 | | |
| Examples | First District Bank, Washington, DC John Jones | Mortgage on rental property, Delaware Promissory note | 1991 1999 | 8% 10% | 25 yrs. on demand | | | x | | | | x | | | | | | |
| 1 | | | | | | | | | | | | | | | | | | |
| 2 | | | | | | | | | | | | | | | | | | |
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| 4 | | | | | | | | | | | | | | | | | | |
| 5 | | | | | | | | | | | | | | | | | | |

*This category applies only if the liability is solely that of the filer's spouse or dependent children. If the liability is that of the filer or a joint liability of the filer with the spouse or dependent children, mark the other higher categories, as appropriate.

Part II: Agreements or Arrangements

Report your agreements or arrangements for: (1) continuing participation in an employee benefit plan (e.g. pension, 401k, deferred compensation); (2) continuation of payment by a former employer (including severance payments); (3) leaves

of absence; and (4) future employment. See instructions regarding the reporting of negotiations for any of these arrangements or benefits.

None

| | Status and Terms of any Agreement or Arrangement | Parties | Date |
|---------|---|------------------------------------|-------|
| Example | Pursuant to partnership agreement, will receive lump sum payment of capital account & partnership share calculated on service performed through 1/00. | Doe Jones & Smith, Hometown, State | 7/85 |
| 1 | Standard pension benefits as an employee of the State of Arizona through the Elected Official Retirement Plan (EROP); no further contributions into plan after termination of employment. | EROP Pension Manager, Phoenix, AZ | 01/99 |
| 2 | | | |
| 3 | | | |
| 4 | | | |
| 5 | | | |
| 6 | | | |

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|--|-------------------|-------------------------|
| Reporting Individual's Name Napollitano, Janet A. | SCHEDULE D | Page Number 12 of 12 |
|--|-------------------|-------------------------|

Part I: Positions Held Outside U.S. Government

Report any positions held during the applicable reporting period, whether compensated or not. Positions include but are not limited to those of an officer, director, trustee, general partner, proprietor, representative, employee, or consultant of any corporation, firm, partnership, or other business enterprise or any non-profit organization or educational institution. Exclude positions with religious, social, fraternal, or political entities and those solely of an honorary nature. None

| | Organization (Name and Address) | Type of Organization | Position Held | From (Mo., Yr.) | To (Mo., Yr.) |
|----------|--|----------------------------------|----------------------|-----------------|-----------------|
| Examples | Nat'l Assn. of Rock Collectors, NY, NY Doe Jones & Smith, Hometown, State | Non-profit education Law firm | President Partner | 6/92 7/85 | Present 1/00 |
| 1 | | | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |

Part II: Compensation in Excess of \$5,000 Paid by One Source

Report sources of more than \$5,000 compensation received by you or your business affiliation for services provided directly by you during any one year of the reporting period. This includes the names of clients and customers of any corporation, firm, partnership, or other business enterprise, or any other non-profit organization when you directly provided the services generating a fee or payment of more than \$5,000. You need not report the U.S. Government as a source. Do not complete this part if you are an Incumbent, Termination Filer, or Vice Presidential or Presidential Candidate.
None

| | Source (Name and Address) | Brief Description of Duties |
|----------|--|--|
| Examples | Doe Jones & Smith, Hometown, State Metro University (client of Doe Jones & Smith), Moneytown, State | Legalservices Legal services in connection with university construction |
| 1 | | |
| 2 | | |
| 3 | | |
| 4 | | |
| 5 | | |
| 6 | | |