

FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2005Report Required by the Ethics
in Government Act of 1978
(5 U.S.C. app. §§ 101-111)

1. Person Reporting (last name, first, middle initial) Payne, Robert E	2. Court or Organization Eastern District of Virginia	3. Date of Report 08/03/2006
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) US District Judge - Active	5a. Report Type (check appropriate type) ☐ Nomination, Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2005 to 12/31/2005
7. Chambers or Office Address 1000 E. Main Street Suite 345 Richmond, Virginia 23219	8. On the basis of the information contained in this Report and any modifications pertaining thereto, it is, in my opinion, in compliance with applicable laws and regulations. Reviewing Officer _____ Date _____	
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. Sign on last page.		

I. POSITIONS. (Reporting individual only; see pp. 9-13 of instructions.)☒ NONE (No reportable positions.)

	<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1.		
2.		
3.		
4.		
5.		

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FINANCIAL
DISCLOSURE OFFICE**II. AGREEMENTS.** (Reporting individual only; see pp. 14-16 of instructions.)☒ NONE (No reportable agreements.)

	<u>DATE</u>	<u>PARTIES AND TERMS</u>
1.		
2.		
3.		

FINANCIAL DISCLOSURE REPORT

Page 2 of 20

Name of Person Reporting

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08/03/2006

III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of 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.		
2.		
3.		
4.		
5.		

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. 2005	George R. and Frances R. Acree Trusts
2.	
3.	
4.	
5.	

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

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

FINANCIAL DISCLOSURE REPORT

Page 3 of 20

Name of Person Reporting

Payne, Robert E

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08/03/2006

V. GIFTS. *(Includes those to spouse and dependent children. See pp. 28-31 of 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. 32-34 of instructions.)*☒NONE *(No reportable liabilities.)*

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

FINANCIAL DISCLOSURE REPORT

Page 4 of 20

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08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 of filing instructions)

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

A. Description of Assets (including trust assets) Place "(X)" aft each asset exempt from prior disclo	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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identify of buyer/seller (if private transaction)
1. Smith Barney Mgd Mun Fund	A	Interest	J	T					
2. Smith Barney IRA Rollover Mgd Acct	NA*	NA*	O	T	See Attachment VI				A
3. Smith Barney IR Rollover Mgd Acct	NA*	NA*			See Attachment VI				B
4. Ninth & Cary Assoc	G	**	NA	NA	See Attachment VI				C
5. American Funds IRA ***	E *	NA*			See Attachment VI				D
6. American Funds IRA	NA*	NA*			See Attachment VI				D
7. Mallen Research Ltd Pshp.	B	Div	J	T					
8.									
9. *An IRA does not generate income even if the stocks within the IRA are sold at a gain or pay dividend. There is, therefore,									
10. no income to report in the IRA. Nor is a gain or a dividend tax deferred income. However, Attachment VII B sets forth under									
11. the heading "B" entries reflecting dividends and interest paid within the IRA and under the heading "D" entries reflecting									
12. gains within the IRA.									
13. **Sale/Exchange Of Property Used in a Business & Income									
14. ***IRA Distribution									
15.									
16.									
17.									

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	K=\$15,001 - \$50,000 O=\$500,001 - \$1,000,000	L=\$50,001 - \$100,000 P1=\$1,000,001 - \$5,000,000	M=\$100,001 - \$250,000 P2=\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	P3=\$25,000,001 - \$50,000,000 Q=Appraisal U=Book Value	R=Cost (Real Estate Only) V=Other	P4=More than \$50,000,000 S=Assessment W=Estimated	T=Cash Market	

ATTACHMENT VII A

This is a Smith Barney Rollover IRA account (SEM) [REDACTED] The assets in it are purchased and sold, along with the assets of many others who hold similar accounts, in the discretion of the account managers at the brokerage firm. However, I have the authority to veto a particular purchase if it would create a conflict of interest in a pending action over which I am presiding at the time of purchase.

This IRA account has been reported every year since 1992 (the initial report) in a method authorized by the Committee's staff (e.g. letter to Judge Magill dated October 8, 1997). That authorized method reported no details on individual stocks in the IRA account. I continue to believe that the approved format used since 1992 is appropriate. However, by letter dated October 29, 1997, Judge Magill advised that "it would be helpful if you provided transaction information (the date and value code) for each purchase or sale of each asset in the account." Although that information is not, I think, required, it is being provided to be helpful. Hence, the format for reporting on this IRA account differs from that used in the years from 1992 through 1997.

FINANCIAL DISCLOSURE REPORT

Page 5 of 20

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						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS COMMON			STOCKS HELD AS OF 12/31/05						
18. Boeing Co	A	Dividend	J	T					
19. Textron Co	A	Dividend	J	T	Buy	07/07	J	A	
20. Bk of Am Corp	A	Dividend	J	T	Buy	10/01	J	A	
21. Cap One Finl Corp	A	Dividend	J	T	Buy	10/01	J	A	
22. JP Morgan Chase & Co	A	Dividend	J	T					
23. Comcast Corp			J	T					
24. Air Prod. & Chem. Inc	A	Dividend	J	T	Buy	04/01	J		
25. Abbott Labs	A	Dividend	J	T					
26. Pfizer Inc	A	Dividend	J	T					
27. Converse Tech Inc			J	T					
28. Nokia Corp	A	Dividend	J	T					
29. Am Exp Co	A	Dividend	J	T					
30. McDonalds Corp	A	Dividend	J	T	Buy	05/20	J	A	
31. Sare Lee Corp	A	Dividend	J	T	Buy	03/24	J		
32. Avery Denison Corp	A	Dividend	J	T					
33. Kimberly Clark Corp	A	Dividend	J	T					
34. Kimberly Clark Corp	A	Dividend	J	T	Buy	11/03	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
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
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FINANCIAL DISCLOSURE REPORT

Page 6 of 20

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						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS COMMON			STOCKS HELD AS			OF 12/31/05			
35. Newell Rubbermaid Inc	A	Dividend	J	T					
36. Chubb Corp	A	Dividend	J	T	Buy	02/22	J	A	
37. St Paul Travelers Corp	A	Dividend	J	T					
38. Goldman Sachs Gp Inc	A	Dividend	J	T					
39. Wellpoint Inc		Dividend	J	T	Buy	07/07	J	A	
40. Kroger Co			J	T					
41. JC Penney Co Inc	A	Dividend	J	T					
42. Target Corp	A	Dividend	J	T	Buy	10/17	J	A	
43. Intl Bus Mach Corp	A	Dividend	J	T					
44. Intl Bus Mach Corp	A	Dividend	J	T	Buy	02/03	J		
45. Burlington Res Inc	A	Dividend	J	T	Buy	09/06	J	A	
46. Total S.A. Spons	A	Dividend	J	T					
47. Halliburton Co Hldg Co	A	Dividend	J	T	Buy	08/23	J	A	
48. Alltel Corp	A	Dividend	J	T	Buy	07/21	J		
49. Sprint Nextel Corp	A	Dividend	J	T	Buy	01/05	J		
50. Sprint Nextel Corp	A	Dividend	J	T	Buy	10/03	J		
51. Golden West Finl Corp	A	Dividend	J	T	Buy	07/22	J		

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

Page 7 of 20

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ALL STOCKS COMMON			STOCKS HELD AS OF 12/31/05						

52. Golden West Final Corp	A	Dividend	J	T	Buy	10/18	J	A	
53. Altria Gp Inc	A	Dividend	J	T	Buy	10/17	J		
54. Noble Corp	A	Dividend	J	T					
55. AT&T Inc	A	Dividend	J	T					
56. Echostar Com Corp			J	T	Buy	06/22	J		
57. Echostar Com Corp			J	T	Buy	07/05	J		
58. News Corp	A	Dividend	J	T	Buy	03/01	J		
59. News Corp	A	Dividend	J	T	Buy	03/02	J		
60. News Corp	A	Dividend	J	T	Buy	03/04	J		
61. News Corp	A	Dividend	J	T	Buy	03/09	J		
62. News Corp	A	Dividend	J	T	Buy	11/21	J		
63. Raytheon Co	A	Dividend	J	T					
64. Royal Dutch Shell PLC	A	Dividend	J	T					
65. Sanofi-Aventis Spons	A	Dividend	J	T	Buy	03/24	J	A	
66. Sempra Energy	A	Dividend	J	T	Buy	02/09	J	A	
67. Suncor Energy Inc	A	Dividend	J	T	Buy	06/20	J	A	
68. Wells Fargo & Co	A	Dividend	J	T	Buy	08/22	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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FINANCIAL DISCLOSURE REPORT

Page 8 of 20

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ALL STOCKS COMMON			STOCKS HELD AS OF 12/31/05						
69. Time Warner Inc	A	Dividend	J	T					
70. Amgen Inc			J	T					
71. Johnson & Johnson	A	Dividend	J	T					
72. General Elec. Inc.	A	Dividend	J	T					
73. Electronic Arts			J	T	Buy	10/17	J		
74. Intel Corp	A	Dividend	J	T					
75. Microsoft Corp	A	Dividend	J	T					
76. Texas Inst. Co.	A	Dividend	J	T					
77. Texas Inst Co	A	Dividend	J	T	Buy	10/17	J	A	
78. Yahoo Inc	A	Dividend	J	T	Buy	10/17	J	A	
79. Coca-Cola Co	A	Dividend	J	T	Buy	10/17	J		
80. Wm Wrigley Jr Co	A	Dividend	J	T	Buy	11/29	J		
81. Am Intl Gp Inc	A	Dividend	J	T					
82. Merrill Lynch & Co	A	Dividend	J	T					
83. Merrill Lynch & Co	A	Dividend	J	T	Buy	10/17	J	A	
84. Walt Disney Co	A	Dividend	J	T	Buy	10/25	J	A	
85. Amazon Com Inc			J	T	Buy	10/17	J	A	

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FINANCIAL DISCLOSURE REPORT

Page 9 of 20

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ALL STOCKS COMMON									
86. Bed Bath & Beyond			J	T	Buy	10/17	J		
87. Home Depot Inc	A	Dividend	J	T					
88. Cisco Sys Inc			J	T	Buy	10/17	J		
89. Dell Inc			J	T					
90. IAC Interactive Corp			J	T					
91. IAC Interactive Corp			J	T	Buy	10/17	J	A	
92. Cablevision Sys Corp			J	T					
93. Liberty Media Corp			J	T					
94. Liberty Media Corp			J	T	Buy	10/17	J	A	
95. Tyco Intl Ltd	A	Dividend	J	T	Buy	10/17	J	A	
96. Biogen Idec Inc			J	T	Buy	10/27	J	A	
97. Forest Labs			J	T	Buy	10/17	J	A	
98. Genzyme Corp			J	T	Buy	10/17	J	A	
99. L3 Com Hldg Inc	A	Dividend	J	T	Buy	10/17	J		
100. Lehman Bros Hldg Inc	A	Dividend	J	T	Buy	10/17	J	A	
101. Pall Corp	A	Dividend	J	T	Buy	12/9	J		
102. Chiron Corp			J	T	Buy	10/25	J	A	

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FINANCIAL DISCLOSURE REPORT

Page 10 of 20

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ALL STOCKS COMMON			STOCKS HELD AS		OF	12/31/05			
103. United Health Gp Inc	A	Dividend	J	T	Buy	08/04	J	A	
104. United Health Gp Inc	A	Dividend	J	T	Buy	10/17	J	A	
105. Weatherford Intl			J	T	Buy	10/17	J	A	
106. CREE Inc			J	T	Buy	11/22	J		
107. Sandisk Corp			J	T	Buy	11/21	J	A	
108. CRH PLC	A	Dividend	J	T	Buy	10/17	J	A	
109. BP PLC	A	Dividend	J	T	Buy	10/17	J		
110. Canon Inc	A	Dividend	J	T	Buy	10/17	J	A	
111. Portugal Telecom	A	Dividend	J	T	Buy	11/07	J	A	
112. Portugal Telecom	A	Dividend	J	T	Buy	11/07	J	A	
113. SK Telecom	A	Dividend	J	T	Buy	10/17	J		
114. Telecom Corp/New Zeal	A	Dividend	J	T	Buy	10/17	J		
115. Telefonica S.A.	A	Dividend	J	T	Buy	10/17	J		
116. Vodafone Gp PLL	A	Dividend	J	T	Buy	10/17	J		
117. Br. Am. Tobacco Co	A	Dividend	J	T	Buy	10/17	J	A	
118. Carrefour Eur			J	T	Buy	10/17	J	A	
119. Frontline Ltd	A	Dividend	J	T	Buy	10/17	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	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	P3 = \$25,000,001 - \$50,000,000 Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	P4 = More than \$50,000,000 S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 11 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS COMMON STOCKS HELD AS OF 12/31/05									
120. Frontline Ltd	A	Distribution	J	T	Buy	12/29	J	A	
121. Alumina Ltd	A	Dividend	J	T	Buy	10/17	J	A	
122. BAE Sys PLC	A	Dividend	J	T	Buy	10/17	J	A	
123. BNP Paribas Spon	A	Dividend	J	T	Buy	10/17	J	A	
124. BT Gp PLC	A	Dividend	J	T	Buy	10/17	J	A	
125. Centrica PLC	A	Dividend	J	T	Buy	10/17	J	A	
126. Compass Gp PLC	A	Dividend	J	T	Buy	10/17	J	A	
127. Credit Suisse GP	A	Dividend	J	T	Buy	10/17	J	A	
128. E Onag Spon	A	Dividend	J	T	Buy	11/08	J	A	
129. France Telecom SA	A	Dividend	J	T	Buy	10/17	J		
130. HBOS PLC	A	Dividend	J	T	Buy	10/17	J	A	
131. Henderson Land Dev Ltd	A	Dividend	J	T	Buy	10/17	J		
132. Kingfisher PLC	A	Dividend	J	T	Buy	10/17	J	A	
133. Konikilike Phillips	A	Dividend	J	T	Buy	10/17	J	A	
134. Electronics NS Spon	A	Dividend	J	T	But	10/17	J	A	
135. Manulife Finl Corp	A	Dividend	J	T	Buy	10/17	J	A	
136. Posco Spon	A	Dividend	J	T	Buy	10/17	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	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	P3 = \$25,000,001 - \$50,000,000 Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	P4 = More than \$50,000,000 S = Assessment W = Estimated	T = Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 12 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 of filing instructions)

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from pri discl	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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of sure buyer/seller (if private transaction)
ALL STOCKS COMMON					STOCKS HELD	AS OF 12/31/05			
137. Posco Spon	A	Dividend	J	T	Buy	12/14	J	A	
138. Petrochina Co Ltd	A	Dividend	J	T	Buy	10/17	J	A	
139. Royal Dutch Shell PLC	A	Dividend	J	T	Buy	10/17	J		
140. Suez SA Spon	A	Dividend	J	T	Buy	10/17	J	A	
141. Syngenta AG	A	Dividend	J	T	Buy	10/17	J	A	
142. TNT NV Spon	A	Dividend	J	T	Buy	10/17	J	A	
143. Tate & Lyle PLC	A	Dividend	J	T	Buy	10/17	J	A	
144. Telenor ASA	A	Dividend	J	T	Buy	10/17	J	A	
145. Unilever PLC	A	Dividend	J	T	Buy	10/17	J		
146. Vivendi Univ. Spon	A	Dividend	J	T	Buy	10/17	J		
147. Vivendi Univ. Spon	A	Dividend	J	T	Buy	11/29	J	A	
148. WWP Gp PLC	A	Dividend	J	T	Buy	12/05	J	A	
149. Zurich Finl Svc	A	Dividend	J	T	Buy	10/17	J	A	
150. BAA PLC	A	Dividend	J	T	Buy	10/17	J	A	
151. Honda Motor Co Ltd	A	Dividend	J	T	Buy	10/17	J	A	
152. Glaxosmithkline PLC	A	Dividend	J	T	Buy	10/17	J	A	
153. Novartis AG	A	Dividend	J	T	Buy	03/29	J	A	

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

FINANCIAL DISCLOSURE REPORT

Page 13 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS COMMON									STOCKS HELD AS OF 12/31/05
154. Novartis AG	A	Dividend	J	T	Buy	10/18	J	A	
155. ABN Amro Hldg NV	A	Dividend	J	T	Buy	10/17	J	A	
156. AXA SA	A	Dividend	J	T	Buy	10/17	J	A	
157. ING Groep NV	A	Dividend	J	T	Buy	10/17	J	A	
158. Aktiebolaget Electrolux Ltd	A	Dividend	J	T	Buy	10/17	J	A	
159.									
160.									
161. ALL STOCKS SOLD									STOCKS SOLD IN 2005
162. Abbott Labs	A	Dividend			Sell	10/17	J	A	
163. AT&T Inc	A	Dividend			Sell	11/25	J		
164. Auto Data Proc Inc	A	Dividend			Sell	10/17	J	D	
165. BAA PLC	A	Dividend			Sell	12/14	J	A	
166. Bk NY	A	Dividend			Sell	9/16	J		
167. Bear Stearns Co Inc	A	Dividend			Sell	10/17	J	A	
168. Canon Inc	A	Dividend			Sell	11/02	J		
169. Carnival Corp	A	Dividend			Sell	10/17	J	D	
170. Carnival Corp	A	Dividend			Sell	03/21	J	C	

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 H=\$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	K=\$15,001 - \$50,000 O=\$500,001 - \$1,000,000	L=\$50,001 - \$100,000 P1=\$1,000,001 - \$5,000,000	M=\$100,001 - \$250,000 P2=\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	P3=\$25,000,001 - \$50,000,000 Q=Appraisal U=Book Value	R=Cost (Real Estate Only) V=Other	P4=More than \$50,000,000 S=Assessment W=Estimated	T=Cash Market	

FINANCIAL DISCLOSURE REPORT

Page 14 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS SOLD					STOCKS SOLD IN 2005				
171. Carnival Corp	A	Dividend			Sell	01/06	J	D	
172. Chevron Corp	A	Dividend			Sell	10/17	K	C	
173. Colgate Palmolive Co	A	Dividend			Sell	10/17	J		
174. Coamerica Inc	A	Dividend			Sell	11/22	J	A	Buy 1/26 J T
175. Eli Lilly & Co	A	Dividend			Sell	10/17	J	C	
176. Eng. Support Sys	A	Dividend			Sell	09/22	J	A	
177. Eupopae Growth Fund					Sell	10/12	K		
178. Expedia Inc	A	Dividend			Sell	10/05	J		
179. Frontline Ltd					Sell	11/18	J	A	Buy 10/17 J T
180. General Elec Co	A	Dividend			Sell	10/17	J	D	
181. Honeywell Intl Inc					Sell	10/17	J		Buy 10/05 J T
182. Juniper Networks Inc	A	Dividend			Sell	10/17	J		
183. KT Corp					Sell	12/05	J		Buy 10/17 J T
184. Medtronic Inc	A	Dividend			Sell	10/17	J	A	
185. Micron Tech Inc					Sell	11/23	J	A	Buy 10/17 J T
186. Omnicon Gp	A	Dividend			Sell	10/17	J	C	
187. Oracle Corp	A	Dividend			Sell	10/17	J	B	

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

Page 15 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 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 ALL STOCKS COMMON	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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
						2005			
188. Pediatrix Med Gp Inc	A	Dividend			Sell	10/17	J	A	
189. Reed Elsevier PLC					Sell	11/28	J		Buy 10/17 J T
190. Reuters Gp PLC					Sell	11/02	J		Buy 10/17 J T
191. St Paul Travellers Cos	A	Dividend			Sell	10/17	J		
192. Sysco Corp	A	Dividend			Sell	09/02	J	B	
193. Sysco Corp	A	Dividend			Sell	10/17	J	C	
194. Omnicom Gp	A	Dividend			Sell	06/16	J	B	
195. Total S.A. Spon	A	Dividend			Sell	10/17	J	A	
196. Viacom Inc	A	Dividend			Sell	10/17	J		
197. Walgreen Co	A	Dividend			Sell	10/17	J	A	
198. Weyerhaeuser Co	A	Dividend			Sell	04/21	J	A	
199. WTS Lucent Tech Inc					Sell	01/06	J	A	Rec'd settl of class actn
200. Wyeth	A	Dividend			Sell	10/17	K	A	
201.									
202.									
203.									
204.									

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	K=\$15,001 - \$50,000 O=\$500,001 - \$1,000,000	L=\$50,001 - \$100,000 P1=\$1,000,001 - \$5,000,000	M=\$100,001 - \$250,000 P2=\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	P3=\$25,000,001 - \$50,000,000 Q=Appraisal U=Book Value	R=Cost (Real Estate Only) V=Other	P4=More than \$50,000,000 S=Assessment W=Estimated	T=Cash Market	

ATTACHMENT VII B

This is a Smith Barney Rollover IRA account (SBAM) [REDACTED] In December 1998, the manager of the account was changed, hence the change in designation from "GSB" (the manager since 1992) to SBAM (the new manager effective December 1998). The account manager was changed again in October 2005 and, at that time, all stocks in the account were either sold or transferred to Account No. 48 (see Attachment VII A). Accordingly, there were no stocks in the account at the end of the reporting period.

The assets in the account were purchased and sold, along with the assets of many others who hold similar accounts, in the discretion of the account managers at the brokerage firm. However, I had the authority to veto a particular purchase if it would create a conflict of interest in a pending action over which I was presiding at the time of purchase.

This IRA account has been reported every year since 1992 (the initial report) in a method authorized by the Committee's staff (e.g. letter to Judge Magill dated October 8, 1997). That authorized method reported no details for individual stocks in the IRA account. I continue to believe that the approved format used since 1992 is appropriate. However, by letter dated October 29, 1997, Judge Magill advised that "it would be helpful if you provided transaction information (the date and value code) for each purchase or sale of each asset in the account." Although that information is not, I think, required, it is being provided to be helpful. Hence, the format for reporting on this IRA account differs from that used in the years from 1992 through 1997.

FINANCIAL DISCLOSURE REPORT

Page 16 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS — income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS COMMON					STOCKS SOLD IN	2005			

205. Aetna Inc					Sell	08/10	J		Buy 07/20 J T
206. Alcoa Inc	A	Dividend			Sell	02/16	J	A	
207. Am. Intl Gp Inc	A	Dividend			Sell	03/23	J		
208. Ameriprise Finl Inc	A	Dividend			Sell	10/05	J	A	
209. Bk NY	A	Dividend			Sell	01/28	J	A	
210. Bk NY	A	Dividend			Sell	08/19	J	A	
211. BP PLC	A	Dividend			Sell	08/22	J	B	
212. Discovery Hldg Co	A	Dividend			Sell	07/22	J	A	
213. Glaxosmithkline PLC	A	Dividend			Sell	05/27	J	A	
214. Burlington Res Inc					Sell	10/03	J	B	Buy 09/06 J T
215. Hewlett Packard Co	A	Dividend			Sell	03/31	J	A	
216. Hewlett Packard Co	A	Dividend			Sell	02/09	J	A	
217. Hewlett Packard Co	A	Dividend			Sell	06/23	J	A	
218. Honeywell Intl Inc	A	Dividend			Sell	06/30	J	A	
219. Intl Paper Co	A	Dividend			Sell	04/18	J	A	
220. Intl Paper Co	A	Dividend			Sell	02/10	J	A	
221. Intl Paper Co	A	Dividend			Sell	04/18	J		

1. Income Gain Codes: (See Columns B1 and D4)	A=\$1,000 or less F=\$50,001 - \$100,000 J=\$15,000 or less N=\$250,001 - \$500,000 P3=\$25,000,001 - \$50,000,000 Q=Appraisal U=Book Value	B=\$1,001 - \$2,500 G=\$100,001 - \$1,000,000 K=\$15,001 - \$50,000 O=\$500,001 - \$1,000,000 R=Cost (Real Estate Only) V=Other	C=\$2,501 - \$5,000 H1=\$1,000,001 - \$5,000,000 L=\$50,001 - \$100,000 P1=\$1,000,001 - \$5,000,000 P4=More than \$50,000,000 S=Assessment W=Estimated	D=\$5,001 - \$15,000 H2=More than \$5,000,000 M=\$100,001 - \$250,000 P2=\$55,000,001 - \$25,000,000 T=Cash Market	E=\$15,001 - \$50,000
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Page 17 of 20

Payne, Robert E

08/03/2006

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

222. JC Penney Co Inc.	A	Dividend			Sell	06/09	J	A	
223. Keyspan Corp	A	Dividend			Sell	05/24	J	A	
224. Kroger Co	A	Dividend			Sell	05/17	J		
225. Lexmark Intl Gp Inc	A	Dividend			Sell	10/04	J		
226. Lexmark Intl Gp Inc.					Sell	10/04	J		Buy 02/18 J T
227. Lexmark Intl Gp Inc.					Sell	10/04	J		Buy 08/22 J T
228. McDonalds Corp					Sell	09/16	J	A	Buy 05/20 J T
229. MCI Inc					Sell	02/15	J	A	Buy 01/10 J T
230. MCI Inc					Sell	02/10	J	A	Buy 01/10 J T
231. MCI Inc					Sell	03/18	J	A	Buy 01/10 J T
232. Morgan Stanley	A	Dividend			Sell	03/21	J		
233. Morgan Stanley	A	Dividend			Sell	08/31	J		
234. Morgan Stanley	A	Dividend			Sell	08/31	J	A	
235. Nabors Ind Ltd	A	Dividend			Sell	10/04	J		
236. News Corp	A	Dividend			Sell	03/01	J	A	
237. News Corp	A	Dividend			Sell	03/02	J	A	
238. News Corp	A	Dividend			Sell	03/04	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 |
| 2. Value Codes
(See Columns C1 and D3) | J=\$15,000 or less
N=\$250,001 - \$500,000 | K=\$15,001 - \$50,000
O=\$500,001 - \$1,000,000 | L=\$50,001 - \$100,000
P1=\$1,000,001 - \$5,000,000 | M=\$100,001 - \$250,000
P2=\$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes
(See Column C2) | P3=\$25,000,001 - \$50,000,000
Q=Appraisal
U=Book Value | R=Cost (Real Estate Only)
V=Other | P4=More than \$50,000,000
S=Assessment
W=Estimated | T=Cash Market | |

FINANCIAL DISCLOSURE REPORT

Page 18 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

VII. INVESTMENTS and TRUSTS – income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 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, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
ALL STOCKS COMMON					STOCKS SOLD IN 2005				
239. Nextel Com					Sell	08/16	J	A	Buy 01/05 J T
240. Pfizer Inc	A	Dividend			Sell	03/24	J		
241. Royal Dutch Petro. Co	A	Dividend			Sell	02/10	J	A	
242. Schering Plough Corp	A	Dividend			Sell	04/04	J	A	
243. Solectron Corp	A	Dividend			Sell	07/19	J	A	
244. Sprint Nextel Corp					Sell	08/17	J	A	Buy 01/05 J T
245. Verizon Com.	A	Dividend			Sell	01/21	J		
246. Verizon Com.	A	Dividend			Sell	07/08	J		
247. Verizon Com.	A	Dividend			Sell	07/11	J		
248. Washington Mut. Co.	A	Dividend			Sell	07/15	J	A	
249. Wyeth	A	Dividend			Sell	02/01	J		

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

As reported in Section VII, Lines 5 and 6, [REDACTED] each had an IRA with The American Funds, mutual funds over which we have no say and the holdings of which we do not know. My America Funds IRA was rolled into Account 48 (see schedule VII A) in October 2005 (see Attachment VII A, l. 177). [REDACTED] America Funds IRA is now held by Smith Barney.

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

FINANCIAL DISCLOSURE REPORT

Page 20 of 20

Name of Person Reporting

Payne, Robert E

Date of Report

08/03/2006

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

Date

 August 2, 2006

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

FILING INSTRUCTIONS

Mail signed original and 3 additional copies to:

Committee on Financial Disclosure
Administrative Office of the United States Courts
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544