

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
LEWIS F. POWELL, JR. COURTHOUSE
1000 E. MAIN STREET, SUITE 345
RICHMOND, VIRGINIA 23219

Chambers of
ROBERT E. PAYNE
United States District Judge

(804) 916-2260

October 19, 2004

RECEIVED
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FINANCIAL
DISCLOSURE OFFICE

Honorable Mary M. Lisi
Chair, Judicial Conference Committee
on Financial Disclosure
One Columbus Circle, N.E.
Washington, D.C. 20544

Re: Calendar Year 2003 Filing

Dear Judge Lisi:

This responds to your letter dated September 22, 2004. The material added below in Response to Questions (1), (2) and (4) was omitted by inadvertent error. As to Question (3), I do not read the instructions as do you.

Question (1). The date of the trip was September 12-13, 2003.

Question (2). Attachment VIIA, p. 2, 1.10 of the 2003 Report should reflect that the Viacom, Inc. stock was purchased on November 7, 2003.
The Value Code is J.
The Gain Code is A.

Attachment VIIB, p. 8, 1. 7 and 8 of the 2003 Report should reflect that the Motorola, Inc. stock was bought on May 19, 2003.
The Value Code is J.
The Value Method is T.

Question (3). Each of the transactions inquired of was a partial sale, as is obvious by comparing the "Stocks Held As Of 12/31/03" pages with the "Stocks Sold In 2003" pages, an exercise which is not too much to expect the staff to accomplish.

Honorable Mary M. Lisi
October 19, 2004
Page Two

I do not understand the referenced instructions to read as you suggest. Perhaps, in an effort to disclose fully, I erred, but I do not think so. In any event, each transaction which is the subject of the query may be labeled "partial."

Question (4). Attachment VIIA, p. 2, l. 15 of the 2003 Report should reflect a holding as of December 31, 2003 of Chevron/Texaco stock.
The Income Amount Code is A, the type is Div.
The Value Code is J.
The Value Method is T.

Attachment VIIB, p. 5, l. 9 of the 2003 Report should reflect a holding of Transcocean, Inc. Stock as of December 31, 2003.
The Income Amount Code is A, the type is Div.
The Value Code is J.
The Value Method is T.

I respectfully suggest that, over time, the instructions have become so lengthy and so convoluted that they are more hindrance than help. Quite frankly, most of the instructions appear to be intended to help the staff, not the judges. Is it not possible to condense the instructions to 10 or 15 pages? Perhaps, the process would be improved by such an effort.

Sincerely,

A large black rectangular redaction box covering the signature area.

/amh

FINANCIAL DISCLOSURE REPORT

FOR 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, middle initial) PAYNE, ROBERT E.		2. Court or Organization United States District Court Eastern District of Virginia		3. Date of Report 8/12/04
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) Active		5. Report Type (check appropriate type) ____ Nomination, Date _____ ____ Initial ☒ Annual ____ Final		6. Reporting Period 01/01/2003 to 12/31/2003
7. Chambers or Office Address 1000 E. Main Street, Suite 345 Richmond, Virginia 23219		8. On the basis of the information contained in this report and any modifications pertaining thereto, it is, in my opinion, in compliance with applicable laws and regulations. Reviewing Officer _____ Date _____		

IMPORTANT NOTES: The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information. Sign on last page.

I. POSITIONS. (Reporting individual only; see pp. 9-13 of Instructions.)

POSITION	NAME OF ORGANIZATION/ENTITY
☒ NONE (No reportable positions.)	
1	
2	
3	

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

DATE	PARTIES AND TERMS
☒ NONE (No reportable agreements.)	
1	
2	

III. NON-INVESTMENT INCOME. (Reporting individual and spouse; see pp. 17-24 of Instructions.)

DATE	SOURCE AND TYPE	GROSS INCOME
A. Filer's Non-Investment Income		
☒ NONE (No reportable non-investment income.)		
1		\$
2		\$
3		\$
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.)		
1	2003 Maggie Fry	
2	2003 Geo. R. and Francis R. Acree Trusts	

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

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IV. REIMBURSEMENTS – transportation, lodging, food, entertainment. (Includes those to spouse and dependent children. See pp. 25-27 of Instructions.)

SOURCE

DESCRIPTION

☐

NONE (No such reportable reimbursements.)

1	Virginia State Bar	Travel to/from Wintergreen Resort/meals
2		Participated in seminar. - \$99.42
3		One night's lodging provided
4		
5		
6		
7		

V. GIFTS. (Includes those to spouse and dependent children. See pp. 28-31 of Instructions.)

SOURCE

DESCRIPTION

VALUE

☒

NONE (No such reportable gifts.)

1			\$
2			\$
3			\$
4			\$

VI. LIABILITIES. (Includes those of spouse and dependent children. See pp. 32-33 of Instructions.)

CREDITOR

DESCRIPTION

VALUE CODE*

☐

NONE (No reportable liabilities.)

1	American Express	credit card	J*
2	Bk of America	credit card	J*
3	First USA Bk	credit card	J*
4	MBNA America	credit card	K
5	MBNA America	credit card	K*
*paid in full 1/04			

*Value Codes: J=\$15,000 or less K=\$15,001-\$50,000 L=\$50,001-\$100,000 M=\$100,001-\$250,000
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 or more

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting
PAYNE, ROBERT E.

Date of Report
8/12/04

VII. Page 1 INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of Instructions.)

A Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income,									
1 Salomon Smith Barney	A	Int	J	T					
2 Mgd. Mun. Fund									
3 Salomon Smith Barney	NA*	NA*	M	T	See Attachment VIIA				
4 IRA Rollover Mgd									
5 Acct (48)									
6 Salomon Smith Barney	NA*	NA*	M	T	See Attachment VIIB				
7 IRA Rollover Mgd									
8 Acct (49)									
9 Ninth & Cary Assoc.	B	Other	NA	NA	See Attachment VIIC				
10 American Funds IRA	NA*	NA*	L	T	See Attachment VIID				
(S) 11 American Funds IRA	NA*	NA*	L	T	See Attachment VIID				
12									
13									
14									
15									
16									
17									

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

ATTACHMENT VII A

This is a Smith Barney Rollover IRA account (SEM) (48). The assets in it are purchased and sold, along with the assets of many others who hold similar accounts, in the discretion of the account managers at the brokerage firm. However, I have the authority to veto a particular purchase if it would create a conflict of interest in a pending action over which I am presiding at the time of purchase.

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

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting
PAYNE, ROBERT E.Date of Report
8/12/04

VII. Page 1 INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of Instructions.)

A. Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS HELD AS OF 12/31/03				
¹ Abbott Labs	A	Div	J	T					
² American Int'l Gp., Inc	A	Div	J	T					
³ Amgen, Inc.	NA	NA	J	T					
⁴ Automatic Data Proc. Inc.	A	Div	J	T					
⁵ Bank New York	A	Div	J	T					
⁶ Bank One Corp.	A	Div	J	T					
⁷ Carnival Corp.	A	Div	K	T					
⁸ Comcast Corp.	NA	NA	J	T					
⁹ Dell, Inc.	NA	NA	J	T					
¹⁰ Electronic Data Sys.	NA	NA	J	T					
¹¹ General Elec. Co.	A	Div	K	T					
¹² Home Depot Inc.	A	Div	J	T					
¹³ Intel Corp.	A	Div	J	T					
¹⁴ Interactive Corp	NA	NA	J	T	Buy	8/5	J	NA	
¹⁵ Johnson & Johnson	A	Div	J	T					
¹⁶ Eli Lilly & Co	A	Div	J	T					
¹⁷ Medtronic Inc.	A	Div	J	T					

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4) 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: J=\$15,000 or less (See Col. C1, D3) 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	M=\$100,001-\$250,000 P2=\$5,000,001-\$25,000,000	P4=More than \$50,000,000
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VII. Page 1 INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of Instructions.)

A. Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (I-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON									STOCKS HELD AS OF 12/31/03
¹ Merck & Co. Inc.	A	Div	J	T					
² Microsoft Corp.	A	Div	J	T					
³ Omnicon Gp	A	Div	J	T					
⁴ Oracle Corp	NA	NA	J	T					
⁵ Pfizer Inc.	A	Div	J	T					
⁶ St. Paul Cos. Inc.	A	Div	J	T					
⁷ Synco Corp	A	Div	J	T					
⁸ Texas Inst. Inc.	A	Div	J	T					
⁹ Time Warner Inc.*	NA	NA	J	T	Buy	12/18	J	NA	
¹⁰ Viacom Inc.	A	Div	J	T					
¹¹ Walgreen Co.	A	Div	J	T					
¹² Weyerhaeuser Co.	A	Div	J	T	Buy	6/30	J	A	
¹³									
¹⁴ *Formerly AOL Time Warner - Name Change 10/16/03									
¹⁵									
¹⁶									
¹⁷									

1. Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	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: J=\$15,000 or less (See Col. C1, D3)	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: Q=Appraisal (See Col. C2)	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

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	(1) Amt. Code1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code2 (J-P)	(2) Value Method Code3 (Q-W)	(1) Type (e.g., buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS SOLD IN 2003				
1 Fed. Natl Mtg Assn	NA	NA	NA	NA	Sell	5/12	J	NA	
2 Medco Health Solutions	NA	NA	NA	NA	Buy	8/25	J	NA	Spinoff
					Sell	8/26	J	A	
3 SBC Comm Inc.	A	Div	NA	NA	Sell	11/6	J	NA	
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	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: J=\$15,000 or less (See Col. C1, D3)	K=\$15,001-\$50,000 N=\$250,001-\$500,000 P3=\$25,000,001-\$50,000,000	L=\$50,001-\$100,000 O=\$500,001-\$1,000,000 P4=More than \$50,000,000	M=\$100,001-\$250,000 P1=\$1,000,001-\$5,000,000 P2=\$5,000,001-\$25,000,000	
3	Value Method Codes: Q=Appraisal (See Col. C2)	R=Cost (real estate only) U=Book value	S=Assessment V=Other	T=Cash/Market W=Estimated	

ATTACHMENT VII B

This is a Smith Barney Rollover IRA account (SBAM) (49). In December 1998, the manager of the account was changed, hence the change in designation from "GSB" (the manager since 1992) to SBAM (the new manager effective December 1998). The assets in it are purchased and sold, along with the assets of many others who hold similar accounts, in the discretion of the account managers at the brokerage firm. However, I have the authority to veto a particular purchase if it would create a conflict of interest in a pending action over which I am presiding at the time of purchase.

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

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	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS OWNED AS OF 12/31/03				
¹ Alcoa Inc.	A	Div	J	T					
² Alcoa Inc.	A	Div	J	T	Buy	3/10	J	A	
³ American Express Co	A	Div	J	T					
⁴ American Int'l Gp	A	Div	J	T					
⁵ Avery Dennison Corp	A	Div	J	T	Buy	10/28	J	A	
⁶ BP PLL	A	Div	J	T	Buy	7/2	J	A	
⁷ Bk of New York	A	Div	J	T	Buy	2/5	J	A	
⁸ Bk of New York	A	Div	J	T	Buy	3/10	J	A	
⁹ Boeing Co.	A	Div	J	T	Buy	12/3	J	A	
¹⁰ Chevron/Texaco Corp	A	Div	J	T					
¹¹ Comcast Corp	NA	NA	J	T	Buy	12/13	J	A	
¹² Converse Tech. Inc.	NA	NA	J	T	Buy	12/19	J	A	
¹³ Federated Dept Stores	A	Div	J	T	Buy	3/10	J	B	
¹⁴ Fleet Boston Fncl	A	Div	J	T	Buy	2/21	J	B	
¹⁵ Fleet Boston Fncl						7/1	J	A	
¹⁶ Goldman Sachs Gp	A	Div	J	T	Buy	2/14	J	B	
¹⁷ HCA Inc.	A	Div	J	T	Buy	2/6	J	A	

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	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: J=\$15,000 or less (See Col. C1, D3)	K=\$15,001-\$50,000 O=\$500,001-\$1,000,000 P3=\$25,000,001-\$50,000,000	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: Q=Appraisal (See Col. C2)	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

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	(1)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON)					STOCKS OWNED AS OF 12/31/03				
¹ Hartford Fin'l Svc.	A	Div	J	T					
² Hewlett-Packard Co.	A	Div	J	T	Buy	3/3	J	B	
³ Home Depot, Inc.	A	Div	J	T	Buy	2/3	J	A	
⁴ Honeywell Int'l Inc.	A	Div	J	T					
⁵ Honeywell Int'l Inc.	A	Div	J	T	Buy	2/24	J	A	
⁶ Int'l Bus. Mach. Corp.	A	Div	J	T					
⁷ Int'l Bus. Mach. Corp.	A	Div	J	T	Buy	7/15	J	A	
⁸ Intl Paper Co.	A	Div	J	T	Buy	3/10	J	A	
⁹ Intl Paper Co.	A	Div	J	T	Buy	5/29	J	A	
¹⁰ JP Morgan Chase	A	Div	J	T					
¹¹ Johnson & Johnson	A	Div	J	T	Buy	11/11	J	A	
¹² Keyspan Corp	A	Div	J	T	Buy	7/2	J	A	
¹³ Kimberly-Clark	A	Div	J	T					
¹⁴ Kimberly-Clark	A	Div	J	T	Buy	2/24	J	A	
¹⁵ Kimberly-Clark	A	Div	J	T	Buy	10/18	J	A	
¹⁶ Kraft Foods Inc.	A	Div	J	T	Buy	7/24	J	A	
¹⁷ Kraft Foods Inc.	A	Div	J	T	Buy	8/1	J	A	

1	Income/Gain Codes: (See Col. B1, 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 Col. C1, 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 Col. C2)	Q=Appraisal U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Marker	

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	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (I-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS HELD AS OF 12/31/03				
¹ Liberty Media	NA	NA	J	T	Buy	3/10	J	A	
² Liberty Media			J	T	Buy	3/25	J	A	
³ MGM Mirage	NA	NA	J	T	Buy	3/10	J	A	
⁴ MGM Mirage	NA	NA	J	T	Buy	3/11	J	A	
⁵ McDonalds Corp	A	Div	J	T	Buy	2/12	J	B	
⁶ Merrill Lynch Co	A	Div	J	T					
⁷ Microsoft Corp	A	Div	J	T	Buy	12/9	J	A	
⁸ Morgan Stanley	A	Div	J	T					
⁹ Morgan Stanley	NA	NA	J	T	Buy	3/10	J	A	
¹⁰ Newell Rubbermaid	A	Div	J	T	Buy	12/10	J	A	
¹¹ Nisource Inc.	A	Div	J	T	Buy	4/3	J	A	
¹² Nisource Inc	A	Div	J	T	Buy	5/1	J	A	
¹³ News Corp Ltd	A	Div	J	T	Buy	3/10	J	A	
¹⁴ News Corp Ltd	A	Div	J	T	Buy	6/25	J	A	
¹⁵ Nokia Corp	A	Div	J	T	Buy	2/24	J	A	
¹⁶ Pfizer Inc.	A	Div	J	T	Buy	2/4	J	A	
¹⁷ Pfizer Inc.	A	Div	J	T	Buy	9/4	J	A	

1. Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	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: J=\$15,000 or less (See Col. C1, D3)	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: Q=Appraisal (See Col. C2)	U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Marker	

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Name of Person Reporting

PAYNE, ROBERT E.

Date of Report

8/12/04

VII. Page 1 INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of 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			
	Amt. Code1 (A-H)	Type (e.g. div. rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g. buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income) ALL STOCKS COMMON					STOCKS HELD AS OF 12/31/03				
1 Progress Energy	NA	NA	J	T	Buy	2/4	J	A	
2 Progress Energy	NA	NA	J	T	Buy	2/13	J	A	
3 SBC Comm.	A	Div	J	T					
4 SBC Comm.	A	Div	J	T	Buy	10/16	J	A	
5 Safeway Inc.	NA	NA	J	T	Buy	2/18	J	A	
6 Safeway Inc.	NA	NA	J	T	Buy	12/19	J	A	
7 St. Paul Cos.	A	Div	J	T	Buy	2/6	J	A	
8 Schering Plough Corp	A	Div	J	T	Buy	2/5	J	NA	
9 Schering Plough Corp	A	Div	J	T	Buy	9/25	J	A	
10 Solelectron Corp.	NA	NA	J	T	Buy	2/27	J	A	
11 Total SA Spons ADR	A	Div	J	T	Buy	3/10	J	A	
12 Total SA Spons ADR	A	Div	J	T	Buy	3/11	J	A	
13 Total SA Spons ADR	A	Div	J	T	Buy	7/1	J	A	
14 Sun Microsystems	NA	NA	J	T	Buy	3/10	J	A	
15 Verizon Comm.	A	Div	J	T					
16 Verizon Comm.	A	Div	J	T					
17 Verizon Comm.	A	Div	J	T	Buy	10/13	J	A	

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	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: J=\$15,000 or less (See Col. C1, D3)	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: Q=Appraisal (See Col. C2)	U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

PAYNE, ROBERT E.

Date of Report

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VII. Page 1 INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of Instructions.)

A Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS HELD AS OF 12/31/03				
1 Washington Mutual	A	Div	J	T					
2 Washington Mutual	A	Div	J	T	Buy	9/25	J	A	
3 Wyeth	A	Div	J	T					
4 Wyeth	A	Div	J	T	Buy	2/21	J	A	
5 Wyeth	A	Div	J	T	Buy	3/10	J	A	
6 Wyeth	A	Div	J	T	Buy	6/25	J	NA	
7 Wyeth	A	Div	J	T	Buy	7/1	J	NA	
8 Wyeth	A	Div	J	T	Buy	10/17	J	NA	
9									
10									
11									
12									
13									
14									
15									
16									
17									

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

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PAYNE, ROBERT E.

8/12/04

VII. Page 1 INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of Instructions.)

A. Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS SOLD	IN 2003			
¹ American Elec. Pwr Co.	NA	NA	NA	NA	Sell	2/4	J	NA	
² American Express Co.	A	Div	J	T	Sell	2/7	J	NA	
³ American Express Co.	A	Div	J	T	Sell	2/7	J	A	
⁴ Automatic Data Proc.	NA	NA	NA	NA	Sell	2/3	J	NA	
⁵ Bristol Myers Squibb	NA	NA	NA	NA	Sell	2/4	J	NA	
⁶ Cigna Corp	NA	NA	NA	NA	Sell	2/5	J	NA	
⁷ Carnival Corp.	NA	NA	NA	NA	Sell	2/10	J	A	
⁸ Carnival Corp.	NA	NA	NA	NA	Sell	2/10	J	A	
⁹ Cendant Corp	NA	NA	NA	NA	Sell	2/4	J	NA	
¹⁰ Cendant Corp	NA	NA	NA	NA	Sell	2/4	J	NA	
¹¹ Elec. Data Sys Corp	NA	NA	NA	NA	Sell	2/6	J	NA	
¹² Elec. Data Sys Corp	NA	NA	NA	NA	Sell	2/6	J	NA	
¹³ Exxon Mobil Corp.	NA	NA	NA	NA	Sell	2/13	J	A	
¹⁴ Illinois Tool Wks Inc	NA	NA	NA	NA	Sell	2/5	J	A	
¹⁵ Kraft Foods Inc.	NA	NA	J	T	Sell	3/6	J	NA	
¹⁶ Kraft Foods Inc.	A	Div	J	T	Sell	7/15	J	NA	
¹⁷									

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	F=\$50,001-\$100,000	B=\$1,001-\$2,500 G=\$100,001-\$1,000,000	C=\$2,501-\$5,000 H=\$1,000,001-\$5,000,000	D=\$5,001-\$15,000 I=\$15,001-\$50,000	E=\$15,001-\$50,000
2	Value Codes: J=\$15,000 or less (See Col. C1, D3)	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: Q=Appraisal (See Col. C2)	U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

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PAYNE, ROBERT E.

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VII. Page 1 INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children. See pp. 34-57 of Instructions.)

A. Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
						SOLD			
1						2/4			
					Sell	2/4	J	A	
						2/3			
						2/10			
Corp.						12/19			
					Sell	2/4	J	A	
						3/19			
						3			
						3			
12 General Elec. Co.	NA	NA	NA	NA	Sell	3/13	J	NA	
13 Marsh & McLennan Cos	NA	NA	NA	NA	Sell	3/7	J	B	
14 Chubb Corp.	A	Div	NA	NA	Sell	4/23	J	NA	
15 Fed. Natl Mtge Assn	A	Div	NA	NA	Sell		J	NA	
Intl Bus. Mach.	A	Div	J	T	Sell	5/16	J	NA	
17 J.P. Morgan Chase	A	Div	J	T	Sell	5/16	J	NA	

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4) 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: J=\$15,000 or less (See Col. C1, D3) 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: Q=Appraisal (See Col. C2) U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

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A. Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amt. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date: Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON)					STOCKS SOLD IN 2003				
¹ Fed. Home Ln Mtge	A	Div	NA	NA	Sell	6/27	J	NA	
² Hartford Finl Svcs	A	Div	J	T	Sell	7/24	N	NA	
³ Merrill Lynch & Co	A	Div	J	T	Sell	7/24	J	NA	
⁴ Home Depot Inc.	A	Div	J	T	Sell	7/29	J	A	
⁵ News Corp	A	Div	NA	NA	Sell	8/13	J	A	
⁶ Federated Dept Stores	A	Div	J	T	Sell	9/25	J	A	
⁷ Motorola Inc.	A	Div	NA	NA	Sell	9/2	J	A	
⁸ Motorola Inc.	A	Div	NA	NA	Sell	9/12	J	A	
⁹ Target Corp.	NA	NA	NA	NA	Buy	2/11	J	NA	
¹⁰ Target Corp.	NA	NA	NA	NA	Buy	2/24	J	NA	
¹¹ Target Corp.	NA	NA	NA	NA	Sell	9/4	J	B	
¹² Home Depot Inc.	A	Div	J	T	Buy	2/3	J	NA	
¹³ Home Depot Inc.	A	Div	J	T	Sell	10/28	J	A	
¹⁴ Solectron	NA	NA	J	T	Buy	2/27	J	NA	
¹⁵ Solectron	NA	NA	J	T	Sell	10/6	J	A	
¹⁶ Alcoa Inc.	A	Div	J	T	Sell	11/11	J	NA	
¹⁷ Converse Tech. Inc.	A	Div	J	T	Sell	11/11	J	B	

1	Income/Gain Codes: A=\$1,000 or less (See Col. B1, D4)	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: J=\$15,000 or less (See Col. C1, D3)	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	P3=\$25,000,001-\$50,000,000
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A. Description of Assets (including trust assets) <i>Place "(X)" after each asset exempt from prior disclosure.</i>	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			
	Amr. Code1 (A-H)	Type (e.g., div., rent or int.)	Value Code2 (J-P)	Value Method Code3 (Q-W)	Type (e.g., buy, sell, merger, redemption)	(2) Date Month- Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
☐ NONE (No reportable income, ALL STOCKS COMMON					STOCKS SOLD	IN	2003		
¹ Federated Dept Stores	A	Div	J	T	Sell	11/21	J	A	
² Alcoa, Inc.	A	Div	J	T	Sell	12/11	J	A	
³ Goldman Sachs Gp	A	Div	J	T	Sell	12/11	J	A	
⁴ McDonalds Corp	A	Div	J	T	Sell	12/11	J	A	
⁵ Morgan Stanley	A	Div	J	T	Sell	12/11	J	A	
⁶									
⁷									
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¹⁰									
¹¹									
¹²									
¹³									
¹⁴									
¹⁵									
¹⁶									
¹⁷									

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 Col. B1, 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 Col. C1, 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 Col. C2) U=Book value V=Other W=Estimated

ATTACHMENT VII C

In 1987, while a member of McGuire, Woods, Battle & Boothe (the "Law Firm"), I, like all other equity partners then in the Law Firm, became a limited partner in Ninth & Cary Associates Limited Partnership ("NCA"), a Virginia limited partnership. NCA is a limited partner in One James Center Associates, a Virginia limited partnership that owns the office building in Richmond, Virginia known as "One James Center" and its associated parking deck.

I never had any participation in the management of NCA; and I have had no income percentage since I left the Law Firm in May 1992. I am entitled, however, to a share of the proceeds receivable by NCA from One James Center Associates upon the occurrence of certain transactions such as refinancing or sale of the real estate owned by One James Center Associates. My share (which in 2002 was 1.337%) is, in large part, determined by prior years' service at the Law Firm as an equity partner. That share is expected to decrease over time because of my withdrawal from the Law Firm. It is not possible to affix a value to this inchoate interest in NCA.

ATTACHMENT VII D

As reported in Section VII, Lines 8 and 9, my [REDACTED] and I each have an IRA with The American Funds, Mutual funds over which we have no say and the holdings of which we do not know.

RECEIVED
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FINANCIAL
DISCLOSURE OFFICE

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

PAYNE, ROBERT E.

Date of Report

8/12/04

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

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app., § 501 et. seq., 5 U.S.C. § 7353 and Judicial Conference regulations.

Signature _____

Date

August 13, 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