

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2013

Report Required by the Ethics
in Government Act of 1978
(5 U.S.C. app. §§ 101-111)

1. Person Reporting (last name, first, middle initial) PADOVA, JOHN R.	2. Court or Organization EASTERN DISTRICT OF PA	3. Date of Report 01/27/2013
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) SENIOR DISTRICT COURT JUDGE	5a. Report Type (check appropriate type) ☐ Nomination ☐ Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 1/1/2013 to 12/31/2013
7. Chambers or Office Address 17613 U.S. COURTHOUSE 601 MARKET STREET PHILADELPHIA, PA 19106		
IMPORTANT NOTES: The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information.		

I. POSITIONS. (Reporting individual only; see pp. 9-13 of filing instructions.)

☐ NONE (No reportable positions.)

POSITION

NAME OF ORGANIZATION/ENTITY

1. Member of Patient Advocate Board	Kimmel Cancer Center
2.	
3.	
4.	
5.	

II. AGREEMENTS. (Reporting individual only; see pp. 14-16 of filing instructions.)

☒ NONE (No reportable agreements.)

DATE

PARTIES AND TERMS

1.	
2.	
3.	

FINANCIAL DISCLOSURE REPORT

Page 2 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of filing instructions.)***A. Filer's Non-Investment Income**NONE *(No reportable non-investment income.)*

DATE

SOURCE AND TYPE

INCOME

(yours, not spouse's)

1.

2.

3.

4.

B. Spouse's Non-Investment Income - *If you were married during any portion of the reporting year, complete this section.**(Dollar amount not required except for honoraria.)*NONE *(No reportable non-investment income.)*

DATE

SOURCE AND TYPE

1.

2.

3.

4.

IV. REIMBURSEMENTS *— transportation, lodging, food, entertainment.**(Includes those to spouse and dependent children; see pp. 25-27 of filing instructions.)*NONE *(No reportable reimbursements.)*

SOURCE

DATES

LOCATION

PURPOSE

ITEMS PAID OR PROVIDED

1. N.Y. Intellectual Property
Law Assoc., Inc.

3/22/2013 - 3/23/2013

New York, NY

Annual dinner and program

transportation, cab, tips, hotel, meals for
Judge and spouse.

2.

3.

4.

5.

FINANCIAL DISCLOSURE REPORT

Page 3 of 27

Name of Person Reporting

PADOVA, JOHN R.

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01/27/2013

V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*NONE *(No reportable gifts.)*

	<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>VALUE</u>
1.			
2.			
3.			
4.			
5.			

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing instructions.)*NONE *(No reportable liabilities.)*

	<u>CREDITOR</u>	<u>DESCRIPTION</u>	<u>VALUE CODE</u>
1.	Wells Fargo	Co-signer on [REDACTED] student loan	K
2.			
3.			
4.			
5.			

FINANCIAL DISCLOSURE REPORT

Page 4 of 27

Name of Person Reporting

PADOVA, JOHN R.

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01/27/2013

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. INVESCO PA QUALITY MUN TR (S)	A	Interest			Sold	12/03/13	J		
2. PNC BANK CHKG (J)	A	Interest	K	T					
3. [REDACTED] IRA PNC(S)	A	Interest	K	T					
4. Fed Pa Mun M.M. -RBC M.M. Fund	A	Interest	J	T					
5. Dreyfus Pa M.M. (S)	A	Interest			Closed	11/29/13	J	A	
6. Boston Capital (J) 17	A	Interest	J	T					
7. Bank Chkg & Sav. (J) Citizens Bank	A	Interest	J	T					
8. PA Econ. Dev. Fin. G&B 12-1-30	A	Interest	J	T					
9. Exelon (J)	B	Dividend	K	T					
10. USAA Sav-Act	A	Interest	K	T					
11. Boston Cap Ser 23	A	Dividend	J	T					
12. Boston Cap SER 15 & 18 (J)	A	Interest	J	T					
13. JMS/DLJSC/Phila Inv. PADOVA IRA (NOW BERNSTEIN-SEE LINE 181)	F	Int./Div.			Merged (with line 181)	08/26/13	P1		
14. - Pershing Gov Act-mm (NOW PART OF BERNSTEIN IRA LINE 181)	A	Dividend			Closed	08/26/13	O		
15. - ACM Govt. Sec. Fund-name change- Alliance Bernstein Income	B	Dividend			Sold	08/26/13	K		
16. - Alliance World Fund-name change- Alliance Bernstein Global	E	Dividend			Sold	08/26/13	L	E	
17. - Commercial Act Lease Realty, Inc.-Natl. Retail	E	Dividend			Sold	08/26/13	K	E	

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 5 of 27

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18. - Aspen Group Res. Corp. (Y)									
19. - Templeton Emer Mktg. Inc.	B	Dividend			Sold	08/26/13	K		
20. - Van Kampen Amer Cap Sr Inc. INVESCO	B	Dividend			Sold	08/26/13	K		
21. - Cons Edison Ins. Com.	E	Dividend			Sold	08/26/13	M	E	
22. - Microsoft (IRA) (NOW PART OF BERNSTEIN IRA LINE 283)	E	Dividend			Sold (part)	08/25/13	M	E	
23. - Intel (IRA)	B	Dividend			Sold	08/26/13	L		
24. - Citigroup Inc. Com (NOW PART OF BERNSTEIN IRA LINE 231)	A	Dividend	J	T	Sold (part)	08/26/13	J	A	
25.					Sold (part)	11/25/13	J		
26. - Public Service Enter (IRA)	C	Interest			Sold	08/26/13	L		
27. - A 123 Sys Inc. Com (IRA)					Closed	08/30/13	J		
28. - Exelon (IRA)	C	Dividend			Sold	08/26/13	L		
29. - Teva Phar Ind. L&D ADR	B	Dividend			Sold	08/26/13	L		
30. Fid. Adv. Sr 11 Gro Opty Fd. B	A	Dividend			Sold	08/23/13	K		
31. Putnam Inv Fds - Gro B	A	Dividend			Sold	08/23/13	K		
32. Evergreen Money Mkt 9 -now Wells Fargo	A	Dividend			Closed	09/05/13	K		
33. Vanguard M/M + IRA M/M	A	Int./Div.	L	T	Sold (part)	11/25/13	L		
34. Vanguard B/M - IRA	D	Dividend	M	T					

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Page 6 of 27

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35. Vanguard 500 - IRA	D	Dividend	N	T					
36. American Century (S)	A	Dividend			Closed	11/26/13	K	C	
37. PNC Bank Sav. (S) & Ckg (S)	A	Interest	K	T					
38. Nuveen Select (J)	B	Dividend			Sold	12/19/13	K		
39. Pa. St. Tpk. Comn Oil (S)	B	Interest			Sold	12/04/13	K		
40. PA St Ref-1st Ser. 4.5(J)	A	Interest	J	T					
41. Economy, PA - 5.0 (J)	B	Interest	K	T					
42. Union Co. Hosp. - 5.0	B	Interest	K	T					
43. Lehigh Co PIDA 9/1/29 (S)	A	Interest			Sold	07/31/13	J		
44. Eaton Vance-Tx mg. (Global)	D	Dividend			Sold	06/06/13	K		
45. Nuveen PA Prem Inc (JT)	B	Dividend			Sold (part)	12/19/13	K		
46.					Sold	12/20/13	J		
47. Nuveen PA Invst QF (JT)	B	Dividend			Sold	12/19/13	L	D	
48. Van Kampen Amer PA Mun. Inc. (JT) (INVESCO)	C	Dividend	K	T					
49. Federated Govt Res MM (JT)	A	Dividend			Closed	08/21/13	L		
50. Eaton Vance T/M	C	Interest			Sold	06/24/13	K		
51. Eaton Vance T/M (JT)	A	Interest			Sold	06/24/13	J		

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2. Value Codes	J = \$15,000 or less	K = \$15,001 - \$50,000	L = \$50,001 - \$100,000	M = \$100,001 - \$250,000	
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FINANCIAL DISCLOSURE REPORT

Page 7 of 27

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52. Blackrock Intl. Growth and Inc. Trust	C	Dividend			Sold	09/09/13	K		
53. Vanguard GNMA Fund	A	Interest	K	T					
54. Mtgy Co. PA H.E. Arcadia	B	Interest			Sold	04/24/13	K	B	
55. Phila PA Wtr Rev. Ser B	B	Interest	K	T					
56. Puerto Rico Co. Ser B	B	Interest	K	T					
57. Mtgy Co. PA Ser C 12/31	A	Interest	K	T					
58. Beaver County PA 11/15/31 (JT)	A	Interest	K	T					
59. State PSBS PA 3/1/29 (JT)	B	Interest	K	T					
60. Nebraska Edl Fin (S)	A	Interest			Sold	12/26/13	K	A	
61. Puerto Rico-Ser C 7/1/19	A	Interest	J	T					
62. Cumberland Co 1/1/16	A	Interest			Sold	12/26/13	J		
63. Pitts-Allegheney 2/1/25 (J)	A	Interest	J	T					
64. Erie PA Mercyhurst	A	Interest	J	T					
65. Mtgy Co Pa IDA 11/15/36	A	Interest	J	T					
66. Nebraska Concordia	A	Interest			Sold	06/20/13	J	A	
67. RBC MM Fund (S)	A	Interest			Closed	12/03/13	J	A	
68. RBC MM Fund	A	Interest	J	T					

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FINANCIAL DISCLOSURE REPORT

Page 8 of 27

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69. Cumberland Co. 1/1/28 (1/1/36) (S)	A	Interest			Sold	12/26/13	K		
70. Passaic Valley N.J. (S)	A	Interest			Sold	12/30/13	J		
71. Huntsville-Redstone	A	Interest	K	T					
72. Mtgy Co. PIDA-RFDG 12/1/20	A	Interest			Sold	12/23/13	J		
73. NJ Economic D.A.-Seashore 11/1/36 2010 C-1 (S)	A	Interest			Sold	06/20/13	K	B	
74. Phila Gas Wks 8/1/40 (JT)	A	Interest	J	T					
75. Vanguard Sht. Term	B	Interest	L	T					
76. Lycoming Cnty Pa Auth	A	Interest	K	T					
77. Lower Merion Pa Sch Dist (JT)	A	Interest	J	T					
78. Michigan Fin Auth Rev	A	Interest	K	T					
79. Invesco Quality Mun.	A	Interest			Sold	12/03/13	K		
80. Invesco Quality Mun.	C	Interest	K	T					
81. Puerto Rico Aqueduct	A	Interest			Sold	01/23/13	K		
82. Puerto Rico Aqueduct	A	Interest			Sold	01/23/13	K		
83. Harris Cnty Tex Cultural	B	Interest	L	T					
84. Michigan Fin Auth (s)	A	Interest	K	T					
85. Invesco Quality Municipal	B	Interest			Sold	11/29/13	L		

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FINANCIAL DISCLOSURE REPORT

Page 9 of 27

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86. Centre Cnty Pa Hosp Auth	B	Interest	K	T					
87. Nuveen Premier Mun.	C	Interest	K	T					
88. Nuveen Mun. Market	C	Interest	K	T					
89. Norwin Pa School (JT)	A	Interest			Sold	12/23/13	K		
90. Vanguard Pa L/T Tax Ex Fund	C	Interest	L	T					
91. Puerto Rico Sales Tax Filing (S)	A	Interest	J	T	Buy	07/31/13	J		
92. Chicago Intl Airport (JT)	A	Interest	J	T	Buy	07/31/13	J		
93. Michigan St. Hosp. Auth. (JT)	B	Interest	K	T	Buy	06/27/13	K		
94. Illinois St. GO Bonds 2013A	B	Interest	K	T	Buy	04/03/13	K		
95. Illinois St. GO BONds 4/1/2034	B	Interest	L	T	Buy	06/06/13	K		
96. Cumberland County Mun. Lutheran	A	Interest	K	T	Buy	03/26/13	K		
97. Texas Trans. Comm.	A	Interest	K	T	Buy	03/12/13	K		
98. Univ. of Wisconsin Hosp.	B	Interest	K	T	Buy	03/05/13	L		
99. Det. Mich. Water Supply Sys.	B	Interest	K	T	Buy	03/05/13	K		
100. Invesco Tr Invt.	B	Interest	K	T	Buy	04/24/13	K		
101. Bernstein Div. Mun SNDPX (S)		None	K	T	Buy	12/27/13	K		
102.					Buy (add'l)	12/31/13	K		

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Page 10 of 27

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103. Boeing BA (S)		None	J	T	Buy	12/27/13	J		
104. Precision PCP (S)		None	J	T	Buy	12/27/13	J		
105. WW Grainger GWW (S)		None	J	T	Buy	12/27/13	J		
106. Danaher DHR (S)		None	J	T	Buy	12/27/13	J		
107. Illinois Tool ITW (S)		None	J	T	Buy	12/27/13	J		
108. Parker Hannifin PH (S)		None	J	T	Buy	12/27/13	J		
109. Ford Motor F (S)		None	J	T	Buy	12/27/13	J		
110. Amazon AMZN (S)		None	J	T	Buy	12/27/13	J		
111. Costco COST (S)		None	J	T	Buy	12/27/13	J		
112. CVS (S)		None	J	T	Buy	12/27/13	J		
113. Kroger KR (S)		None	J	T	Buy	12/27/13	J		
114. TJX Companies TJX (S)		None	J	T	Buy	12/27/13	J		
115. Wal-Mart WMT (S)		None	J	T	Buy	12/27/13	J		
116. Biogen BIIB (S)		None	J	T	Buy	12/27/13	J		
117. Gilead Sciences GILD (S)		None	J	T	Buy	12/27/13	J		
118. Pfizer PFE (S)		None	J	T	Buy	12/27/13	J		
119. CBS Corp CBS (S)		None	J	T	Buy	12/27/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A ~\$1,000 or less F ~\$50,001 - \$100,000	B ~\$1,001 - \$2,500 G ~\$100,001 - \$1,000,000	C ~\$2,501 - \$5,000 H1 ~\$1,000,001 - \$5,000,000	D ~\$5,001 - \$15,000 H2 ~More than \$5,000,000	E ~\$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J ~\$15,000 or less N ~\$250,001 - \$500,000 P3 ~\$25,000,001 - \$50,000,000	K ~\$15,001 - \$50,000 O ~\$500,001 - \$1,000,000	L ~\$50,001 - \$100,000 P1 ~\$1,000,001 - \$5,000,000 P4 ~More than \$50,000,000	M ~\$100,001 - \$250,000 P2 ~\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 11 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
120. Time Warner TWX (S)		None	J	T	Buy	12/27/13	J		
121. Viacom VIAB (S)		None	J	T	Buy	12/27/13	J		
122. Walt Disney DIS (S)		None	J	T	Buy	12/27/13	J		
123. Allergen AGN (S)		None	J	T	Buy	12/27/13	J		
124. Becton BDX (S)		None	J	T	Buy	12/27/13	J		
125. Medtronic MDT (S)		None	J	T	Buy	12/27/13	J		
126. Google GOOG (S)		None	J	T	Buy	12/27/13	J		
127. Gannett GCI (S)		None	J	T	Buy	12/27/13	J		
128. American Tower AMT (S)		None	J	T	Buy	12/27/13	J		
129. Conagra Foods CAG (S)		None	J	T	Buy	12/27/13	J		
130. Starbucks SBUX (S)		None	J	T	Buy	12/27/13	J		
131. Mead Johnson MJN (S)		None	J	T	Buy	12/27/13	J		
132. Philip Morris PM (S)		None	J	T	Buy	12/27/13	J		
133. Bernstein Emerging Mkts Fund SNEMX (S)		None	J	T	Buy	12/27/13	J		
134. Marathon Petroleum MPC (S)		None	J	T	Buy	12/27/13	J		
135. Schlumberger SLB (S)		None	J	T	Buy	12/27/13	J		
136. Hess Corp HES (S)		None	J	T	Buy	12/27/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 12 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
137. Occidental OXY (S)		None	J	T	Buy	12/27/13	J		
138. Valero Energy VLO (S)		None	J	T	Buy	12/27/13	J		
139. Citigroup C (S)		None	J	T	Buy	12/27/13	J		
140. JPMorgan JPM (S)		None	J	T	Buy	12/27/13	J		
141. American Express AXP (S)		None	J	T	Buy	12/27/13	J		
142. Capital One COF (S)		None	J	T	Buy	12/27/13	J		
143. Lincoln National LNC (S)		None	J	T	Buy	12/27/13	J		
144. Bank of America BAC (S)		None	J	T	Buy	12/27/13	J		
145. Wells Fargo WFC (S)		None	J	T	Buy	12/27/13	J		
146. VISA Inc V (S)		None	J	T	Buy	12/27/13	J		
147. American International AIG (S)		None	J	T	Buy	12/27/13	J		
148. AON PLC AON (S)		None	J	T	Buy	12/27/13	J		
149. CHUBB CB (S)		None	J	T	Buy	12/27/13	J		
150. Partnerre PRE (S)		None	J	T	Buy	12/27/13	J		
151. Lyondellbasell LYB (S)		None	J	T	Buy	12/27/13	J		
152. Intercontinental Exchange ICE (S)		None	J	T	Buy	12/27/13	J		
153. Bernstein Tax-Man Inter. SNIVX (S)		None	K	T	Buy	12/27/13	K		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 13 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
154. AB Discovery Growth CHCYX (S)		None	J	T	Buy	12/27/13	J		
155. AB Discovery Value ABYSK (S)		None	J	T	Buy	12/27/13	J		
156. Sherwin-Williams SHW (S)		None	J	T	Buy	12/27/13	J		
157. Union Pacific UNP (S)		None	J	T	Buy	12/27/13	J		
158. Ansys ANSS (S)		None	J	T	Buy	12/27/13	J		
159. Cognizant Tech CTSH (S)		None	J	T	Buy	12/27/13	J		
160. Fidelity National FIS (S)		None	J	T	Buy	12/27/13	J		
161. Priceline PCLN (S)		None	J	T	Buy	12/27/13	J		
162. Apple AAPL (S)		None	J	T	Buy	12/27/13	J		
163. Hewlett-Packard HPQ (S)		None	J	T	Buy	12/27/13	J		
164. AMDOCS DOX (S)		None	J	T	Buy	12/27/13	J		
165. Verizon Comm. VZ (S)		None	J	T	Buy	12/27/13	J		
166. Bernstein Div. Mun. SNDPX (J)		None	L	T	Buy	12/20/13	L		
167.					Buy (add'l)	12/26/13	J		
168. AllianceBernstein Tax Man Wealth ATWYX (J)	B	Dividend	M	T	Buy	12/20/13	L		
169.					Buy (add'l)	12/23/13	J		
170.					Buy (add'l)	12/26/13	K		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 14 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
171. Tax-Aware Overlay A Portfolio SATOX (J)		None	L	T	Buy	12/20/13	K		
172.					Buy (add'l)	12/26/13	J		
173. Tax-Aware Overlay B Portfolio SBTOX (J)		None	J	T	Buy	12/20/13	J		
174.					Buy (add'l)	12/26/13	J		
175. AllianceBernstein Multi Manager Alt. Fnd IRA (AB15670)		None	M	T	Buy	10/01/13	M		
176. AllianceBernstein Tax Man Wealth ATWYX	B	Dividend	M	T	Buy	09/06/13	K		
177.					Buy (add'l)	09/10/13	K		
178.					Buy (add'l)	12/17/13	J		
179.					Buy (add'l)	12/24/13	J		
180.					Buy (add'l)	12/27/13	K		
181. IRA - Sanford C. Bernstein & Co., LLC	E	Int./Div.	P1	T					
182. - Bernstein Intermediate Duration Port SNIDX	B	Dividend	N	T	Buy	08/30/13	M		
183.					Buy (add'l)	11/25/13	L		
184.					Buy (add'l)	11/26/13	J		
185.					Buy (add'l)	12/03/13	J		
186. - AB Real Estate Strategy AMTOX	B	Dividend	M	T	Buy	08/30/13	M		
187.					Buy (add'l)	12/03/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 15 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
188.					Buy (add'l)	12/17/13	J		
189. - AB Discovery Growth CHCYX		None	J	T	Buy	08/30/13	J		
190.					Sold (part)	11/25/13	J		
191. - AB Discovery Value Fund ABYSX	A	Dividend	J	T	Buy	08/30/13	J		
192.					Sold (part)	11/25/13	J		
193. - Affiliated Managers Group AMG		None	J	T	Buy	08/30/13	J		
194. - Allergen Inc AGN	A	Dividend	J	T	Buy	08/30/13	J		
195. - Altria Group MO	A	Dividend	J	T	Buy	08/30/13	J		
196. - Amazon.Com AMZN		None	J	T	Buy	08/30/13	J		
197. - Amdocs DOX	A	Dividend	J	T	Buy	08/30/13	J		
198. - American Express AXP	A	Dividend	J	T	Buy	08/30/13	J		
199. - American International AIG	A	Dividend	J	T	Buy	08/30/13	J		
200.					Buy (add'l)	11/06/13	J		
201.					Sold (part)	11/25/13	J		
202. - American Tower Corp AMT		None	J	T	Buy	12/17/13	J		
203. - Amphenol Corp APH		None	J	T	Buy	11/07/13	J		
204. - Ansys Inc ANSS		None	J	T	Buy	08/30/13	J		

1. Income Gain Codes:	A = \$1,000 or less	B = \$1,001 - \$2,500	C = \$2,501 - \$5,000	D = \$5,001 - \$15,000	E = \$15,001 - \$50,000
(See Columns B1 and D4)	F = \$50,001 - \$100,000	G = \$100,001 - \$1,000,000	H1 = \$1,000,001 - \$5,000,000	H2 = More than \$5,000,000	
2. Value Codes	J = \$15,000 or less	K = \$15,001 - \$50,000	L = \$50,001 - \$100,000	M = \$100,001 - \$250,000	
(See Columns C1 and D3)	N = \$250,001 - \$500,000	O = \$500,001 - \$1,000,000	P1 = \$1,000,001 - \$5,000,000	P2 = \$5,000,001 - \$25,000,000	
	P3 = \$25,000,001 - \$50,000,000		P4 = More than \$50,000,000		
3. Value Method Codes	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash Market	
(See Column C2)	U = Book Value	V = Other	W = Estimated		

FINANCIAL DISCLOSURE REPORT

Page 16 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
205. - AON PLC AON	A	Dividend	J	T	Buy	09/19/13	J		
206. - Apple Inc AAPL	A	Dividend	J	T	Buy	08/30/13	J		
207.					Buy (add'l)	12/20/13	J		
208. - Assurant AIZ		None	J	T	Buy	12/05/13	J		
209. - Bank of America BAC	A	Dividend	J	T	Buy	08/30/13	J		
210. - Becton Dickinson BDx	A	Dividend	J	T	Buy	08/30/13	J		
211. -Berkshire Hathaway BRK/B		None	J	T	Buy	08/30/13	J		
212. - Bernstein Emerging Market SNEMX	A	Dividend	K	T	Buy	08/30/13	K		
213. - Bernstein International SIMTX	B	Dividend	M	T	Buy	08/30/13	M		
214.					Sold (part)	11/18/13	J		
215.					Sold (part)	11/25/13	J		
216.					Buy (add'l)	12/03/13	J		
217.					Buy (add'l)	12/10/13	J		
218. - Biogen BIIB		None	J	T	Buy	09/03/13	J		
219.					Sold (part)	11/25/13	J		
220. - Boeing BA		None	J	T	Buy	08/30/13	J		
221.					Sold (part)	10/18/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A ~\$1,000 or less F ~\$50,001 - \$100,000	B ~\$1,001 - \$2,500 G ~\$100,001 - \$1,000,000	C ~\$2,501 - \$5,000 H1 ~\$1,000,001 - \$5,000,000	D ~\$5,001 - \$15,000 H2 ~More than \$5,000,000	E ~\$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J ~\$15,000 or less N ~\$250,001 - \$500,000 P3 ~\$25,000,001 - \$50,000,000	K ~\$15,001 - \$50,000 O ~\$500,001 - \$1,000,000	L ~\$50,001 - \$100,000 P1 ~\$1,000,001 - \$5,000,000 P4 ~More than \$5,000,000	M ~\$100,001 - \$250,000 P2 ~\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q =Appraisal U =Book Value	R =Cost (Real Estate Only) V =Other	S =Assessment W =Estimated	T =Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 17 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
222. - Capital One Financial COF	A	Dividend	J	T	Buy	08/30/13	J		
223.					Sold (part)	11/18/13	J		
224. - CBS Corp CBS		None	J	T	Buy	08/30/13	J		
225. - Celgene Corp CELG		None	J	T	Buy	08/30/13	J		
226. - Chevron CVX	A	Dividend	J	T	Buy	08/30/13	J		
227. - Chipotle Mexican CMG		None	J	T	Buy	08/30/13	J		
228.					Sold (part)	11/25/13	J		
229. - CHUBB CB	A	Dividend	J	T	Buy	08/30/13	J		
230. - CIT Group CIT	A	Dividend	J	T	Buy	08/30/13	J		
231. - Citigroup C	A	Dividend	J	T					
232.									
233.									
234. - Cognizant Tech CTSH		None	J	T	Buy	08/30/13	J		
235.					Sold (part)	10/15/13	J		
236. - Conagra Foods CAG	A	Dividend	J	T	Buy	08/30/13	J		
237. - Costco Wholesale COST	A	Dividend	J	T	Buy	08/30/13	J		
238.					Buy (add'l)	11/22/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 18 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

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☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

239. - CVS Corp CVS		None	J	T	Buy	11/20/13	J		
240.					Buy (add'l)	12/03/13	J		
241. - Danaher Corp DHR	A	Dividend	J	T	Buy	08/30/13	J		
242. - Eaton Corp ETN	A	Dividend	J	T	Buy	08/30/13	J		
243. - Ebay EBAY		None	J	T	Buy	08/30/13	J		
244. - Elecdtronic Arts EA		None	J	T	Buy	08/30/13	J		
245.					Buy (add'l)	11/05/13	J		
246.					Sold (part)	11/25/13	J		
247. - Everest RE Group RE	A	Dividend	J	T	Buy	08/30/13	J		
248. - Fedex Corp FDX		None	J	T	Buy	11/20/13	J		
249. - Fidelity FIS	A	Dividend	J	T	Buy	08/30/13	J		
250.					Sold (part)	10/24/13	J		
251. - Ford Motor F	A	Dividend	J	T	Buy	08/30/13	J		
252. - Gannet Co GCI		None	J	T	Buy	10/17/13	J		
253. - General Motors GM		None	J	T	Buy	12/04/13	J		
254. - Genworth Financial		None	J	T	Buy	08/30/13	J		
255. - Gilead Sciences GILD		None	J	T	Buy	08/30/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 19 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

256. - Google Inc GOOG		None	J	T	Buy	08/30/13	J		
257. - Halliburton HAL	A	Dividend	J	T	Buy	08/30/13	J		
258. - Hasabro Inc HAS		None	J	T	Buy	10/31/13	J		
259. - Health Net HNT		None	J	T	Buy	08/30/13	J		
260. - Hess Corp HES	A	Dividend	J	T	Buy	10/14/13	J		
261. - Hewlett-Packard HPQ	A	Dividend	J	T	Buy	08/30/13	J		
262. - Illinois Tool Works ITW	A	Dividend	J	T	Buy	08/30/13	J		
263. - Intercontinental Exchange ICE	A	Dividend	J	T	Buy	08/30/13	J		
264. - Intl Business Machines IBM	A	Dividend	J	T	Buy	08/30/13	J		
265.					Sold (part)	12/13/13	J		
266. - JP Morgan Chase JPM	A	Dividend	J	T	Buy	08/30/13	J		
267. - Kinder Morgan KMI	A	Dividend	J	T	Buy	08/30/13	J		
268.					Sold (part)	10/21/13	J		
269. - Kroger Co KR	A	Dividend	J	T	Buy	08/30/13	J		
270. - Lincoln National LNC	A	Dividend	J	T	Buy	08/30/13	J		
271.					Buy (add'l)	10/24/13	J		
272. - LinkedIn LNKD		None	J	T	Buy	08/30/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 20 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
273. - Lyondellbasell LYB	A	Dividend	J	T	Buy	08/30/13	J		
274.					Sold (part)	11/25/13	J		
275. - Macy's Inc M	A	Dividend	J	T	Buy	08/30/13	J		
276.					Sold (part)	10/16/13	J		
277. - Marathon Petroleum MPC	A	Dividend	J	T	Buy	08/30/13	J		
278. - McDonalds Corp MCD	A	Dividend	J	T	Buy	08/30/13	J		
279. - Mead Johnson MJN		None	J	T	Buy	12/12/13	J		
280. - Medtronic MDT	A	Dividend	J	T	Buy	08/30/13	J		
281.					Sold (part)	11/25/13	J		
282. - Merck & Co MRK	A	Dividend	J	T	Buy	08/30/13	J		
283. - Microsoft Corp MSFT	A	Dividend	J	T					
284. - Monsanto Co MON	A	Dividend	J	T	Buy	08/30/13	J		
285. - Nike Inc NKE		None	J	T	Buy	08/28/13	J		
286. - Noble Energy NBL	A	Dividend	J	T	Buy	08/30/13	J		
287. - Occidental Petroleum OXY		None	J	T	Buy	09/13/13	J		
288. - Parker Hannifin Corp PH	A	Dividend	J	T	Buy	09/25/13	J		
289. - Partnerre LTD PRE	A	Dividend	J	T	Buy	08/30/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 21 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
290. - Patterson COS PDCO	A	Dividend	J	T	Buy	08/30/13	J		
291. - Pepsico PEP	A	Dividend	J	T	Buy	08/30/13	J		
292. - Pfizer Inc PFE	A	Dividend	J	T	Buy	08/30/13	J		
293.					Sold (part)	11/25/13	J		
294. - Philip Morris PM	A	Dividend	J	T	Buy	08/30/13	J		
295. - Polaris Industries PII	A	Dividend	J	T	Buy	11/08/13	J		
296. - Precision Castparts PCP	A	Dividend	J	T	Buy	08/30/13	J		
297.					Sold (part)	11/25/13	J		
298. - Priceline.Com PCLN		None	J	T	Buy	08/30/13	J		
299. - Pulte Group PHM	A	Dividend	J	T	Buy	08/30/13	J		
300. - Raytheon Company RTN		None	J	T	Buy	10/24/13	J		
301. - Regal Entertainment RGC	A	Dividend	J	T	Buy	08/30/13	J		
302. - Reynolds American RAI	A	Dividend	J	T	Buy	08/30/13	J		
303. - Schlumberger SLB		None	J	T	Buy	08/30/13	J		
304. - Sherwin Williams SHW	A	Dividend	J	T	Buy	08/30/13	J		
305.					Buy (add'l)	10/18/13	J		
306. - Starbucks SBUX	A	Dividend	J	T	Buy	08/30/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 22 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

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A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
307.					Sold (part)	11/25/13	J		
308. - Time Warner TWX	A	Dividend	J	T	Buy	08/30/13	J		
309. - TJX Companies TJX	A	Dividend	J	T	Buy	08/30/13	J		
310.					Sold (part)	11/25/13	J		
311. - Union Pacific UNP		None	J	T	Buy	08/30/13	J		
312. - Valero Energy VLO	A	Dividend	J	T	Buy	08/30/13	J		
313. - Verisk Analytics VRSK		None	J	T	Buy	11/07/13	J		
314. - Verizon Communications VZ	A	Dividend	J	T	Buy	08/30/13	J		
315. - Vertex Pharmaceuticals VRTX		None	J	T	Buy	08/30/13	J		
316. - Viacom Inc VIAB	A	Dividend	J	T	Buy	08/30/13	J		
317.					Sold (part)	11/25/13	J		
318. - VISA Inc V	A	Dividend	J	T	Buy	08/30/13	J		
319. - Wal-Mart Stores WMT		None	J	T	Buy	09/03/13	J		
320.					Sold (part)	11/25/13	J		
321. - Walt Disney Co DIS		None	J	T	Buy	08/30/13	J		
322. - Wells Fargo WFC	A	Dividend	J	T	Buy	08/30/13	J		
323.					Sold (part)	11/25/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A ~\$1,000 or less F ~\$50,001 - \$100,000	B ~\$1,001 - \$2,500 G ~\$100,001 - \$1,000,000	C ~\$2,501 - \$5,000 H1 ~\$1,000,001 - \$5,000,000	D ~\$5,001 - \$15,000 H2 ~More than \$5,000,000	E ~\$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J ~\$15,000 or less N ~\$250,001 - \$500,000 P3 ~\$25,000,001 - \$50,000,000	K ~\$15,001 - \$50,000 O ~\$500,001 - \$1,000,000	L ~\$50,001 - \$100,000 P1 ~\$1,000,001 - \$5,000,000 P4 ~More than \$50,000,000	M ~\$100,001 - \$250,000 P2 ~\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 23 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

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A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
324. - WW Grainger GWW	A	Dividend	J	T	Buy	08/30/13	J		
325. - Overlay A Portfolio SAOOX	C	Dividend	N	T	Buy	08/30/13	N		
326.					Sold (part)	11/18/13	K		
327.					Sold (part)	11/25/13	L		
328.					Buy (add'l)	12/03/13	J		
329.					Buy (add'l)	12/17/13	J		
330. - Overlay B Portfolio SBOOX	B	Dividend	L	T	Buy	11/25/13	L		
331.					Buy (add'l)	12/03/13	J		
332.					Buy (add'l)	12/17/13	J		
333. - JM Smucker Co.	A	Dividend			Buy	08/30/13	J		
334.		None			Sold	11/25/13	J		
335. - CISCO	A	Dividend			Buy	08/30/13	J		
336.		None			Sold	12/16/13	J		
337. - Intuitive Surgical		None			Buy	08/30/13	J		
338.		None			Sold	12/06/13	J		
339. - Wellpoint	A	Dividend			Buy	08/30/13	J		
340.					Sold (part)	11/07/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A –\$1,000 or less F –\$50,001 - \$100,000	B –\$1,001 - \$2,500 G –\$100,001 - \$1,000,000	C –\$2,501 - \$5,000 H1 –\$1,000,001 - \$5,000,000	D –\$5,001 - \$15,000 H2 –More than \$5,000,000	E –\$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J –\$15,000 or less N –\$250,001 - \$500,000 P3 –\$25,000,001 - \$50,000,000	K –\$15,001 - \$50,000 O –\$500,001 - \$1,000,000	L –\$50,001 - \$100,000 P1 –\$1,000,001 - \$5,000,000 P4 –More than \$50,000,000	M –\$100,001 - \$250,000 P2 –\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q –Appraisal U –Book Value	R –Cost (Real Estate Only) V –Other	S –Assessment W –Estimated	T –Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 24 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

341.		None			Sold (part)	12/05/13	J		
342. - Goldman Sachs		None			Buy	08/30/13	J		
343.		None			Sold	11/19/13	J	A	
344. - Kraft Foods Group		None			Buy	08/30/13	J		
345.		None			Sold	11/19/13	J	A	
346. - O'Reilly Automotive		None			Buy	10/23/13	J		
347.		None			Sold	11/18/13	J		
348. - Citrix		None			Buy	08/30/13	J		
349.		None			Sold	11/14/13	J		
350. - Campbell Soup		None			Buy	08/30/13	J		
351.		None			Sold	10/28/13	J		
352. - Petsmart		None			Buy	08/30/13	J		
353.		None			Sold	10/24/13	J	A	
354. - EMC Corp		None			Buy	08/30/13	J		
355.		None			Sold	10/23/13	J		
356. - Delta		None			Buy	08/30/13	J		
357.		None			Sold	10/14/13	J	A	

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
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3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 25 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
358. - Abercrombie & Fitch		None			Buy	08/30/13	J		
359.		None			Sold	10/10/13	J		
360. - EOG		None			Buy	08/30/13	J		
361.		None			Sold	10/04/13	J		
362. - Discover Financial		None			Buy	08/30/13	J		
363.		None			Sold	09/30/13	J	A	
364. - Exxon		None			Buy	08/30/13	J		
365.		None			Sold	09/30/13	J		
366. - Stericycle Inc		None			Buy	08/30/13	J		
367.		None			Sold	09/30/13	J	A	
368. - Liberty Media		None			Buy	08/30/13	J		
369.		None			Sold	09/04/13	J	A	
370. RBC Momey Market Fund (J) (X)	A	Interest	J	T	Open				

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 26 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

VIII. ADDITIONAL INFORMATION OR EXPLANATIONS. *(Indicate part of report.)*

FINANCIAL DISCLOSURE REPORT

Page 27 of 27

Name of Person Reporting

PADOVA, JOHN R.

Date of Report

01/27/2013

IX. CERTIFICATION.

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature: S/ **JOHN R. PADOVA**

NOTE: ANY INDIVIDUAL WHO KNOWINGLY AND WILLFULLY FALSIFIES OR FAILS TO FILE THIS REPORT MAY BE SUBJECT TO CIVIL AND CRIMINAL SANCTIONS (5 U.S.C. app. § 104)

Committee on Financial Disclosure
Administrative Office of the United States Courts
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Washington, D.C. 20544