

FINANCIAL DISCLOSURE REPORT FINAL FILING

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) Kelley, Jr., Walter D	2. Court or Organization USDC - E.D. Va	3. Date of Report 11/14/2008
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. District Judge - Separated	5a. Report Type (check appropriate type) ☐ Nomination, ☐ Date ☐ Initial ☐ Annual ☒ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2008 to 05/16/2008
7. Chambers or Office Address 51 Louisiana Avenue, NW Washington, DC 20001-2113	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 filing instructions.)

☐ NONE (No reportable positions.)

<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1. General Partner	Limited Partnership #1
2. Manager	LLC #1
3. Manager	LLC #2
4. Manager	LLC #3
5. Trustee	Trust #1
6. Trustee	Trust #2
7. Trustee	Trust #3
8. Trustee	Trust #4
9. Trustee	Trust #5
10. Administrator	UTMA Account #1
11. Administrator	UTMA Account #2
12. Administrator	UTMA Account #3
13. Director	Norfolk Botanical Garden Foundation

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U.S. DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
CLERK'S OFFICE

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



NONE *(No reportable agreements.)*

DATE

PARTIES AND TERMS

1.	
2.	
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.		
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.)*

<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. Wachovia Line of Credit (fka SouthTrust)	Unsecured Line of Credit	K
2. Capital One Credit Card	Unsecured Line of Credit	J
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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. TRUST #5	D	Dividend	P1	T					
2. -CMA Tax-Exempt Fund									
3. -Clear Media Ltd									
4. -AES Corp									
5. -American Tower Corp					Buy	01/28	K		
6. -Crown Holdings Inc									
7. -Gladstone Coml Corp									
8. -MGI Pharma Inc					Sell	01/25	K	B	
9. -Markel Corp. Holding Co									
10. -Micros Sys Inc									
11. -Pioneer Natural Resources Co									
12. -Wells Fargo & Co									
13. -Marsh & McLennan Cos					Sell	01/09	K		Loss
14. -Echostar Communications Cl									
15. -Clear Channel Outdoor Holdings Inc					Buy	03/31	J		
16. -Penn National Gaming Inc									
17. -Capital One Financial Corp									

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 =\$250,000,001 - \$500,000,000	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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18. -American Tower Corp									
19. -HMS Holdings Corp									
20. -Pool Corp Com					Buy	02/26	J		
21. -NUCO2 Inc									
22. -Millicom Intl									
23. -Lamar Advertising Co									
24. -Newalta Income Fd Trust					Buy	01/15	J		
25. -Newalta Income Fd Trust					Buy	02/26	J		
26. -Newalta Income Fd Trust					Buy	02/29	J		
27. -United Bankshares Inc W Va									
28. -Sirius Satellite Radio Inc					Buy	02/06	K		
29. -Sirius Satellite Radio Inc					Sell	04/24	K		Loss
30. -XM Satellite Radio Holdings Inc					Sell	02/06	K		Loss
31. -XM Satellite Radio Holdings Inc					Buy	04/24	K		
32. -Manassas VA Municipal Bond									
33. -Arlington County VA Public Improvement Bond									
34. -Richmond VA Public Utility Bond									

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	
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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
35. -American Capital World Groth & Income Fund									
36. -American Cap Inc. Bldr Fund									
37. -American Washington Mut Investors Fund									
38. -Dish Network Corp					Buy	01/22	J		
39. -Reddy Ice Holdings Inc					Buy	01/28	J		
40. -Federal National Mtg Assn					Buy	02/29	J		
41. -Federal National Mtg Assn					Buy	03/11	J		
42. -Chimera Invt Corp Com					Buy	03/11	J		
43.									
44. TRUST #2	C	Dividend	K	T					
45. -CMA Tax-Exempt Fund									
46. -GMAC Bonds					Redemption	02/15	K	A	
47. -Richmond VA Metro Authority Expressway Bond									
48. -Henrico Co. Municipal Bond									
49. -Newport News Municipal Bond					Redemption	03/03	J	B	
50. -Virginia State Public School Authority Bond									
51. -Virginia Multi Family Housing Bond									

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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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52. -Fairfax County Public Improvement Bond									
53. -Richmond Municipal Bond									
54. -Virginia Port Authority Bond									
55. -Wachovia Common Stock									
56. -American Cap. Bldr. Fund									
57. -American High Income Municipal Bond Fund									
58. -American Bond Fund of America									
59. -ChevronTexaco Corp									
60. -Eaton Vance Floating Rate Fund									
61. -MFS Emerging Markets Debt Fund									
62. -Pimco All Asset Fund									
63. -Pimco Real Return Bond Fund									
64. -Loomis Sayles Strategic Income Fund									
65. -Pimco All Asset Fund									
66. -Pimco Real Return Bond Fund									
67. -American Cap World Bond Fund									
68.									

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	N = \$250,001 - \$500,000 P3 = \$250,000,001 - \$50,000,000	O = \$500,001 - \$1,000,000	P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	P2 = \$5,000,001 - \$25,000,000	
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69. TRUST #3	D	Dividend	P1	T					
70. -ML Cash Reserves									
71. -American Capital World									
72. -American Euro Pacific Growth Fund									
73. -American Small Cap Fund					Sell	01/31	K	D	
74. -American Fundamental Income Fund									
75. -American New Perspective Fund									
76.									
77. BROKERAGE ACCOUNT #1	A	Dividend	J	T					
78. -ML Cash Reserves									
79. -The Phoenix Companies Inc. Common Stock									
80.									
81. 401(k) #1	D	Dividend	P1	T					
82. -AES Corp					Sell	03/18	K	E	
83. -American Tower Corp					Buy	01/28	K		
84. -Clear Media Limited									
85. -Gladstone Coml Corp									

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86. -Healthextras Inc					Sell	01/23	K	D	
87. -Markel Corp. Holdg Co									
88. -Micros Sys Inc									
89. -Penn Natl Gaming Inc									
90. -Precision Auto Care Inc									
91. -Saga Communications Inc									
92. -Fidelity Cash Reserves (fdrxx)									
93. -Echostar Communications Cl									
94. -Carmax Inc									
95. -Pioneer Natural Resources Co									
96. -NUCO2 Inc									
97. -Clear Channel Outdoor Hldgs Inc									
98. -Capital One Financial Corp									
99. -Universal Display Corp									
100. -Pool Corp Com									
101. -HMS Holdings Corp									
102. -Millicom Intl									

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103. -Fidelity US Treasury Money Market					Sell	01/15	J	A	
104. -United Bankshares Inc									
105. -Federal Natl Mtg Assn					Buy	03/11	J		
106. -Freddie Mac									
107. -Reddy Ice Holdings Inc					Buy	01/08	J		
108. -Sirius Satellite Radio Inc					Buy	01/08	J		
109. -Newalta Income Fund Trust					Buy	01/15	K		
110.									
111. LIMITED PARTNERSHIP #1	A	Dividend	K	T					
112. -Dominion Res. Inc.									
113. -Precision Auto Care Inc.									
114. -Note Receivable (American Recovery Services LLC)									
115.									
116. LLC #2									
117. -Accounts Receivable		None	M	U					
118. -Note Receivable (William C. McKnew)	E	Interest	L	U					
119.									

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120. LLC #1									
121. -Note Receivable (American Recovery Services)		None	J	U					
122. -Wachovia Bank Account	A	Interest	J	T					
123. -Note Receivable (S. Lapp)		None	L	U	Loan				
124.									
125. LLC #3									
126. -Wachovia Bank Account	A	Interest	J	T					
127. -Note Receivable (KMK Factoring, LLC)		None	J	U					
128.									
129. TRUST #1	A	Interest	N	T					
130. -Wachovia Bank Account	A	Interest	J	T					
131. -Prudential Whole Life Policy	D	Dividend	M	T					
132. -Mass Mutual Whole Life Policy	D	Dividend	M	T					
133.									
134. IRA #1	A	Dividend	L	T					
135. -Retirement Reserves CI									
136. -American Euro Pacific Growth Fund					Buy	04/08	J		

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
137. -American Growth Fund					Sell	01/16	J	A	
138. -American Growth Fund					Buy	04/08	J		
139. -Blackrock Basic Value Fd					Buy	04/08	J		
140. -Delaware American Services Fund					Buy	04/08	J		
141. -Pimco Real Return Bond Fund					Buy	04/08	J		
142. -Lord Abbett Small Cap Fund (fka L A Research Fund)					Buy	04/08	J		
143. -AIM Real Estate Fund					Buy	04/08	J		
144. -Calvert Income Fund					Buy	04/08	J		
145.									
146. IRA #2	A	Dividend	J	T					
147. -Retirement Reserves CI									
148. -Blackrock Basic Value Fd									
149. -Blackrock Eurofund									
150. -Blackrock Fundamental Growth Fund					Sell	01/08	J	A	
151. -Blackrock Intl Value Fund					Sell	01/08	J	A	
152. -Blackrock Large Cap Core Fund					Buy	01/08	J		
153. -Blackrock Pacific Fund									

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 = \$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 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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Name of Person Reporting

Kelley, Jr., Walter D

Date of Report

11/14/2008

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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
154. -Blackrock Small Cap Growth Fund									
155. -Blackrock Value Opp Fund					Buy	01/08	J		
156. -Blackrock High Income Fund									
157. -Blackrock Total Return Fund (fka Blackrock Bond Fund)									
158. -Blackrock Short Term Bond									
159.									
160. 401(k) #2	A	Dividend	L	T					
161. -ML Retirement Reserves									
162. -Hartford Growth Opportunities					Sell	02/08	J	A	
163. -AIM Intl Growth Fund					Sell	02/08	J		Loss
164. -Ivy Global Natural Resourced Fund									
165. -Neuberg & Bermn Genesis Trust									
166. -Matthews Asia Pacific Fund									
167. -DWS Dreman High Ret Eqt Instl									
168. -Davis New York Venure Fund									
169. -Federated Kaufmann Small Cap Fund									
170. -Allianz Ccm Capital App Rec Fund					Sell	02/08	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 P3 = \$250,000.01 - \$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

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
171. -Julius Baer Intl Equity Fund									
172. -John Hancock Large Cap Equity Fund					Buy	02/08	J		
173. -John Hancock Large Cap Equity Fund					Sell	04/16	J		Loss
174. -Mutual Discovery Fund					Buy	02/08			
175.									
176. TRUST #4	A	Dividend	K	T					
177. -ML Cash Reserves									
178. -Blackrock Small Cap Growth Fund									
179. -Blackrock Large Cap Core Fund					Buy	01/08	J		
180. -Blackrock Fundamental Growth					Sell	01/08	J	A	
181. -Blackrock International Value Fund					Sell	01/08	J	A	
182. -Blackrock Eurofund					Sell	01/08	J	A	
183. -Blackrock Intermediate Municipal Fund									
184. -Blackrock BasicValue Fund									
185. -Blackrock Value Opp Fund					Buy	01/08	J		
186. -Blackrock Short Term Municipal Fund									
187. -Blackrock National Municipal Fund									

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
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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) Va ue Code 2 (J-P)	(2) Value Method Code 3 (● W)	(1) Type (e.g., buy, sell, redemption)	(2) Date Month - Day	(3) Va ue Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
188. -Blackrock Pacific Fund									
189.									
190. 401(k) #3	A	Dividend	K	T					
191. -ML Retirement Reserves									
192. -Fidelity Adv Div Intl Fund									
193. -Oppenheimer Main Street Small Cap Fund					Sell	04/23	J		Loss
194. -Loomis Sayles Bond Fund					Sell	04/23	J	A	
195. -Hartford Capital Appreciation CI Fund					Buy	04/23	J		
196. -Columbia Marsico Focused Eqty Fund					Buy	04/23	J		
197. -Victory Diversified Stock Fund					Buy	04/23	J		
198. -Calvert Income Fund Com									
199. -FPA New Income Inc. Fund					Sell	04/23	J		Loss
200. -The Oakmark Intl Fund					Sell	04/23	J		Loss
201. -Metropolitan West Total Return Bd Fund					Sell	04/23	J	A	
202. -Ivy Asset Strategy Fund									
203. -Blackrock Low Duration Bond									
204. -Henderson International Opp Fund					Buy	04/23	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	

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
205.									
206. UTMA Account #1	A	Dividend	J	T					
207. -ML Bank Deposit Program									
208. -American Growth Fund of America Cl									
209.									
210. UTMA Account #2	A	Dividend	J	T					
211. -ML Bank Deposit Program									
212. -American Growth Fund of America									
213.									
214. UTMA Account #3	A	Dividend	J	T					
215. -ML Bank Deposit Program									
216. -American Growth Fund of America									

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

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

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Name of Person Reporting

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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

A large black rectangular redaction box covering the signature area.

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

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2007

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) Kelley, Jr., Walter D	2. Court or Organization USDC - E.D. Va	3. Date of Report 09/09/2008
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. District Judge - Active	5a. Report Type (check appropriate type) ☐ Nomination, Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2007 to 12/31/2007
7. Chambers or Office Address 600 Granby Street, Suite 329 Norfolk, VA 23510	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 filing instructions.)

☐ NONE (No reportable positions.)

<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1. General Partner	Limited Partnership #1
2. Manager	LLC #1
3. Manager	LLC #2
4. Manager	LLC #3
5. Trustee	Trust #1
6. Trustee	Trust #2
7. Trustee	Trust #3
8. Trustee	Trust #4
9. Trustee	Trust #5
10. Administrator	UTMA Account #1
11. Administrator	UTMA Account #2
12. Administrator	UTMA Account #3
13. Director	Norfolk Botanical Garden Foundation

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

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Name of Person Reporting

Kelley, Jr., Walter D

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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. 2007	Regent University (teaching)	\$ 4500.00
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.)*

<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.	The Federalist Society for Law & Public Policy Studies	02/08/2007 - 02/10/2007	Nashville, Tennessee	Moot Court Competition	Transportation, Meals and Room
2.	The New York Intellectual Property Law Association	03/23/2007 - 03/25/2007	New York, New York	Seminar	Transportation, Meals, Room and Seminar Fee
3.	American Bar Association - Section of Antitrust Law	04/18/2007 - 04/19/2007	Washington DC	Seminar	Transportation
4.	Jones Day	05/13/2007 - 06/03/2007	Taipai, Tawain	Seminar	Transportation, Meals and Room

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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. Wachovia Line of Credit (fka SouthTrust)	Unsecured Line of Credit	K
2. Capital One Credit Card	Unsecured Line of Credit	J
3.		
4.		
5.		

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Name of Person Reporting

Kelley, Jr., Walter D

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. TRUST #5	E	Dividend	P1	T					
2. -CMA Tax-Exempt Fund									
3. -Clear Media Ltd									
4. -AES Corp									
5. -American Tower Corp									
6. -Crown Holdings Inc									
7. -Gladstone Coml Corp									
8. -MGI Pharma Inc									
9. -Markel Corp. Holding Co									
10. -Micro Sys Inc									
11. -Pioneer Natural Resources Co									
12. -Wells Fargo & Co									
13. -Marsh & McLennan Cos									
14. -EchoStar Communications Cl									
15. -Tyco Intl Ltd New									
16. -Clear Channel Outdoor Holdings Inc									
17. -Penn National Gaming Inc									

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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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Name of Person Reporting

Kelley, Jr., Walter D

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
18. -Sirius Satellite Radio Inc					Buy	1/12	K		
19. -Massey Energy Co					Sell	4/18	K	E	
20. -Capital One Financial Corp					Buy	4/20	K		
21. -Cincinnati Bell Inc					Sell	4/25	J	B	
22. -Capital One Financial Corp					Buy	4/27	K		
23. -American Tower Corp					Sell	5/18	J		No Gain or Loss
24. -Tyco Intl Ltd New					Sell	6/25	K	D	
25. -HMS Holdings Corp					Buy	7/16	J		
26. -Pool Corp Com					Buy	7/17	J		
27. -NUCO2 Inc					Buy	7/23	K		
28. -Millicom Intl					Buy	7/25	K		
29. -Autozone Inc					Sell	7/25	K	E	
30. -Cumulus Media Inc					Sell	7/26	K		Loss
31. -Lamar Advertising Co					Buy	7/31	K		
32. -Lamar Advertising Co					Buy	8/13	J		
33. -Wellpoint Inc					Sell	8/16	J	D	
34. -Lamar Advertising Co					Sell	9/13	K		Loss

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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
35. -Pool Corp Com					Buy	9/19	J		
36. -Pool Corp Com					Buy	10/18	J		
37. -American Tower Corp					Sell	10/23	J		No Gain or Loss
38. -American Tower Corp					Sell	11/14	J		No Gain or Loss
39. -Newalta Income Fd Trust					Buy	11/15	K		
40. -United Bankshares Inc W Va					Buy	11/15	J		
41. -Sirius Satellite Radio Inc					Sell	12/21	K		Loss
42. -XM Satellite Radio Holdings Inc					Buy	12/21	K		
43. -Manassas VA Municipal Bond									
44. -Arlington County VA Public Improvement Bond									
45. -Richmond VA Public Utility Bond									
46. -American Capital World Groth & Income Fund									
47. -American Cap Inc. Bldr Fund									
48. -American Washington Mut Investors Fund					Sell	4/2	K	C	
49. -Blackrock Basic Value Fund					Sell	1/4	J	A	
50. -American High Income Municipal Bond Fund					Sell	12/28	L		Loss
51. -American Washington Mut Investors Fund					Sell	6/4	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	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
52. -American Washington Mut Investors Fund					Sell	12/28	K		Loss
53.									
54. TRUST #2	E	Dividend	P1	T					
55. -CMA Tax-Exempt Fund									
56. -GMAC Bonds									
57. -Richmond VA Metro Authority Expressway Bond									
58. -Henrico Co. Municipal Bond									
59. -Newport News Municipal Bond									
60. -Virginia State Public School Authority Bond									
61. -Virginia Multi Family Housing Bond									
62. -Fairfax County Public Improvement Bond									
63. -Richmond Municipal Bond									
64. -Virginia Port Authority Bond									
65. -Wachovia Common Stock									
66. -American Cap. Bldr. Fund									
67. -American High Income Municipal Bond Fund									
68. -American Bond Fund of America									

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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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
69. -Archstone Smith Trust (RBIT)					Sell	6/1	K	E	
70. -ChevronTexaco Corp									
71. -Eaton Vance Floating Rate Fund									
72. -MFS Emerging Markets Debt Fund									
73. -Pimco All Asset Fund									
74. -Pimco Real Return Bond Fund									
75. -Loomis Sayles Strategic Income Fund									
76. -Travelcenters Amer LLC					See Part VII	2/6			Hospitality PPTY
77. -Travelcenters Amer LLC					Sell	7/31	J	A	
78. -Hospitality PPTY					Sell	7/31	K	D	
79. -Virginia State Public Bldg. Bond					Redemption	8/01	K	B	
80. -Norfolk IDA Bond					Redemption	8/15	K	C	
81. -Eaton Vance Floating Rate Fund					Buy	9/10	J		
82. -Pimco All Asset Fund					Buy	9/10	J		
83. -Pimco Real Return Bond Fund					Buy	9/10	J		
84. -MFS Emerging Markets Debt Fund					Sell	9/10	J		Loss
85. -Loomis Sayles Strategic Income Fund					Sell	9/10	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	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$3,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	D = \$5,001 - \$15,000 H2 = More than \$3,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
86. -American Cap World Bond Fund					Sell	9/10	J		Loss
87. -Virginia Beach VA Development Authority Health Care Bond					Redemption	11/01	K	B	
88.									
89. TRUST #3	G	Dividend	P1	T					
90. -ML Cash Reserves									
91. -American Capital World									
92. -American Euro Pacific Growth Fund									
93. -American Small Cap Fund					Sell	6/04	J	B	
94. -American Fundamental Income Fund									
95. -American New Perspective Fund					Sell	1/18	J	A	
96. -American New Perspective Fund					Sell	4/20	J	D	
97. -American New Perspective Fund					Sell	9/18	J	B	
98.									
99. BROKERAGE ACCOUNT #1	A	Dividend	J	T					
100. -ML Cash Reserves									
101. -The Phoenix Companies Inc. Common Stock									
102.									

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	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$90,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
103. 401(k) #1	G	Dividend	P1	T					
104. -AES Corp					Sell	1/08	K	E	
105. -American Tower Corp					Sell	5/18	K	E	
106. -American Tower Corp					Sell	10/23	K	E	
107. -American Tower Corp					Sell	11/14	K	E	
108. -Cincinnati Bell Inc					Sell	4/25	K	A	
109. -Clear Media Limited									
110. -Crown Holdings Inc					Sell	8/31	K	E	
111. -Cumulus Media Inc					Sell	7/26	K		Loss
112. -Gladstone Coml Corp									
113. -Healthextras Inc									
114. -IPC Holdings Ltd					Sell	8/24	J		Loss
115. -IPC Holdings Ltd					Sell	8/27	J		Loss
116. -IPC Holdings Ltd					Sell	10/29	K	A	
117. -MGI Pharma Inc					Sell	12/14	L	F	
118. -Markel Corp. Holdg Co									
119. -Massey Energy Co					Sell	4/18	K	D	

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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
120. -Micros Sys Inc					Sell	11/09	K	E	
121. -Penn Natl Gaming Inc									
122. -Precision Auto Care Inc									
123. -Saga Communications Inc									
124. -Fidelity Cash Reserves (fdxxx)									
125. -Marsh & McLennan Cos					Sell	6/29	K		Loss
126. -Echostar Communications Cl					Sell	6/29	K	D	
127. -Carmax Inc									
128. -Pioneer Natural Resources Co									
129. -NUCO2 Inc					Buy	5/09	K		
130. -Clear Channel Outdoor Hldgs Inc									
131. -Capital One Financial Corp					Buy	4/20	K		
132. -Capital One Financial Corp					Buy	8/24	K		
133. -Universal Display Corp					Buy	5/30	K		
134. -Clear Media Ltd					Buy	6/07	J		
135. -Pool Corp Com					Buy	7/17	K		
136. -Pool Corp Com					Buy	12/12	K		

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 = Assumed 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				

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
137. -HMS Holdings Corp					Buy	7/19	K		
138. -Millicom Intl					Buy	7/15	J		
139. -Fidelity US Treasury Money Market					Buy	8/22	K		
140. -Fidelity US Treasury Money Market					Sell	8/23	J		No Loss or Gain
141. -United Bankshares Inc					Buy	11/15	K		
142. -Federal Natl Mtg Assn					Buy	12/14	K		
143. -Freddie Mac					Sell	12/17	K	A	
144.									
145. LIMITED PARTNERSHIP #1	B	Dividend	L	T					
146. -Dominion Res. Inc.									
147. -First Industrial Realty Trust					Sell	3/23	K	B	
148. -Precision Auto Care Inc.					Sell	1/18	J		Loss
149. -Note Receivable (American Recovery Services LLC)									
150.									
151. LLC #2									
152. -Accounts Receivable		None	M	U					
153. -Note Receivable (William C. McKnew)	E	Interest	L	U					

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 = \$300,001 - \$1,000,000	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
154.									
155. LLC #1									
156. -Note Receivable (American Recovery Services)		None	J	U					
157. -Wachovia Bank Account	A	Interest	J	T					
158. -Note Receivable (S. Lapp)		None	L	U	Loan				
159.									
160. LLC #3									
161. -Wachovia Bank Account	A	Interest	J	T					
162. -Note Receivable (KMK Factoring, LLC)		None	J	U					
163.									
164. TRUST #1	A	Interest	N	T					
165. -Wachovia Bank Account	A	Interest	J	T					
166. -Prudential Whole Life Policy	D	Dividend	M	T					
167. -Mass Mutual Whole Life Policy	D	Dividend	M	T					
168.									
169. IRA #1	A	Dividend	L	T					
170. -Retirement Reserves CI									

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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
171. -American Euro Pacific Growth Fund					Sell	4/04	J	A	
172. -American Growth Fund					Buy	4/04	J		
173. -American Growth Fund					Sell	4/11	J	A	
174. -American Growth Fund					Sell	7/11	J	A	
175. -American Growth Fund					Sell	10/10	J	A	
176. -Blackrock Basic Value Fd					Sell	4/04	J	A	
177. -Delaware American Services Fund									
178. -Pimco Real Return Bond Fund					Buy	4/04	J		
179. -Lord Abbett Small Cap Fund (fka L A Research Fund)					Buy	4/04	J		
180. -AIM Real Estate Fund					Sell	4/04	J	A	
181. -Calvert Income Fund					Buy	4/04	J		
182.									
183. IRA #2	B	Dividend	J	T					
184. -Retirement Reserves CI									
185. -Blackrock Basic Value Fd					Sell	1/26	J	A	
186. -Blackrock Eurofund					Sell	1/26	J	A	
187. -Blackrock Fundamental Growth Fund					Buy	1/26	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	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessed 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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
188. -Blackrock Intl Value Fund									
189. -Blackrock Large Cap Core Fund					Sell	10/10	J	A	
190. -Blackrock Pacific Fund									
191. -Blackrock Small Cap Growth Fund									
192. -Blackrock Value Opp Fund									
193. -Blackrock High Income Fund									
194. -Blackrock Total Return Fund (fka Blackrock Bond Fund)									
195. -Blackrock Short Term Bond									
196.									
197. 401(k) #2	C	Dividend	L	T					
198. -ML Retirement Reserves									
199. -Hartford Growth Opportunities					Buy	6/19	J		
200. -Hartford Growth Opportunities					Sell	9/25	J	A	
201. -AIM Intl Growth Fund					Buy	9/25	J		
202. -Tborburg International Value Fund					Sell	2/28	J	B	
203. -Columbia Marsico Focused Equity Fund					Sell	6/19	J	B	
204. -Ivy Global Natural Resourced Fund									

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.)

☐ 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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
205. -Neuberg & Bernn Genesis Trust									
206. -Muhlenkamp Fund					Sell	2/28	J		Loss
207. -Matthews Asia Pacific Fund									
208. -DWS Dreman High Ret Eqt Instl					Sell	6/19	J	A	
209. -DWS Dreman High Ret Eqt Instl					Sell	9/25	J	A	
210. -Davis New York Venure Fund					Sell	7/11	J	A	
211. -Davis New York Venture Fund					Buy	9/25	J		
212. -Federated Kaufmann Small Cap Fund									
213. -First American Small Cap Select Fund					Sell	9/25	J	A	
214. -Va Kampen Emerging Mkts Fund					Sell	9/25	J	B	
215. -Allianz Ccm Capital App Rec Fund					Sell	9/25	J	A	
216. -Allianz NFJ Intl Value Fund					Buy	9/25	J		
217. -Cohen & Steers Intl Realty Fund					Buy	2/28	J		
218. -Cohen & Steers Intl Realty Fund					Sell	9/25	J		Loss
219. -Julius Baer Intl Equity Fund					Buy	2/28	J		
220. -John Hancock Large Cap Equity Fund					Buy	6/19	J		
221. -John Hancock Large Cap Equity Fund					Buy	9/25	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	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
222. -Mutual Discovery Fund					Buy	9/25	J		
223.									
224. TRUST #4	A	Dividend	L	T					
225. -ML Cash Reserves									
226. -Blackrock Small Cap Growth Fund					Sell	1/09	J	A	
227. -Blackrock Large Cap Core Fund					Sell	1/09	J	A	
228. -Blackrock Large Cap Core Fund					Sell	10/09	J	A	
229. -Blackrock Fundamental Growth					Sell	1/09	J	A	
230. -Blackrock International Value Fund					Sell	1/09	J	A	
231. -Blackrock Eurofund					Sell	1/09	J	A	
232. -Blackrock Intermediate Municipal Fund					Sell	1/09	J		Loss
233. -Blackrock Basic Value Fund					Sell	1/09	J	A	
234. -Blackrock Basic Value Fund					Sell	1/25	J	A	
235. -Blackrock Value Opp Fund					Sell	1/09	J		Loss
236. -Blackrock Short Term Municipal Fund					Sell	1/09	J		Loss
237. -Blackrock National Municipal Fund					Sell	1/09	J		Loss
238. -Blackrock Pacific Fund					Sell	1/09	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 P1 = \$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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Ascribed 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. 34–69 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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
239.									
240. 401(k) #3	B	Dividend	K	T					
241. -ML Retirement Reserves									
242. -Fidelity Adv Div Intl Fund					Buy	10/16	J		
243. -Pimco Real Return Bond Fund					Sell	10/15	J		Loss
244. -Blackrock Sm Cap Grth Equity Port Fund					Sell	10/15	J	A	
245. -Oppenheimer Main Street Small Cap Fund					Buy	10/16	J		
246. -Loomis Sayles Bond Fund					Sell	10/16	J	A	
247. -Eaton Vance Floating Fund					Sell	10/15	J		Loss
248. -Hartford Capital Appreciation CI Fund									
249. -MFS Value Fund CI					Sell	7/10	J	A	
250. -MFS Value Fund CI					Sell	10/09	J	A	
251. -MFS Value Fund CI					Sell	10/15	J	A	
252. -Columbia Marsico Focused Eqty Fund					Buy	10/16	J		
253. -Victory Diversified Stock Fund					Buy	10/16	J		
254. -Calvert Income Fund Com									
255. -FPA New Income Inc. Fund					Buy	10/16	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	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
256. -The Oakmark Intl Fund					Buy	10/16	J		
257. -Blackrock TI Rtn					Sell	10/15	J		Loss
258. -Metropolitan West Total Return Bd Fund					Buy	10/16	J		
259. -Ivy Asset Strategy Fund					Buy	10/16	J		
260. -Blackrock Low Duration Bond					Buy	10/16	J		
261.									
262. UTMA Account #1	A	Dividend	J	T					
263. -ML Bank Deposit Program									
264. -American Growth Fund of America Cl									
265.									
266. UTMA Account #2	A	Dividend	J	T					
267. -ML Bank Deposit Program									
268. -American Growth Fund of America									
269.									
270. UTMA Account #3	A	Dividend	J	T					
271. -ML Bank Deposit Program									
272. -American Growth Fund of America									

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	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	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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

Under Trust #2 (Line 76), Hospitality-PPTY paid the trust account a stock dividend of [REDACTED] of Travelcenters Amer LLC stock.

Under IRA #1 (Line 179), Lord Abbett Small Cap Value CI was formerly known as Lord Abbett Research Fund.

Under IRA #2 (Line 194), Blackrock Total Return Fund was formerly known Blackrock Bond Fund.

On last year's report (2006) lines 165 and 169 were incorrect. Line 165, AIM Basic Value Fund should have listed as sold, 4/27/06, Value Code J, Gain Code A. AIM Value Fund was a complete sale and will not be listed in this 2007 report. Line 169, AIM Internation Growth Fund should have showed no change.

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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

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