

**UNITED STATES COURT OF APPEALS
ELEVENTH CIRCUIT
1729 Fifth Avenue, North
Suite 900
Birmingham, Alabama 35203**

William H. Pryor Jr.
United States Circuit Judge

TELEPHONE (205) 278-2030

June 27, 2006

The Honorable Ortie D. Smith, Chair
Judicial Conference for the United States
Committee on the Financial Disclosure
One Columbus Circle, N.E.
Washington, D.C. 20544

RE: Calendar Year 2005 Filing

Dear Judge Smith:

This letter responds to your letter of June 14, 2006, regarding inquiries about my 2005 Annual Financial Disclosure Report under the Ethics in Government Act of 1978.

I have reviewed my financial records, annual reports for 2004 and 2005, and the nomination reports that I filed in both 2003 and 2005. From my review, I have determined that I inadvertently omitted the asset, "Smith Barney Small Cap Value Fund Class C," from my annual report for 2004. I listed this asset on the nomination reports and my annual report for 2005. I apologize for this inadvertent omission. My annual report for 2004 should have listed in column A, the description, "Smith Barney Small Cap Value Fund Class C", in column B(2), the type "Dividend"; in column C(1), the code "J"; and in column C(2), the code "T". Columns D(1) through (5) should be blank.

Thank you for your attention to this matter.

Please let me know if you need further information.

Sincerely,

William H. Pryor Jr.

FINANCIAL
DISCLOSURE OFFICE

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**FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2005**

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) PRYOR, JR., WILLIAM H	2. Court or Organization 11TH CIRCUIT COURT OF APPEALS	3. Date of Report 05/01/2006
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) CIRCUIT 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 United States Court of Appeals 1729 5th Ave N, Ste 900 Birmingham, AL 35203	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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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 3 of 9

Name of Person Reporting

PRYOR, JR., WILLIAM H

Date of Report

05/01/2006

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 9

Name of Person Reporting

PRYOR, JR., WILLIAM H

Date of Report

05/01/2006

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)
1. IRA #1									
2. BRIDGEWAY ULTRA SMALL CO MARKET	A	Dividend			Sell	05/05	K	C	
3. RS GLOBAL NATURAL RESOURCES	B	Dividend	K	T	Buy	05/09	K		
4. IRA #2									
5. FIDELITY LEVERAGED COMPANY STOCK	A	Dividend	K	T					
6. BRIDGEWAY ULTRA SMALL CO MARKET	A	Dividend			Sell	05/05	K	C	
7. RS GLOBAL NATURAL RESOURCES	C	Dividend	L	T	Buy	05/09	K		
8. DODGE & COX STOCK	B	Dividend	K	T					
9. IRA #3									
10. FIDELITY LOW-PRICED STOCK	B	Dividend	K	T					
11. IRA #4									
12. FBR SMALL CAP FINANCIAL FUND CLASS A	A	Dividend			Sell	06/02	K	D	
13. T ROWE PRICE EMERGING EURO & MEDITERRANEAN	A	Dividend	K	T	Buy	06/09	K		
14. NUMERIC INVESTORS SMALL CAP VALUE	A	Dividend			Sell	11/30	K	D	
15. FIDELITY CONTRAFUND	A	Dividend	K	T	Buy	12/06	K		
16. FIDELITY LEVERAGED COMPANY STOCK	A	Dividend	K	T					
17. ALPINE US REAL ESTATE EQUITY Y	A	Dividend			Buy	01/26	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 5 of 9

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PRYOR, JR., WILLIAM H

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

A. Description of Assets (including trust assets) Place "(X)" aft 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)
18. ALPINE US REAL ESTATE EQUITY Y	A	Dividend			Sell	09/30	K	D	
19. T ROWE PRICE LATIN AMERICA FUND	A	Dividend	K	T	Buy	10/04	K		
20. ROYCE SPECIAL EQUITY	A	Dividend			Sell	01/24	J	C	
21. IRA #5									
22. FIDELITY LOW-PRICED STOCK	B	Dividend	K	T					
23. IRA #6									
24. FIDELITY LOW-PRICED STOCK	A	Dividend	J	T					
25. IRA #7									
26. FBR SMALL CAP FINANCIAL CLASS	A	Dividend			Sell	06/02	J	B	
27. T. ROWE PRICE LATIN AMERICA FUND	A	Dividend	J	T	Buy	6/09			
28. BROKERAGE ACCT #1									
29. BRIDGEWAY ULTRA SMALL CO MARKET	A	Dividend	K	T					
30. BRIDGEWAY ULTRA SMALL CO MARKET					PARTIAL SELL	05/20	J	A	
31. THIRD AVENUE INTERNATIONAL VALUE	A	Dividend	J	T	Buy	05/25	J		
32. BROKERAGE ACCT #2									
33. BRIDGEWAY ULTRA SMALL CO MARKET	A	Dividend			Sell	07/26	J	C	
34. T ROWE PRICE EMERG EURO & MEDITERRANEAN	A	Dividend	K	T	Buy	07/29	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 6 of 9

Name of Person Reporting

PRYOR, JR., WILLIAM H

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05/01/2006

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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, 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)
35. FIDELITY LEVERAGED COMPANY STOCK	A	Dividend	K	T	Buy	01/25	J		
36. SECTION 401(K)/PROFIT SHARING PLAN #1									
37. LORD ABBETT MID-CAP VALUE FUND CLASS C	C	Dividend	L	T					
38. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	6/23	J		
39. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	7/25	J		
40. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	8/25	J		
41. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	9/23	J		
42. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	10/25	J		
43. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	11/25	J		
44. LORD ABBETT MID-CAP VALUE FUND CLASS C					Buy	12/23	J		
45. PIONEER SMALL CAP VALUE FUND CLASS C	B	Dividend	J	T					
46. PIONEER SMALL CAP VALUE FUND CLASS C					Buy	3/21	J		
47. SCUDDER DREMAN HIGH RETURN FUND CLASS C	A	Dividend	K	T					
48. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	6/23	J		
49. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	7/25	J		
50. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	8/25	J		
51. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	9/23	J		

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

FINANCIAL DISCLOSURE REPORT

Page 7 of 9

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PRYOR, JR., WILLIAM H

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☐

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

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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, 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)
52. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	10/25	J		
53. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	11/25	J		
54. SCUDDER DREMAN HIGH RETURN FUND CLASS C					Buy	12/23	J		
55. SMITH BARNEY SMALL CAP VALUE FUND CLASS C	A	Dividend	J	T					
56. COMPASS BANK	A	Interest	J	T	Opened				
57. AMSOUTH BANK	A	Interest			Closed				

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 8 of 9

Name of Person Reporting

PRYOR, JR., WILLIAM H

Date of Report

05/01/2006

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

PART III: NON-INVESTMENT INCOME A:

2/20/04 - 12/31/04 EXEMPT U.S. GOVERNMENT SALARY
2005 EXEMPT U.S. GOVERNMENT SALARY

FINANCIAL DISCLOSURE REPORT

Page 9 of 9

Name of Person Reporting

PRYOR, JR., WILLIAM H

Date of Report

05/01/2006

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

5/8/06

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

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