

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2012

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) Brown, Joe B.	2. Court or Organization Middle District TN	3. Date of Report 06/04/2013
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) Magistrate Judge (Recall Full)	5a. Report Type (check appropriate type) ☐ Nomination ☐ Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2012 to 12/31/2012
7. Chambers or Office Address Room 783 U.S. Courthouse 801 Broadway Nashville, TN 37203		
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.)

<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1. Co-Trustee Assets listed Part VII line 222	C S Trust, Under Will [REDACTED]
2. Co-Trustee Assets listed Part VII line 221	Y P Trust, Trust for Family Cemetery
3. Lecturer in Criminal Law	Nashville School of Law
4. Adjunct Professor of Law	Vanderbilt University School of Law
5. Custodian Assets listed Part VII line 128	Uniform Gift to Minors, [REDACTED]
6. Custodian "	Education Trust [REDACTED]
7. Custodian "	Education Trust [REDACTED]
8. Custodian "	Education Trust [REDACTED]
9. Custodian "	Education Trust [REDACTED]
10. Custodian "	Education Trust [REDACTED]
11. Custodial "	Education Trust [REDACTED]

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

☐

NONE *(No reportable agreements.)*

DATE

PARTIES AND TERMS

1. 12/22/89

Nashville School of Law, Agreement to teach a Course on Federal Criminal Law as scheduled.

2. 4/5/06

Vanderbilt University School of Law, Agreement to teach course on Pretrial Litigation

3.

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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.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> (yours, not spouse's)
1. 2012	Income from Flight and Scuba Instruction	\$0
2. 2012	Teaching Position Nashville School of Law	\$6,522.00
3. 2012	Teaching Position Vanderbilt School of Law	\$5,000.00
4. 2012	Tobacco buy out Settlement fund UDSA	\$2,181.00

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.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>
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.)*

<u>SOURCE</u>	<u>DATES</u>	<u>LOCATION</u>	<u>PURPOSE</u>	<u>ITEMS PAID OR PROVIDED</u>
1.				
2.				
3.				
4.				
5.				

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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.			
2.			
3.			
4.			
5.			

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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. Abbott Labs (ABT)	A	Dividend	J	T	Buy	4/26/12	J		
2. Adidas (ADDYY)	A	Dividend	J	T	Buy	4/26/12	J		
3. Adobe Systems (ADBE)	A	Dividend	J	T	Buy	4/26/12	J		
4. Alerian MLP ETF (AMLP)	A	Dividend			Sold	4/26/12	J	A	See Remarks
5. Amazon (AMZN)	A	Dividend	J	T	Buy	4/26/12	J		
6. American Beacon (AAIPX)	A	Dividend	J	T	Buy	4/10/12	J		
7. American Capital World Growth (CWGIX)	A	Dividend	J	T	Buy	3/31/12	J		
8.					Sold (part)	4/26/12	K	D	
9. American Century Large Company Value (ALVIX)	A	Dividend			Buy	4/10/12	J		
10.					Sold	4/18/12	J	A	IRA all sold
11. American Century Small Cap (ACVIX)	A	Dividend			Buy	04/26/12	K		
12.					Sold	5/8/12	K		Sold at loss
13. American Grwth Fund of America (AFAFX)	A	Dividend	J	T	Buy	4/10/12	J		
14.					Buy (add'l)	4/19/12	J		
15. American Europacific Grwth (AEGFX)	A	Distribution	J	T	Buy	4/10/12	J		
16. American Express Stock (AXP)	A	Dividend	K	T					
17.					Sold (part)	5/1/12	J	B	

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	
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18.					Sold (part)	8/10/12	J	B	
19. Apache Corp (APA)	A	Dividend	J	T	Buy	4/26/12	J		
20. Apple (AAPL)	A	Dividend	K	T	Buy (add'l)	4/26/12	J		
21. Artio Global Inv't Funds (JSCIX)		None			Buy	4/10/12	J		
22.					Sold	4/19/12	J		IRA Sold at loss
23. Ascena Retail Group (ASNA)	A	Dividend	J	T	Buy	7/05/12	J		
24. AT&T (T)	A	Dividend			Sold	4/26/12	K	B	All sold
25. Automatic Data Processing (ADP)	A	Dividend	J	T	Buy	11/27/12	J		
26. BB&T Corp (BBT)	A	Dividend	J	T	Buy	4/26/12	J		
27. Bed Bath & Beyond (BBBY)	A	Dividend	J	T	Buy	4/26/12	J		
28. Berkshire Hathaway (BRKZB)		None			Sold	4/26/12	K		All sold at loss
29. Blackrock Core Bond Portfolio (BFMCX)		None			Buy	4/10/12	J		
30.					Sold	4/18/12	J		IRA sold at loss
31. Blackrock Util and Telecom (MDGUX)	A	Dividend	J	T					
32. Broad Com Corp (BRCM)	A	Dividend	J	T	Buy	4/17/12	J		
33. Canadian National Railway (CNI)	A	Dividend			Sold	4/26/12	J	B	
34. Capitol One Finl (COF)	A	Dividend	J	T	Buy	4/26/12	J		

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35. Capital World Gr & Inc Fund (CWGIX)	B	Dividend	K	T					
36. Car Max Stock (KMX)	A	Dividend			Sold	4/26/12	J	D	
37. Caterpiliter (CAT)	A	Dividend	J	T	Sold (part)	4/26/12	J		Sold at loss
38. Celegene Corp (CELG)	A	Dividend	J	T	Buy	6/26/12	J		
39. Centerpoint Energy (CNP)		None			Buy	4/26/12	J		
40.					Sold	5/3/12	J	A	
41. CF Industries Holding (CF)	A	Dividend	J	T	Buy	4/26/12	J		
42. Chevron (CVX)	A	Dividend	J	T	Buy	4/26/12	J		
43. Cisco Sys Inc (CSCO)	A	Dividend	J	T	Buy (add'l)	4/26/12	J		
44. CIT Group (CIT)	A	Dividend	J	T	Buy	4/26/12	J		
45. CITIGROUP (C)	A	Dividend	J	T	Buy	4/26/12	J		
46. CMS Energy (CMS)	A	Dividend	J	T	Buy	5/3/12	J		
47. Coach (COH)	A	Dividend			Buy	4/26/12	J		
48.					Sold	10/09/12	J	A	All sold
49. Colgate Palmolive (CL)	A	Dividend	J	T	Buy	10/31/12	J		
50. Comcast (CMCSA)	A	Dividend	J	T	Buy	4/26/12	J		
51. Comerica (CMA)	A	Dividend			Buy	4/26/12	J		

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52.					Sold	5/11/12	J		Sold at loss
53. American Century Small Cap (ACVIX)	A	Dividend	J	T	Buy	4/26/12	K		
54. Credit Suisse (CRSOX)		None			Buy	4/10/12	J		
55.					Sold	4/18/12	J	A	
56. CVS/Caremark (CVS)	A	Dividend	J	T	Buy	4/26/12	J		
57. Danaher (DHR)	A	Dividend	J	T	Buy	4/26/12	J		
58. Disney Walt (DIS)	A	Dividend	J	T	Buy	4/26/12	J		
59. Dodge & Cox (DODFX)	A	Dividend	K	T	Buy	4/26/12	K		
60. E M C Corp (EMC)	A	Dividend	J	T	Buy	4/26/12	J		
61. Energizer Holdings (ENG)	A	Dividend	J	T	Buy	11/9/12	J		
62. Express Scripts (ESRX)	A	Dividend	J	T	Buy	4/26/12	J		
63. Exxon (XOM)	A	Dividend	J	T	Buy	4/26/12	J		
64. Facebook Inc (FB)	A	Dividend	J	T	Buy	12/12/12	J		
65. FedEx (FDX)	A	Dividend			Sold	5/4/12	K		Sold at loss
66. First Eagle Overseas (SGIOX)	A	Dividend	J	T	Buy	4/26/12	J		
67. Franklin TN School Dist Bonds	A	Interest	J	T					
68. General Electric (GE)	A	Dividend	J	T	Buy	4/26/12	J		

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69. Goggle (GOOG)		None	J	T	Buy	4/26/12	J		
70.					Sold (part)	8/30/12	J	A	
71. Guggenheim S&P Equal Weight (RSP)	A	Dividend			Sold	4/26/12	K	C	
72. Guggenheim S&P Mid Cap 400 (RFG)	A	Dividend			Sold	5/4/12	J		Sold at loss
73. Guggenheim Small Cap 600 (RZG)	A	Dividend			Sold	4/26/12	J	A	
74. Halliburton (HAL)	A	Dividend	J	T	Buy	4/26/12	J		
75. Health Stream Stock (HSTM)		None	K	T	Buy	5/10/12	K		
76.					Buy (add'l)	6/22/12	J		
77. Heartlandvalue plus (HNVIX)	A	Dividend	K	T	Buy	5/10/12	K		
78. Hologic (HOLX)	A	Dividend	J	T	Buy	4/26/12	J		
79. Home Depot (HD)	A	Dividend			Buy	4/26/12	J		
80.					Sold	5/9/12	J		Sold at loss
81. Hotckins & Wiley FDS (HWSIX)	A	Distribution	J	T	Buy	5/10/12	J		
82.			J	T	Buy	6/22/12	J		
83. ING Intermediate Bond Fund (IIBWX)	A	Dividend	J	T	Buy	4/10/12	J		
84. Intel Stock (INTC)	A	Dividend	K	T	Buy (add'l)	4/26/12	J		
85. Intuit (INTU)		None			Buy	4/26/12	J		

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86.					Sold	6/12/12	J		Sold at loss
87. International Business Machine (IBM)	A	Dividend	J	T	Buy	4/26/12	J		
88.					Buy (add'l)	10/17/12	J		
89. Intercontinentalexchange (ICE)	A	Dividend	J	T	Buy	5/30/12	J		
90. Ishares Barclay Aggregate Bond FD (AGG)	A	Int./Div.			Buy	7/10/12	J		
91.					Sold (part)	9/7/12	J	A	
92.					Sold (part)	10/2/12	J	A	
93.					Sold	12/21/12	J		All sold at loss
94. Ishares TR Russell (IWM)		None			Buy	4/26/12	J		
95.					Sold	5/3/12	J		Sold at loss
96. Ishares TR S&P (MUB)	A	Dividend	J	T	Buy	4/26/12	J		
97.					Buy (add'l)	7/25/12	J		
98. Ishares MSCCI EMU Index (EZU)	A	Dividend	J	T	Buy	9/10/12	J		
99.					Buy (add'l)	12/24/12	J		
100. Ishares MSCI EAFE IDX (EFA)	A	Dividend	J	T	Buy	4/26/12	J		
101. Johnson & Johnson (JNJ)	A	Dividend	J	T	Buy	4/26/12	J		
102. JPMORGAN (JPM)	A	Dividend	J	T	Buy	10/15/12	J		

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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)
103. Kraft Foods (KFT)	A	Dividend			Buy	4/12/12	J		
104.					Sold	10/12/12	J	A	
105. LeggMason (LGEMX)	A	Dividend	J	T	Buy	4/10/12	J		
106.					Buy (add'l)	6/22/12	J		
107. LKCM Small Cap (LKSCX)		None			Buy	4/26/12	J		
108.					Sold	5/11/12	J		Sold at loss
109. LKCM Small-Mid Cap Equity (LKSMX)	A	Dividend	K	T	Buy	5/10/12	K		
110. McGraw Hill Cos (MHP)	A	Dividend	J	T	Buy	7/17/12	J		
111.					Buy (add'l)	6/19/12	J		
112. Merc & Company (MRK)	A	Dividend	J	T	Buy	4/26/12	J		
113. Metlife (MET)	A	Dividend	J	T	Buy	4/26/12	J		
114. Microsoft Stock (MSFT)	A	Dividend	K	T	Buy (add'l)	4/26/12	J		
115.					Buy (add'l)	5/3/12	J		
116. Mondelez (MDLZ)		None			Buy	10/2/12	J		
117.					Sold	11/8/12	J	A	
118. Monsanto (MON)	A	Dividend	J	T	Buy	4/26/12	J		
119. Morgan Stanley (MS)	A	Dividend	J	T	Buy	9/13/12	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	

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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. Morgan Stanley Mutual Fund (VADBX) (Retirement account)	A	Dividend	J	T					
121. Motorola Solutions (MSI)	A	Dividend	J	T	Buy	6/12/12	J		
122. Nashville School of Law IRA Invesco S&P 500 (VADAX)	A	Int./Div.			Sold	2/21/12	J	A	All sold
123. Nashville School of Law IRA Unit FT GBL Div LDR	A	Dividend	J	T	Buy	2/22/12	J		
124. Nashville School of Law IRA Van Kampen EAFE Select 20	A	Int./Div.	J	T					
125. National-Oil Well Varco (NOV)	A	Dividend	J	T	Buy	5/3/12	J		
126. New Perspective Mutual Fund (ANWPX)	A	Dividend			Sold	4/26/12	J	A	
127. Occidental Pete Co (OXY)	A	Dividend	J	T	Buy	4/26/12	J		
128. OHIO College Advantage 529 plan (ALL GC)	B	Dividend	N	T	Buy (add'l)	10/15/12	K		See Section VIII
129. Omnicom Group (OMC)	A	Dividend	J	T	Buy	4/26/12	J		
130. Oracle Corp (ORCL)	A	Dividend	J	T	Buy	4/26/12	J		
131. Paychex (PAYX)	A	Dividend			Sold	4/26/12	J	A	
132. Peoples United Financial (PBCT)	A	Dividend			Buy	4/26/12	J		
133.					Sold	5/3/12	J		Sold at loss
134. Pepisco Inc (PEP)	A	Dividend	J	T	Buy	4/26/12	J		
135. Petsmart (PETM)	A	Dividend	J	T	Buy	4/26/12	J		
136. Phillip Morris (PN)	A	Dividend	J	T	Buy	4/26/12	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	

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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)
137. PIMCO Total Return (PTTRX)	A	Dividend	J	T	Buy	4/19/12	J		
138. Polo Ralph Lauren (RL)	A	Dividend			Sold	4/26/12	K	C	
139. Powershares S&P ETF Small Cap (PSCE)	A	Dividend			Sold	4/26/12	J		Sold at loss
140. Powershares Dynamic Energy (PXE)	A	Dividend			Sold	4/26/12	J		Sold at loss
141. PPG Industries (PPG)	A	Dividend			Buy	4/26/12	J		
142.					Sold	7/10/12	J		Sold at loss
143. Principal Financial (PFG)	A	Dividend			Buy	4/26/12	J		
144.					Sold	8/20/12	J		Sold at loss
145. Qualcomm Inc (QCOM)	A	Dividend	J	T	Buy	10/17/12	J		
146. Quest Diagnostics (DGX)	A	Dividend			Buy	4/26/12	J		
147.					Sold	6/26/12	J		Sold at loss
148. Royal Caribbean Cruises (RCL)	A	Dividend	J	T	Open	10/31/12	J		
149. Rydex ETF S&P 500 Equal Weight (RSP)	A	Dividend	J	T					
150. Rydex S&P Pure Gr Mid Cap ETF (RFG)	A	Dividend	J	T					
151. Rydex S&P Small Cap ETF (RZG)	A	Dividend	J	T					
152. SPDR Gold Trust (GLD)	A	Dividend	J	T	Buy	10/2/12	J		
153. SPDR S&P Mid Cap 400 (MDY)	A	Dividend	J	T	Buy	5/3/12	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	

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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)
154. SPDR Series Trust (TFI)	A	Dividend			Buy	4/26/12	J		
155.					Sold	10/5/12	J	A	
156. Spectra Energy Corp (SE)	A	Dividend			Buy	4/26/12	J		
157.					Sold	5/15/12	J		Sold at loss
158. Stanley Black & Decker (SWK)	A	Dividend	J	T	Buy	4/26/12	J		
159. Target Corp (TGT)	A	Dividend	J	T	Buy	7/27/12	J		
160. TCW Relative Value large cap (TGDIX)	A	Dividend	J	T	Buy	4/20/12	J		
161.					Buy (add'l)	4/19/12	J		
162. Tenet Health Care Stock (THC)	A	Dividend			Sold	4/26/12	J		Sold at loss
163. Texas instruments (TXN)	A	Dividend			Buy	4/26/12	J		
164.					Sold	7/11/12	J		Sold at loss
165. Thermo Fisher Scientific (TMO)	A	Dividend	J	T	Buy	5/9/12	J		
166. Thornburg Intl Value (TGVIX)	A	Dividend	K	T	Buy	4/26/12	K		
167. Tractor Supply (TSCO)	A	Dividend	J	T	Buy	10/19/12	J		
168. Transdigm Group (TDG)	A	Dividend			Buy	4/26/12	J		
169.					Sold	12/13/12	J	A	All sold
170. Travelers Cos Inc (TRV)	A	Dividend	J	T	Buy	5/14/12	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	

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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)
171. Tyson Foods inc (TSN)	A	Dividend	J	T	Buy	8/31/12	J		
172. United Parcel Service (UPS)	A	Dividend	J	T	Buy	4/26/12	J		
173. United Technologies Corp (UTX)	A	Dividend	J	T	Buy	4/26/12	J		
174. Unilever N V N Y Shrs (UN)	A	Dividend	J	T	Buy	4/26/12	J		
175. USAA Agressive Grwth Fund (UIAGX)	A	Dividend	J	T	Buy	4/10/12	J		
176.					Buy (add'l)	4/18/12	J		
177. USAA Emerging Markets (UIEMX)	A	Dividend	K	T	Buy	4/26/12	K		
178. USAA High Income Fund (UIHIX)	A	Dividend	J	T	Buy	4/10/12	J		
179. USAA Income Fund Institutional Shares (UIINX)	A	Int./Div.	J	T	Buy	4/10/12	J		
180. USAA Managed Allocation (UMFAX)	A	Int./Div.	J	T	Buy	4/10/12	J		
181. USAA Precious Metals & Minersls Funds (UIPMX)	A	Int./Div.			Buy	4/10/12	J		
182.					Buy (add'l)	4/26/12	J		
183.					Sold	10/2/12	J	A	
184. USAA Real Return UIRRX)	A	Int./Div.	J	T	Buy	4/10/12	J		
185. USAA Short Term Bond Fund (UISBX)	A	Int./Div.	J	T	Buy	4/10/12	J		
186.					Buy (add'l)	4/19/12	J		
187.					Sold (part)	6/19/12	J		IRA part sold no gain

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		

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188. USAA S&P Index (USPRX)	A	Dividend	J	T	Buy	4/10/12	J		
189.					Buy (add'l)	4/15/12	J		
190. USAA Tax Exempt Intermediate Term(USATX)	A	Int./Div.	L	T	Buy	4/26/12	L		
191.					Sold (part)	7/10/12	J	A	
192. USAA Tax Exempt Long Term (USTEX)	A	Int./Div.	K	T	Buy	4/26/12	K		
193.					Sold (part)	7/10/12	J	A	
194. USAA Tax Exempt Short Term (USSTX)	A	Int./Div.	K	T	Buy	4/26/12	K		
195.					Sold (part)	7/10/12	J	A	
196. USAA Bank Accounts	A	Int./Div.	J	T	Open	1/1/12	K		Checking accounts
197. Vaguard Dividend Appreciation (VIG)	A	Dividend	J	T	Buy	5/4/12	J		
198.					Sold (part)	7/25/12	J		Sold at loss
199. Vanguard MSCI Emerging Markets ETF (VWO)	A	Int./Div.	K	T	Buy (add'l)	11/16/12	J		
200.					Buy (add'l)	12/19/12	J		
201.					Sold (part)	4/26/12	J		Sold at loss
202.					Sold (part)	9/10/12	J		Sold at loss
203. Varian Medical Systems (VAR)	A	Dividend	J	T	Buy	6/26/12	J		
204. Virtus Quality Small Cap (PXQSX)	A	Dividend	J	T	Buy	4/10/12	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	

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205. Vodafone Group PLC (VOD)	A	Dividend	J	T	Buy	4/26/12	J		
206. Wabtec Corp (WAB)	A	Dividend	J	T	Buy	4/26/12	J		
207. Wal Mart Stock (WMT)	B	Dividend	L	T					
208. Wells Fargo Stock (WFC)	A	Dividend	K	T	Buy (add'l)	4/26/12	J		
209. Wells Fargo CMA, Checking	A	Interest	J	T					
210. Wells Fargo Sweep Accounts IRA and 60 and 57 Accounts	A	Interest	J	T					
211. Wesco International (WCC)	A	Dividend			Buy	4/26/12	J		
212.					Sold	12/13/12	J		All sold at loss
213. Western District Warehouse Stock	A	Dividend	J	U					No market. Restricted stock
214. Wisdomtree Trust JP Total Dividend Fund (DXJ)	A	Dividend	J	T	Buy	12/24/12	J		
215. Xlinix (XLNX)	A	Dividend			Buy	4/26/12	J		
216.					Sold	7/17/12	J		Sold at loss
217. 1/2 Interest [REDACTED], Taylorsville, KY	A	Rent	N	W					
218. 1/2 Interest [REDACTED], Laporte, IN	F	Rent	O	W					
219. Fidelity Mutual Life Ins Co.	A	Interest	J	T					
220. Mass Mutual Life Insurance Policies	B	Dividend	M	T					
221. Peoples Bank Taylorsville Sav Act (Family Cemetery Trust)	A	Interest	J	T					

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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	
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222. REGIONS BANK C S Trust	A	Interest	J	T					Closed in 2013
223. REGIONS Bank, Nashville Checking	A	Interest	K	T					

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	

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Name of Person Reporting	Date of Report
Brown, Joe B.	06/04/2013

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

Part VII
Line 128 This includes all funds [REDACTED] as Custodian Part I lines 5-11 in OHIO 529 College Plan . All shares managed by Blackrock

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Name of Person Reporting

Brown, Joe B.

Date of Report

06/04/2013

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/ **Joe B. Brown**

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
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544

Joe B. Brown
United States