

United States Court of Appeals
for the Fourth Circuit

CHAMBERS OF
KAREN J. WILLIAMS

1021 MIDDLETON STREET
ORANGEBURG, SOUTH CAROLINA 29115
TELEPHONE 803-533-0711
FACSIMILE 803-534-3249

September 7, 2004

The Honorable Mary M. Lisi
Chair, Committee on Financial Disclosure
Administrative Office of the United States Courts
Suite 2-301
One Columbus Circle, NE
Washington, DC 20544

Re: 2003 Financial Disclosure Report

Dear Judge Lisi:

I have your letter of August 9, 2004 and appreciate the advice offered to assist in filing future reports. I appreciate the security concerns you have noted, but for the last four years these items in my report have been redacted due to recognized security issues.

In Part VII, you note that I am not required to list the number of shares in Column A or Column D(1). However, due to the number of transactions occurring during the year in each account, I find it necessary for me to list both the current numbers of shares held as well as the number bought or sold with each transaction to ensure accurate reporting of each trade.

As for listing the number of acres in each tract of land, in B. of Part VIII I noted that the acreage was being combined for purposes of this report and would be listed as one asset on the 2004 report. On this new listing, I will not include the amount of acreage.

In Part VII, page 3, lines 44-48, 51, and 53, page 4, lines 56, 58-60, 63-68, 71, page 5, lines 73-90, page 6, lines 91-99 and 101-108, page 7, lines 109-121, page 9, line 159, page 10, lines 164 and 166, page 11, line 192, page 12, lines 200 and 202, page 14, line 246, page 16, lines 279 and 283, and page 17, line 302, I have traditionally listed the face values of these assets i.e. [REDACTED] to help identify the different bonds since many are similar in name and interest amount. Without this identifying information, it can be difficult to

RECEIVED
SEP 8 11 05 AM '04
FINANCIAL
DISCLOSURE OFFICE

differentiate between the different bonds held within each account and to note the effect of part calls.

In Part VII, page 3, line 40, page 4, line 72, page 7, line 122, page 13, line 222, page 14, line 236, page 15, lines 267 and 270, and page 17, line 303, I have taken your suggestion and listed each account with an abbreviated name and partial number. This should resolve the security concerns and still allow me to identify each account.

I appreciate your explaining how to handle noting an asset when it is acquired as a result of a spinoff from a corporation already listed on my report (such as Medco Health Solutions Inc. (Part VII, p. 17, Line 292 of my 2003 report). In the future I will make sure to note such as a "Spinoff from (parent corporation)" in Column A or in Part VIII.

In Part VIII, Note "E" (VII-268), you are correct in that the note should read: "(VII-268) Funds in this account were transferred to the account listed in line 269 of this report."

The following are my responses to the questions in the middle of p. 2 of your letter. Due to the complexity of my report, I have already started working on my 2004 report. Because the software program overwrites the previous report, unfortunately I no longer have an electronic copy of my 2003 report as originally submitted to correct in response to this letter. Therefore, I have recreated each line for which you have requested some explanation or additional information. I have indicated the changes in redline and strike out text.

- 1) In Part VII, page 2, line 31, Column C(2) the value method code "T" is incorrect and should be "W".

31. (F-1) Farmland [REDACTED] in Orangeburg County		[REDACTED]	[REDACTED]						
---	--	------------	------------	--	--	--	--	--	--

- 4) In Part VII, the corrections to B (1) and (2) on the following lines should read as follows:

p. 10	A.	B.		C.		D.				
		(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
179. (S-2) Merck & Co. Inc.										

p. 11

182. (S-2) Micron Technology								
187. (S-2) Nippon Tel & Tel Spon ADR								
195. (S-2) Safeway Inc. New								
197. (S-2) Sandisk Corp								

p. 12

200. (S-2) Service Merch Inc. SR SubDeb DTD 2/17/93								
--	--	--	--	--	--	--	--	--

- p. 13 In reviewing the assets in line 225, I realized that I needed to make some clarifications. The name of the investment "E. Resources Capitol Group New" changed to "RCG Companies, Inc." in June of 2003. Since the total number of shares held at the beginning of my 2003 report was [REDACTED] and, in lines 225 and 226, I reported the sale of [REDACTED] shares remain. The asset listed in lines 228 and 229 as "RCG" is a duplicate of those listed in lines 225 and 226 and therefore will not be listed on my 2004 report. (The trades listed on lines 225 and 226 are incorrect and refer to trade dates in 2002.) In my 2004 report, this asset will be referred to as "RCG Companies, Inc.". The corrected reporting of this asset should be as follows:

225. (S-3) E. Resources Cap Group New (Name changed now RCG Companies, Inc.)								
226.								

5) In Part VII, the corrections to D (3) on the following lines should read as follows:

p. 11	A.	B.		C.		D.		(3)	(4)	(5)
		(1)	(2)	(1)	(2)	(1)	(2)			
	185. (S-2) News LTD-ADR-New [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
	186.					[REDACTED]	[REDACTED]			
	187. (S-2) Nippon Tel & Tel Spon ADR [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

p. 13 (See explanation above.)

228. (S-3) RCG Companies [REDACTED]		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
229.						[REDACTED]	[REDACTED]			

p.18

313. (S-6) American Intl Group Inc. [REDACTED]		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
314.						[REDACTED]	[REDACTED]			
315. (S-6) Amgen [REDACTED]		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
316.						[REDACTED]	[REDACTED]			
318. (S-6) AOL Time Warner [REDACTED] (Name changed now Time Warner)		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
319.						[REDACTED]	[REDACTED]			
320. (S-6) Bank New York Inc. [REDACTED]		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
321.						[REDACTED]	[REDACTED]			

p.20

346. (S-6) General Electric Co. [REDACTED]		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
347.						[REDACTED]	[REDACTED]			

p.22

395. (S-6) Sabre Group Hldgs Inc. Class A [REDACTED]		[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]			
396.						[REDACTED]	[REDACTED]			

errors that I would like to correct:

In Part VII, P. 10, Line 179 on my 2003 report, I correctly listed holding [REDACTED] of Merck & Co. However, I omitted, in error, that [REDACTED] of those shares were purchased on 11/21. Corrected it would read as follows:

p.10

[illegible]

On lines 184 and 188, I incorrectly reported the income information in Columns B(1) & (2). Corrected they should read:

p.11

[illegible]

The (S-2) SB Citibank account listed in line 201 of my 2003 report was closed during the 2003 reporting year and the assets transferred into the Dreyfus account that was reported on line 151 of my 2003 report. I also realized that there was an additional "(S-2) Citibank Nevada" account that I inadvertently omitted from my 2003 report. This account was also closed during the year and the funds transferred into the Dreyfus account on line 151. These corrections and additions to my 2003 report should read as follows:

[illegible]

FINANCIAL DISCLOSURE REPORT

Calendar Year 2003

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

1. Person Reporting (Last name, First name, Middle initial) WILLIAMS, KAREN J	2. Court or Organization FOURTH CIRCUIT COURT APPEALS	3. Date of Report 06/28/2004
4. Title (Article III Judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. CIRCUIT JUDGE - Active	5. Report Type (check appropriate type) ☐ Nomination Date ☐ Initial ☒ Annual ☐ Final	6. Reporting Period 01/01/2003 12/31/2003
7. Chambers or Office Address 1021 MIDDLETON STREET ORANGEBURG, SC 29115	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.)

POSITION	NAME OF ORGANIZATION/ENTITY
1. Member	South Carolina Bar Association
2. Member	Federal Judges Association
3. Member	Univ. of SC School of Law Advisory Board
4. Member	Univ. of SC School of Law Partnership Bd
5. Member, Board	Rotary Club of Orangeburg, S.C.
6. Member	Nat'l Association of Women Judges
7. Member	South Carolina Women Lawyers Association
8. Member, Trustee	First Baptist Church of Orangeburg
9. Member	Federal Judicial Resources Committee
10. Member	Federal Judicial Center's Appellate Judges Education Committee

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

☒ **NONE** - (No reportable agreements.)

DATE	PARTIES AND TERMS
1.	

RECEIVED
 2004 JUL -1 A 11:22
 FINANCIAL
 DISCLOSURE OFFICE

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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>GROSS INCOME</u> (yours, not spouse's)
1. 2003	Annuity: TransAmerica Occidental Life	
2. 2003	Annuity: Prudential	

B. Spouse's Non-Investment Income - (If you were married during any portion of the reporting year, please 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. 2003	Salary and and Bonus - Practice of Law
2. 2003	SC State University per diem (Board of Trustees)
3. 2003	Annuity: Aurora
4. 2003	Annuity: Southern Farm Bureau
5. 2003	Annuity: Manufacturer's Life
6. 2003	Annuity: Travelers
7. 2003	Annuity: Allstate Life Insurance
8. 2003	Annuity: Prudential

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

IV. REIMBURSEMENTS -- transportation, lodging, food, entertainment.

(Includes those to spouse and dependent children. See pp. 25-27 of instructions.)

☒ **NONE** - (No such reportable reimbursements.)

SOURCE

DESCRIPTION

1.

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

1.

VI. LIABILITIES. (Includes those of spouse and dependent children. See pp. 32-34 of instructions.)☐ **NONE** - (No reportable liabilities.)CREDITORDESCRIPTIONVALUE CODE

1.

Note secured by rl. estate mortgage

2.

Farmers Home Admin.

Note secured by rl. estate mortgage

FINANCIAL DISCLOSURE REPORT

Page 1 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)
☐ NONE (No reportable income, assets, or transactions)									
1. (T) South Carolina Bank & Trust CK									
2. (T) South Carolina Bank & Trust SuperMax									
3. (T) Community Bank Shares									
4. (T) Bank of America MM Savings									
5. (T) South Carolina Bank & Trust CD									
6. (T) Orangeburg National Bank CD									
7. (T) Hartford Life & Annuity									
8. Property									
9. Bank of America, Orangeburg SC CK									
10. Bank of America, Orangeburg SC SAV									
11. Property									
12. Bank of America CK									
13. Bank of America MMKT INV									
14. Office On Square in Orangeburg County, SC									
15. House Orangeburg County, SC									
16. 1/2 Interest Real Estate in Elbert County, GA									
17. Alena Exploration Ltd Partnership									
18. Brocton Professional Baseball LLC									

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

FINANCIAL DISCLOSURE REPORT

Page 2 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent, or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, 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)
19. Charles H. Williams PA Stock									
20. Note Rec'd									
21. Sky High Company									
22. Rock Hill Hotel Group									
23. Team Sports Entertainment Inc. Note Rec (TRAC)									
24. West Main Investments									
25. West Lake Holdings LLC									
26. (F-1) Owned Prop)									
27. (F-1) Farmland, Orangeburg County, SC									
28. (F-1) Farmland Orangeburg County, SC									
29. (F-1) Farmland Orangeburg County, SC									
30. (F-1) Farmland Orangeburg County, SC									
31. (F-1) Farmland in Orangeburg County, SC									
32. (F-1) Farmland in Orangeburg County, SC									
33. (F-1) in Orangeburg County, SC									
34. (F-1) Orangeburg County, SC									
35. (F-1) Orangeburg County, SC									
36. (F-1) & Home in Orangeburg County, SC									

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

FINANCIAL DISCLOSURE REPORT

Page 3 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)
37. (F-1) [REDACTED] in Orangeburg County, SC									
38. (F-1) House/Lot Clarendon County, SC									
39. (F-1) Office Building, Orangeburg, SC									
40. ACCOUNT T-1 [REDACTED]									
41. (T-1) Arthur J. Gallagher [REDACTED]									
42. (T-1) Automatic Data Processing, Inc. [REDACTED]									
43. (T-1) Bassett Furniture Ind. [REDACTED]									
44. (T-1) Charleston County Hospital Facs Rev Mtn Bd 7% [REDACTED]									
45. (T-1) Charleston County Pollution Ctl Facs Rev [REDACTED]									
46. (T-1) Charleston Cnty, SC Solid Wst User Fee Rev Reg 6% [REDACTED]									
47. (T-1) Darlington County INDL Rev Sonoco 6.125 [REDACTED]									
48. (T-1) Darlington County INDL Dev [REDACTED] 6.0									
49. (T-1) Duke Energy Corp [REDACTED]									
50. (T-1) Equity Focus TRS UT Strategic Ser [REDACTED]									
51. (T-1) Grand Strand Water & Sewer 5.0 [REDACTED]									
52. (T-1) Johnson & Johnson [REDACTED]									
53. (T-1) Lancaster County SC School District [REDACTED]									
54. (T-1) Lexington County School Dist No 1 [REDACTED]									

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

FINANCIAL DISCLOSURE REPORT

Page 4 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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-F)	(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)	E. Not exempt from disclosure			
						(2) Date: Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-F)	(5) Identity of buyer/seller (if private transaction)
55. (T-1) Merrill Lynch									
56. (T-1) MFS Municipal Income TR SH BEN									
57. (T-1) Nike Inc.									
58. (T-1) North Myrtle Beach SC RFDG Duke 6.0									
59. (T-1) Oconee County SC PRC RFDG Duke 5.8									
60. (T-1) Orangeburg County School Dist 5 G.O. Bus 5.25									
61. (T-1) Plum Creek Timber Co. Inc.									
62. (T-1) SSN Prime Fund - Cap Reserves									
63. (T-1) SC St ED Ast 6%									
64. (T-1) SC Jobs Econ Dev. 5.25%									
65. (T-1) SC St. AMT HGS Fin & Dev 6.65									
66. (T-1) SC St. AMT HSG Fin & Dev 5.8									
67. (T-1) SC ST G.O. STR Hwy-Ser A 4.6									
68. (T-1) Spartanburg CO Hlth SVC 5.6									
69. (T-1) State Street Corp									
70. (T-1) T Rowe Price Group Inc.									
71. (T-1) Traveler's PTY Cas Corp New CLA									
72. ACCOUNT									

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

FINANCIAL DISCLOSURE REPORT

Page 5 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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-I)	(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)
73. [REDACTED] Berkeley County SC Water & Sewer 5.550	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
74. [REDACTED] Charleston Care Alliance (25K) 5.0	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
75. [REDACTED] Charleston County (5.875) Pollution CTV	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
76. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
77. [REDACTED] Charleston County SC U/T reg DTD 5/1/94 5.9	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
78. [REDACTED] Charleston County (6.0) Solid Waste User Fee	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
79. [REDACTED] Charleston County Solid Waste 6.0	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
80. (S-1) Charleston Water Works & Sewer 5.250	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
81. (S-1) Colleton County (5.3)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
82. (S-1) Darlington County AMT IDR Sonoco 6.125	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
83. (S-1) Darlington County IDR-AMT 6.0	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
84. (S-1) Darlington County Water & Sewer 5.0	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
85. (S-1) Florence County Hospital RV Rfag 4.9	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
86. (S-1) Greenville, SC Hosp 75	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
87. (S-1) Greenville, SC Hosp Sym Brd 5.75	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
88. (S-1) Greenville, SC Mem Aud	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
89. (S-1) Greer Combined Utility System 4.9	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
90. (S-1) Horry Cnty SC Arpt Rev Rfag 5.375	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

1. Income/Gain Codes:	A = \$1,000 or less	B = \$1,001-\$2,500	C = \$2,501-\$5,000	D = \$5,001-\$15,000	E = \$15,001-\$50,000
(See Columns D1 and D4)	F = \$50,001-\$100,000	G = \$100,001-\$1,000,000	H1 = \$1,000,001-\$5,000,000	H2 = More than \$5,000,000	
2. Value Codes:	J = \$15,000 or less	K = \$15,001-\$50,000	L = \$50,001-\$100,000	M = \$100,001-\$250,000	
(See Columns C1 and D3)	N = \$250,000-\$500,000	O = \$500,001-\$1,000,000	P1 = \$1,000,001-\$5,000,000	P2 = \$5,000,001-\$25,000,000	
	P3 = \$25,000,001-\$50,000,000		P4 = More than \$50,000,000		
3. Value Method Codes:	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash/Market	
(See Column C2)	U = Book Value	V = Other	W = Estimated		

FINANCIAL DISCLOSURE REPORT

Page 6 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, 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)
91. (S-1) Lexington County SC School Dist 1 CTFS									
92. (S-1) Lexington County Health Services Hosp 4.375									
93. (S-1) Med USC Hospital 5.6									
94. (S-1) Myrtle Beach, SC UnLtd Tax									
95. (S-1) Myrtle Beach G/O 4.75									
96. (S-1) Oconee County PCR Rfdg 5.8									
97. (S-1) Oconee County School District (4.9)									
98. (S-1) Oconee County (5.0)									
99. (S-1) Oconee Cnty, SC G/O 3.2%									
100. (S-1) Smith Barney Money Mkt Funds-Cash Port SB Citibank NA									
101. (S-1) SC Housing Authority (5.65)									
102. (S-1) SC Housing Authority (6.375)									
103. (S-1) SC Jobs Econ Dev. 5.5									
104. (S-1) SC St. 6.0 AMT ED									
105. (S-1) SC St. Amt. HSG Fin & Dev 6.650 Mtg Rev Ser A									
106. (S-1) SC Amt Hsg & Fin 5.375									
107. (S-1) SC St. Amt HSG FN 5.4									
108. (S-1) SC St. Amt. HSG Fin 4.9									

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

FINANCIAL DISCLOSURE REPORT

Page 7 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
109. (S-1) SC ST CAP IMPT BDS Ser A 4.75% [REDACTED]									
110. (S-1) SC St G/O Hwy [REDACTED] 5.625									
111. (S-1) SCST HSG AUTH MTG PUR SERA [REDACTED] 6.375%									
112. (S-1) SC Ports Authority Rev [REDACTED] 5.375									
113. (S-1) SC Ports Authority Rev [REDACTED] 6.75									
114. (S-1) SC St. Pub. Service Authority Santee 5.625									
115. (S-1) Service Merchandise Inc SR Sub Deb DTD [REDACTED]									
116. (S-1) South Carolina St. Pub AMBAC 5.0% 1/1/14 [REDACTED]									
117. (S-1) Spartanburg County Health SVC 5.6 [REDACTED]									
118. (S-1) Spartanburg County Health Services 5.5 [REDACTED]									
119. (S-1) Sumter County SC District # 2 S [REDACTED]									
120. (S-1) University of SC Univ Revs Ser A 5.5 [REDACTED]									
121. (S-1) Western Carolina Regl Swr Auth 5.01 25 K [REDACTED]									
122. S-2 [REDACTED]									
123. (S-2) Abbott Laboratories [REDACTED]									
124. (S-2) Alcoa, Inc. 120 [REDACTED]									
125. (S-2) Allegheny Technologies Inc. [REDACTED]									
126. (S-2) Allstate Corp [REDACTED]									

1. Income/Gain Codes: A = \$1,000 or less B = \$1,001-\$2,500 C = \$2,501-\$5,000 D = \$5,001-\$15,000 E = \$15,001-\$50,000
(See Columns B1 and D4) F = \$50,001-\$100,000 G = \$100,001-\$1,000,000 H1 = \$1,000,001-\$5,000,000 H2 = More than \$5,000,000
2. Value Codes: J = \$15,000 or less K = \$15,001-\$50,000 L = \$50,001-\$100,000 M = \$100,001-\$250,000
(See Columns C1 and D3) N = \$250,001-\$500,000 O = \$500,001-\$1,000,000 P1 = \$1,000,001-\$5,000,000 P2 = \$5,000,001-\$25,000,000
P3 = \$25,000,001-\$50,000,000 P4 = \$50,000,001-\$100,000,000 P5 = More than \$100,000,000
3. Value Method Codes: Q = Appraisal R = Cost (Real Estate Only) S = Assessment T = Cash/Market
(See Column C2) U = Book Value V = Other W = Estimated

FINANCIAL DISCLOSURE REPORT

Page 8 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
127. (S-2) AmBac Financial Group									
128. (S-2) AMGEN Inc.									
129.									
130. (S-2) American Express									
131. (S-2) American International Group, Inc.									
132. (S-2) Anadarko Petroleum Corp.									
133. (S-2) AOL Time Warner									
134. (S-2) AT&T Wireless									
135. (S-2) Bank New York Inc.									
136. (S-2) Bank One Corp.									
137. (S-2) Berkshire Hathaway Inc. Class B (2)									
138. (S-2) Biogen Idec Inc.									
139. (S-2) BP PLC SPONS ADR									
140. (S-2) Bristol Myers Squibb Co.									
141. (S-2) Chiron Corp Delaware									
142. (S-2) Chubb Corp.									
143. (S-2) Cisco Systems									
144. (S-2) Coca-Cola Co.									

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

FINANCIAL DISCLOSURE REPORT

Page 9 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, 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)
145. (S-2) Comcast Corp CLA [REDACTED]		[REDACTED]							
146. (S-2) Comcast Corp CLA SPI [REDACTED]		[REDACTED]							
147.					[REDACTED]				
148. (S-2) Dell Inc [REDACTED]		[REDACTED]							
149. (S-2) Duke Energy Corp [REDACTED]		[REDACTED]							
150. (S-2) Doubleclick [REDACTED]		[REDACTED]							
151. (S-2) Dreyfus Liquid Assets Inc.		[REDACTED]							
152. (S-2) E Resources Cap Group Inc New [REDACTED]		[REDACTED]							
153. (S-2) East-West Bank CD		[REDACTED]							
154. (S-2) Eastman Kodak Co [REDACTED]		[REDACTED]							
155.					[REDACTED]				
156. (S-2) ECI Telecom [REDACTED]		[REDACTED]			[REDACTED]				
157. (S-2) Emerson Electric Co [REDACTED]		[REDACTED]							
158. (S-2) Exxon Mobile Corp. [REDACTED]		[REDACTED]							
159. (S-2) Featherlite Inc. [REDACTED]		[REDACTED]							
160. (S-2) Forest Laboratories Inc. [REDACTED]		[REDACTED]							
161. (S-2) General Electric Co. [REDACTED]		[REDACTED]							
162. (S-2) Genzyme Corp General Division [REDACTED]		[REDACTED]							

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

FINANCIAL DISCLOSURE REPORT

Page 10 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)
163. (S-2) Gillette Co. [REDACTED]									
164. (S-2) Global Crossing [REDACTED]									
165. (S-2) Global SanteFe Corp [REDACTED]									
166. (S-2) Hilton HotelsCorp SR Note [REDACTED]									
167. (S-2) Honeywell [REDACTED]									
168. (S-2) Ikon Office Solutions, Inc. [REDACTED]									
169.									
170. (S-2) Intel Corp [REDACTED]									
171. (S-2) Interactive Corp [REDACTED]									
172.									
173. (S-2) Johnson & Johnson [REDACTED]									
174. (S-2) L3 Communication Holdings Inc. [REDACTED]									
175. (S-2) Liberty Media Corp. [REDACTED]									
176.									
177. (S-2) Lighthouse Comm Bank CD									
178. (S-2) MGIC Invst Corp WIS [REDACTED]									
179. (S-2) Merck & Co. Inc. [REDACTED]									
180.									

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

FINANCIAL DISCLOSURE REPORT

Page 11 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
181. (S-2) Merrill Lynch & Co. Inc. [REDACTED]									
182. (S-2) Micron Technology [REDACTED]									
183. (S-2) Microsoft Corp. [REDACTED]									
184. (S-2) Motorola Inc. DE [REDACTED]									
185. (S-2) News LTD-ADR-New [REDACTED]									
186.									
187. (S-2) Nippon Tel & Tel Spon ADR [REDACTED]									
188. (S-2) Nokia [REDACTED]									
189. (S-2) PepsiCo Inc. [REDACTED]									
190. (S-2) Pfizer Inc [REDACTED]									
191. (S-2) Raytheon Company New [REDACTED]									
192. (S-2) Revlon Consumer Prod. Corp 8.625 SR SUB Notes									
193. (S-2) Sabre Group Holdings Inc. Class A [REDACTED]									
194.									
195. (S-2) Safeway Inc. New [REDACTED]									
196.									
197. (S-2) Sandisk Corp [REDACTED]									
198. (S-2) SBC Communications Inc. [REDACTED]									

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

FINANCIAL DISCLOSURE REPORT

Page 12 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, 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)
199. (S-2) Schering Plough Corp. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
200. (S-2) Service Merch Inc. SR SubDeb DTD 2/17/93 [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
201. (S-2) SB Citibank NA FDS Retirement Port CLA [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
202. (S-2) Travelers PPTY Cas Corp CLA [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
203. (S-2) AT&T New [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
204. (S-2) Southern Co. Capitol Trust IV PFD [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
205. (S-2) Taiwan Semiconductor Mfg Co. LTD ADR [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
206. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
207. (S-2) 3 Com Corp [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
208. (S-2) Travelers PPTY CAS CORP [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
209. (S-2) Unisys Corp [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
210. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
211. (S-2) United Health Group Inc. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
212. (S-2) Verizon Communications [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
213. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
214. (S-2) Vodafone [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
215. (S-2) Walt Disney Co. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
216. (S-2) Weatherford International LTD New [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

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

FINANCIAL DISCLOSURE REPORT

Page 13 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
217. (S-2) Weyerhaeuser Co. [REDACTED]									
218. (S-2) Williams Cos Inc. [REDACTED]									
219. (S-2) Wyeth [REDACTED]									
220.									
221. (S-2) Wm Wrigley Jr. Co. [REDACTED]									
222. S-3 [REDACTED]									
223. (S-3) Duke Energy Corp [REDACTED]									
224.									
225. (S-3) E Resources Cap Group [REDACTED]									
226.									
227. (S-3) Featherlite, Inc. [REDACTED]									
228. (S-3) RCG Companies [REDACTED]									
229.									
230. (S-3) Citibank NA Fund									
231. (S-3) South Carolina Bank & Trust Corp (Now [REDACTED])									
232.									
233.									
234.									

1. Income/Gain Codes: A = \$1,000 or less B = \$1,001-\$2,500 C = \$2,501-\$5,000 D = \$5,001-\$15,000 E = \$15,001-\$50,000
(See Columns B1 and B4) F = \$50,001-\$100,000 G = \$100,001-\$1,000,000 H1 = \$1,000,001-\$5,000,000 H2 = More than \$5,000,000
2. Value Codes: J = \$15,000 or less K = \$15,001-\$50,000 L = \$50,001-\$100,000 M = \$100,001-\$250,000
(See Columns C1 and D3) N = \$250,001-\$500,000 O = \$500,001-\$1,000,000 P1 = \$1,000,001-\$5,000,000 P2 = \$5,000,001-\$25,000,000
P3 = \$25,000,001-\$50,000,000 P4 = More than \$50,000,000
3. Value Method Codes: Q = Appraisal R = Cost (Real Estate Only) S = Assessment T = Cash/Market
V = Other W = Estimated

FINANCIAL DISCLOSURE REPORT

Page 14 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
235.									
236.	ACCOUNT T-2								
237.	(T-2) Amgen								
238.	(T-2) AOL Time Warner								
239.	(T-2) Birmingham Steel								
240.	(T-2) CISCO Sys								
241.	(T-2) Featherlite Inc.								
242.	(T-2) Honeywell								
243.	(T-2) International Paper								
244.	(T-2) Merrill Lynch								
245.	(T-2) Nolin								
246.	(T-2) Revlon Consumer Prod Corp 8.625								
247.	(T-2) Prime Fund Cap Reserves Class								
248.	(T-2) Travelers Property Casualty Corp New CLA								
249.	(T-2) TYCO								
250.	(T-2) Verizon Communications								
251.	(T-2) Vodafone								
252.	(T-2) Worldcom Inc GA-NEW								

1. Income/Gain Codes:	A = \$1,000 or less	B = \$1,001-\$2,500	C = \$2,501-\$5,000	D = \$5,001-\$15,000	E = \$15,001-\$50,000
(See Columns B1 and B4)	F = \$50,001-\$100,000	G = \$100,001-\$1,000,000	H1 = \$1,000,001-\$5,000,000	H2 = More than \$5,000,000	
2. Value Codes:	J = \$15,000 or less	K = \$15,001-\$50,000	L = \$50,001-\$100,000	M = \$100,001-\$250,000	
(See Columns C1 and D3)	N = \$250,001-\$500,000	O = \$500,001-\$1,000,000	P1 = \$1,000,001-\$5,000,000	P2 = \$5,000,001-\$25,000,000	
	P3 = \$25,000,001-\$50,000,000		P4 = \$50,000,001-\$100,000,000		
3. Value Method Codes:	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash/Market	
(See Column C2)	U = Book Value	V = Other	W = Estimated		

FINANCIAL DISCLOSURE REPORT

Page 15 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
253. ACCOUNT- [REDACTED]									
254. (C-1) [REDACTED] Citibank NA									
255. (C-1) [REDACTED] South Carolina Bank & Trust Corp									
256. (C-1) [REDACTED] SC Future Scholar 529 Plan									
257. (C-1) [REDACTED] South Carolina Bank & Trust Savings									
258. (C-1) [REDACTED] West Lake Holdings									
259. (C-1) [REDACTED] SB Capitol Pres Fund CLL									
260. ACCOUNT [REDACTED]									
261. (C-2) [REDACTED] Citibank NA									
262. (C-2) [REDACTED] South Carolina Bank & Trust Corp									
263. (C-2) [REDACTED] SB Capitol Pres Fund CLL									
264. (C-2) [REDACTED] SC Future Scholar 529 Plan									
265. (C-2) [REDACTED] South Carolina Bank & Trust Savings									
266. (C-2) [REDACTED] West Lake Holdings LLC									
267. ACCOUNT [REDACTED]									[REDACTED]
268. (S-4) Morgan Stanley Cash/Liquid Asset Fund [REDACTED]									[REDACTED]
269. (S-4) CB&T Cust Simple [REDACTED] American Funds									
270. ACCOUNT S-5 [REDACTED]									

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

FINANCIAL DISCLOSURE REPORT

Page 16 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/23/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-F)	Type (e.g. div. rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, redemption)	(2) Date: Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-F)	(5) Identity of buyer/seller (if private transaction)
271. (S-5) Abbott Laboratories [REDACTED]									
272. (S-5) Arthur J. Gallagher & Co. [REDACTED]									
273.									
274. (S-5) AstraZeneca PLC Spon ADR [REDACTED]									
275. (S-5) Automatic Data Processing Inc [REDACTED]									
276.									
277. (S-5) Bank of America Corp. [REDACTED]									
278. (S-5) Bristol Myers Squibb [REDACTED]									
279. (S-5) Charleston County Health FACS [REDACTED] 5.45									
280. (S-5) Cit Group New Com NFS [REDACTED]									
281. (S-5) Citigroup Inc. [REDACTED]									
282. (S-5) Exxon Mobil Corp [REDACTED]									
283. (S-5) Ford Motor Credit Co. Cont Offer 4.55 [REDACTED]									
284. (S-5) General Electric NFS [REDACTED]									
285. (S-5) Health Care Reit 8.875 PFD Ser B [REDACTED]									
286. (S-5) Health Care PPTY 7.875 Ser A PFD [REDACTED]									
287. (S-5) Johnson & Johnson [REDACTED]									
288. (S-5) KOS Pharmaceuticals Inc. [REDACTED]									

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

FINANCIAL DISCLOSURE REPORT

Page 17 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, transfer, 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)
289.									
290.									
291. (S-5) Liberty Media Corp New Corp									
292. (S-5) Medco Health Solutions Inc.									
293. (S-5) Merck & Co.									
294. (S-5) Moodys Corp									
295.									
296. (S-5) Treas Fund -Cap Reserves									
297. (S-5) Plumn Creek Timber Co. Inc									
298. (S-5) SLM Corp Com									
299. (S-5) State Street Corp									
300. (S-5) T Rowe Price Group Inc									
301. (S-5) Universal Health Rlty Income TR SBI 730									
302. (S-5) York County Sch Dist No. 4									
303. ACCOUNT S-6									
304. S-6 Abbott Laboratories									
305. (S-6) Agilent Technologies Inc									
306. (S-6) Alcoa Inc.									

1. Income/Gain Codes:	A = \$1,000 or less	B = \$1,001-\$2,500	C = \$2,501-\$5,000	D = \$5,001-\$15,000	E = \$15,001-\$50,000
(See Columns B1 and D4)	F = \$50,001-\$100,000	G = \$100,001-\$1,000,000	H1 = \$1,000,001-\$5,000,000	H2 = More than \$5,000,000	
2. Value Codes:	J = \$15,000 or less	K = \$15,001-\$50,000	L = \$50,001-\$100,000	M = \$100,001-\$250,000	
(See Columns C1 and D3)	N = \$250,001-\$500,000	O = \$500,001-\$1,000,000	P1 = \$1,000,001-\$5,000,000	P2 = \$5,000,001-\$25,000,000	
	PR = \$25,000,001-\$50,000,000		PG = \$More than \$50,000,000		
3. Value Method Codes:	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash/Market	
(See Column C3)	U = Book Value	V = Other	W = Estimated		

FINANCIAL DISCLOSURE REPORT

Page 18 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
05/28/2004

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

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)
307.									
308. (S-6) Allegheny Technologies									
309. (S-6) Allstate Corp									
310. (S-6) Ambac Finl Group Inc.									
311.									
312. (S-6) American Express Co.									
313. (S-6) American Intl Group Inc.									
314.									
315. (S-6) Amgen									
316.									
317. (S-6) Anadarko Petroleum Corp									
318. (S-6) AOL Time Warner Inc.									
319.									
320. (S-6) Bank New York, Inc									
321.									
322. (S-6) Bank One Corp									
323. (S-6) Berkshire Hathaway Inc. Class B									
324. (S-6) Biogen									

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

FINANCIAL DISCLOSURE REPORT

Page 19 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent or int.)	Value Code 2 (I-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, redemption)	(2) Date: Month - Day	(3) Value Code 2 (I-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
325.									
326. (S-6) BP PLC Spens ADR									
327. (S-6) Bristol Myers Squibb Co.									
328.									
329. (S-6) Chiron Corp Delaware									
330.									
331. (S-6) Chubb Corp.									
332. (S-6) Coca Cola Co.									
333. (S-6) Comcast Corp CL A SPL									
334.									
335.									
336. (S-6) Dell Inc.									
337.									
338. (S-6) Eastman Kodak Co.									
339.									
340.									
341. (S-6) Emerson Electric Co.									
342. (S-6) Exxon Mobile Corp.									

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

FINANCIAL DISCLOSURE REPORT

Page 20 of 24

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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

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)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, 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)
343.									
344. (S-6) Forest Laboratories Inc. [REDACTED]									
345.									
346. (S-6) General Electric Co. [REDACTED]									
347.									
348. (S-6) Genzyme Corp General Division [REDACTED]									
349. (S-6) Gillette Co. [REDACTED]									
350. (S-6) Global Santa Fe Corp [REDACTED]									
351. (S-6) Home Depot Inc. [REDACTED]									
352. (S-6) Honeywell Intl Inc. [REDACTED]									
353.									
354. (S-6) Johnson & Johnson [REDACTED]									
355.									
356. (S-6) Ikon Office Solutions Inc. [REDACTED]									
357.									
358.									
359. (S-6) Intel Corp. [REDACTED]									
360. (S-6) Interactivecorp [REDACTED]									

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

FINANCIAL DISCLOSURE REPORT

Page 21 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
361.									
362.									
363.									
364. (S-6) L3 Communications Holdings Inc									
365.									
366. (S-6) Liberty Media Corp A									
367.									
368.									
369. (S-6) Merck & Co. Inc.									
370.									
371. (S-6) Merrill Lynch & Co.									
372.									
373. (S-6) Micron Technology, Inc.									
374. (S-6) Microsoft Corp									
375.									
376. (S-6) MGIC Invst Corp Wis									
377.									
378.									

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

FINANCIAL DISCLOSURE REPORT

Page 22 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)
379. (S-6) Motorola Inc. DE									
380. (S-6) News LTD-ADR-NEW									
381.									
382.									
383. (S-6) Nippon Tel & Tel Spon ADR									
384.									
385. (S-6) Nokia Corp Sponsored ADR									
386.									
387.									
388. (S-6) PepsiCo Inc.									
389.									
390. (S-6) Pfizer Inc									
391.									
392. (S-6) Raytheon Company New									
393.									
394.									
395. (S-6) Sabre Group Hldgs Inc Class A									
396.									

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

FINANCIAL DISCLOSURE REPORT

Page 23 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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)	(2)	(1)	(2)	(1)	if not exempt from disclosure			
	Amount Code 1 (A-H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, 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)
397.									
398.									
399. (S-6) Safeway Inc. (New)									
400.									
401. (S-6) Sandisk Corp.									
402. (S-6) SBC Communications Inc.									
403.									
404. (S-6) Schering Plough Corp.									
405. (S-6) Taiwan Semiconducto Mfg Co. Ltd ADR									
406.									
407. (S-6) 3 Com Corp									
408. (S-6) Unisys Corp									
409.									
410.									
411. (S-6) United Health Group Inc									
412.									
413. (S-6) Verizon Communications									
414.									

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

FINANCIAL DISCLOSURE REPORT

Page 24 of 24

Name of Person Reporting
WILLIAMS, KAREN J

Date of Report
06/28/2004

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

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. ret. 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)
415. (S-6) Vodafone Group PLC SP ADR [REDACTED]									
416.									
417. (S-6) Walt Disney Co. [REDACTED]									
418.									
419. (S-6) Weatherford Intl New [REDACTED]									
420.									
421. (S-6) Williams Cos Inc. [REDACTED]									
422.									
423. (S-6) Weyerhaeuser Co. [REDACTED]									
424.									
425. (S-6) Wm Wrigley Jr. Co. [REDACTED]									
426. (S-6) Wyeth [REDACTED]									
427.									
428. (S-6) SB Money Funds									

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

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

VIII. ADDITIONAL INFORMATION OR EXPLANATIONS

(Indicate part of Report.)

A. (VII-115) Due to merger Service Merchandise Inc Sub Deb was exchanged for Service Merchandise Inc Sr Sub Debs-Escrow.

B. (VII-27 - 34) The farmlands shown in lines 27-34 should be combined for ease of reference. Some portions of the total of [REDACTED] of farmland benefit from U.S. Department of Agriculture payments for directal Counter Cyclical Payments [REDACTED] and CRP payments [REDACTED]

C. (VII-63) This bond is the combination of the two bonds listed on lines 67 and 49 of the 2002 report.

D. (VII-64) My 2002 report included an Entry: (T-1) SC Jobs EDA Hops Rev Anderson [REDACTED] 5.25%. In preparing my 2003 report I could not find this bond and the stockbroker determined that in the change from Smith Barney (SB) to NSS the names were shortened to (T-1) SC Jobs Econ Dev. 5.25% [REDACTED] and I confused them thinking they were two different bonds. My 2002 report needs to be amended to reflect this.

E. (VII-268) Funds in this account were transferred to the account listed in line 273 of this re ort.

F. (VII-138 & 324) These assets were originally purchased as IDEC Pharmaceuticals and name changed at some point to Biogen.

G. (VII - 23) It is my understanding that the company folded at the end of the year and that there were little or no assets. Thus I reported the "Sale" as 12/30 and Value [REDACTED] [REDACTED]

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

WILLIAMS, KAREN J

Date of Report

06/28/2004

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. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature

Date

June 29, 2004

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