

FINANCIAL DISCLOSURE REPORT

FOR CALENDAR YEAR 2004

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) Henderson, Karen L.	2. Court or Organization US Circuit Court of Appeals	3. Date of Report 5/15/2005
4. Title (Article III Judges indicate active or senior status; magistrate judges indicate full- or part-time) Circuit Court Judge - Active	5. Report Type (check appropriate type) ☐ Nomination, Date ☐ Initial ☒ Annual ☐ Final	6. Reporting Period 1/1/2004 to 12/31/2004
7. Chambers or Office Address US Courthouse, Room 3118 333 Constitution Avenue, NW Washington, DC 20001	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. _____

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

☒ NONE - (No reportable agreements.)

DATE

PARTIES AND TERMS

1. _____

RECEIVED
 May 16 1 31 PM '05
 FINANCIAL
 DISCLOSURE OFFICE

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

Hendersori, Karen L

Date of Report

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

A. Filer's Non-Investment Income

☒ **NONE** - (No reportable non-investment income.)

DATE

SOURCE AND TYPE

GROSS INCOME

(yours, not spouse's)

1.

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.)

DATE

SOURCE AND TYPE

1.

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.

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

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

SOURCE

DESCRIPTION

VALUE

1.

VI. LIABILITIES. (Includes those of spouse and dependent children. See pp. 32-34 of instructions.)

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

CREDITOR

DESCRIPTION

VALUE CODE

1.

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Name of Person Reporting

Henderson, Karen L.

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II. 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. rev. 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 (If no reportable income, assets, or transactions)									
Wachovia Bank Account	A	Interest	J	T					
Suntrust Bank Accounts	A	Interest	M	T					
Allis Chalmers Energy Inc.: Common		None	J	W					See VIII
Citigroup Account Contains:									
**Municipal Money Market Fund Cl A	A	Dividend	J	T					
**AT&T Corp.: Common		None			Sell	10/26	J		
**Bell South Corp.: Common	A	Dividend	K	T					
**SBC Communications Inc.: Common	A	Dividend	J	T					
**Lucent Technologies, Inc.: Common		None	J	T					
**NCR Corp.: Common		None	J	T					
**Avaya Inc.: Common		None	J	T					
**Agere Systems Inc. Class A: Common		None	J	T					
**Agere Systems Inc. Class B: Common		None	J	T					
**International Business Machines: Common	A	Dividend	J	T					
IRA CD: Wachovia Bank	A	Interest	J	T					
IRA: Citigroup Contains:									
**AT&T Corp.: Common		None			Sell	10/26	J	B	
**Bell South Corp.: Common	A	Dividend	K	T					

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 B3)	N = \$250,000-\$500,000	P = \$500,001-\$1,000,000	P1 = \$1,000,001-\$5,000,000	P2 = \$5,000,001-\$25,000,000	
	P3 = More than \$25,000,000		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		

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Name of Person Reporting
Henderson, Karen L.Date of Report
5/15/2005

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 except for 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			
	Asset 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)
9. **SBC Communications Inc.: Common	B	Dividend	K	T					
10. **Citigroup Inc.: Common	B	Dividend	L	T					
11. **Lucent Technologies Inc.: Common		None	J	T					
12. **Intl Business Machines Corp.: Common	A	Dividend	K	T					
13. **NCR Corp.: Common		None	J	T					
14. **Avaya Inc.: Common		None	J	T					
15. **Citigroup Cash Accounts	A	Interest	K	T					
16. **Agere Systems Inc. Class A: Common		None	J	T					
17. **Agere Systems Inc. Class B: Common		None	J	T					
18. **Travelers Pty Cas Corp Class A: Common		None			Merger	4/02	J		See VIII
19. **Travelers Pty Cas Corp Class B: Common		None			Merger	4/02	J		See VIII
20. **St. Paul Travelers Co.: Common	A	Dividend	J	T	Merger	4/02	J		See VIII
21. Merrill Lynch Account Contains:									
22. **Federal Signal Corp.: Common	B	Dividend	L	T					
23. **Schlumberger Ltd: Common	B	Dividend	M	T					
24. **Electronic Data Sstems Corp.: Common	A	Dividend	J	T					
25. **Pickens Cnty SC School District Series A 5.05%	B	Interest			Redeemed	5/03	K		
26. **Greenwood County SC Hosp Rev Mbia 5.4%	A	Interest			Redeemed	3/10	J		

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	
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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 "(C)" 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. **South Carolina State Budget Cntl 4.95%	B	Interest	L	T					
38. **South Carolina State Budget Cntl 4.85%	B	Interest	L	T					
39. **Chester SC Met Dist Wtr Rev 4.7%	B	Interest	L	T					
40. **Spartanburg Co SC School District 5 5.3%	A	Interest	J	T					
41. **Horry County SC School District Series A 5.0%	B	Interest	K	T					
42. **Hilton Head Pub Svc Dist #1 SC 5.3%	B	Interest	K	T					
43. **Barnwell County SC School District No. 45 4.95%	A	Interest			Redeemed	02/02	K		
44. **Myrtle Beach SC Ctf's Partn Con Ctr 4.4%	C	Interest	M	T					
45. **Myrtle Beach SC Ctf's Partn Con Ctr 4.5%	B	Interest	L	T					
46. **Rock Hill SC Util Sys RV 4.4%	B	Interest	K	T					
47. **Piedmont Municipal Power Agency SC 5.25%	A	Interest	J	T					
48. **South Carolina Jobs EDA Hosp Facs Rev A Rf Ambac 5.1%	A	Interest	J	T					
49. **North Charleston SC Cop Imp-Coliseum RF OID 5.0%	B	Interest	L	T					
50. **Berkeley County SC SD Cop Sf Frp OID Ambac 6.3%	B	Interest			Redeemed	02/02	L		
51. **South Carolina St Hsg Fn Dev Auth Mtg Rv 5.5%	A	Interest	J	T	Redeemed	09/01	J		See VIII
52. **Piedmont Mun Pwr Agy Sc Elec Ser A Rfdg 5.0%	B	Interest			Redeemed	01/02	K		
53. **South Carolina SC St Hwy Ser A 4.3%	A	Interest			Redeemed	02/02	K		
54. **Columbia SC Wtrwks-Swr Sys Rev 5.0%	A	Interest			Redeemed	02/02	K		

1. Income Code:	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
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	(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)	If 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. **Lexington Cnty SC Sch Dist No. 4 6.5%	A	Interest			Redeemed	03/01	J		
56. **York County SC Sch Dist No. 03 Rock Hill A 5.0%	A	Interest			Redeemed	03/01	J		
57. **Spartanburg SC Pub Facs Renaissance Park Cop 3.5%	A	Interest			Redeemed	04/01	K		
58. **Clemson Univ SC Univ Revs Plant Impt Fee Rf 4.15%	A	Interest	K	T					
59. **Huntsville AL Health Care Authority MBIA 3.1%	A	Interest			Redeemed	06/01	K		
50. **Columbia SC Wtrwrks & Swr Sys RFDG OID 5.2	A	Interest	J	T					
51. **South Carolina St Cap Impt Rfdg Oid 2.0%	A	Interest	K	T					
52. **Easley SC Util Rev Comb FSA 3.0%	A	Interest	K	T					
53. **Horry County SC Sch Dist OID 5.6%	C	Interest	K	T					
54. **Orange Co FL Tourist Dev Tax Rev B OID 6.0%	C	Interest			Redeemed	10/01	K		
55. **New York State TWY Auth Gen Rev OID 6.0%	C	Interest	L	T					
56. **New York Urbn Dev Crp Rev Cap Sr 5 5.5%	C	Interest	L	T					
57. **South Carolina EFA Prvt NNPR RV OID 4.25%	A	Interest			Buy	01/09	L		
58.					Redeemed	03/01	L		
59. **Dade County FL Sch Brd Cop Ser A OID 5.75%	A	Interest			Redeemed	05/03	K		
70. **Halliburton Co.: Common	A	Dividend	K	T					
71. **Transocean Inc.: Common		None	K	T					
72. **Merrill Lynch Cash Accounts	C	Interest	N	T					

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	(1) Amount Code 1 (A-E)	(2) Type (e.g. div. cont. or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (a.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. **Delhaize Group Spons Adr: Common	A	Dividend	K	T					
74. **El Paso Corporation: Common	A	Dividend	J	T					
75. **Valhi Inc.: Common	A	Dividend	J	T					
76. **DirecTV Group Inc.: Common		None	J	T	Exchange	03/16	J		See VIII
77. **News Corp Ltd: Common	A	Dividend	J	T					
78. **CD: Doral Bank Catano 1.5%		None	L	T	Buy	1/05	L		
79. **CD: Farmers First Bank		None	L	T	Buy	1/05	L		
80. Merrill Lynch IRA Contains:									
81. **BellSouth: Common	A	Dividend	J	T					
82. **Lucent Technologies Inc.: Common		None	J	T					
83. **Avaya Inc.: Common		None	J	T					
84. **Agere Systems Inc. Class A: Common		None	J	T					
85. **Agere Systems Inc. Class B: Common		None	J	T					
86. **US Treasury Strips (May 15, 2004)	B	Interest			Redeemed	5/17	J		
87. **Merrill Lynch Cash Accounts	A	Dividend	J	T					
88. **CD: Athens First Bank	A	Interest	K	T					
89. **CD: E*Trade Bank 1.45%		None	L	T	Buy	01/06	L		
90. **CD: American National Bank	B	Interest	K	T					

1. Income/Gain Codes:	A = \$1,000 or less (See Columns B1 and D4)	B = \$1,001-\$2,500	C = \$2,501-\$5,000	D = \$5,001-\$15,000	E = \$15,001-\$50,000
2. Value Codes:	F = \$50,001-\$100,000 (See Columns C1 and D3)	G = \$100,001-\$1,000,000	H = \$1,000,001-\$5,000,000	I = \$5,000,001-\$10,000,000	J = More than \$10,000,000
3. Value Method Codes:	K = \$15,001-\$50,000 (See Column C2)	L = \$50,001-\$100,000	M = \$100,001-\$1,000,000	N = \$1,000,001-\$5,000,000	O = \$5,000,001-\$25,000,000
	P = \$25,000,001-\$50,000,000	Q = \$500,001-\$1,000,000	R = \$1,000,001-\$5,000,000	S = \$5,000,001-\$10,000,000	T = \$10,000,001-\$25,000,000
	U = \$25,000,001-\$50,000,000	V = \$500,001-\$1,000,000	W = \$1,000,001-\$5,000,000	X = \$5,000,001-\$10,000,000	Y = \$10,000,001-\$25,000,000
	Z = \$25,000,001-\$50,000,000	AA = \$500,001-\$1,000,000	AB = \$1,000,001-\$5,000,000	AC = \$5,000,001-\$10,000,000	AD = \$10,000,001-\$25,000,000
	AE = \$25,000,001-\$50,000,000	AF = \$500,001-\$1,000,000	AG = \$1,000,001-\$5,000,000	AH = \$5,000,001-\$10,000,000	AI = \$10,000,001-\$25,000,000
	AJ = \$25,000,001-\$50,000,000	AK = \$500,001-\$1,000,000	AL = \$1,000,001-\$5,000,000	AM = \$5,000,001-\$10,000,000	AN = \$10,000,001-\$25,000,000
	AO = \$25,000,001-\$50,000,000	AP = \$500,001-\$1,000,000	AQ = \$1,000,001-\$5,000,000	AR = \$5,000,001-\$10,000,000	AS = \$10,000,001-\$25,000,000
	AT = \$25,000,001-\$50,000,000	AU = \$500,001-\$1,000,000	AV = \$1,000,001-\$5,000,000	AW = \$5,000,001-\$10,000,000	AX = \$10,000,001-\$25,000,000
	AY = \$25,000,001-\$50,000,000	AZ = \$500,001-\$1,000,000	BA = \$1,000,001-\$5,000,000	BB = \$5,000,001-\$10,000,000	BC = \$10,000,001-\$25,000,000
	BD = \$25,000,001-\$50,000,000	BE = \$500,001-\$1,000,000	BF = \$1,000,001-\$5,000,000	BG = \$5,000,001-\$10,000,000	BH = \$10,000,001-\$25,000,000
	BI = \$25,000,001-\$50,000,000	BJ = \$500,001-\$1,000,000	BK = \$1,000,001-\$5,000,000	BL = \$5,000,001-\$10,000,000	BM = \$10,000,001-\$25,000,000
	BN = \$25,000,001-\$50,000,000	BO = \$500,001-\$1,000,000	BP = \$1,000,001-\$5,000,000	BQ = \$5,000,001-\$10,000,000	BR = \$10,000,001-\$25,000,000
	BS = \$25,000,001-\$50,000,000	BT = \$500,001-\$1,000,000	BU = \$1,000,001-\$5,000,000	BV = \$5,000,001-\$10,000,000	BW = \$10,000,001-\$25,000,000
	BX = \$25,000,001-\$50,000,000	BY = \$500,001-\$1,000,000	BZ = \$1,000,001-\$5,000,000	CA = \$5,000,001-\$10,000,000	CB = \$10,000,001-\$25,000,000
	CC = \$25,000,001-\$50,000,000	CD = \$500,001-\$1,000,000	CE = \$1,000,001-\$5,000,000	CF = \$5,000,001-\$10,000,000	CG = \$10,000,001-\$25,000,000
	CH = \$25,000,001-\$50,000,000	CI = \$500,001-\$1,000,000	CJ = \$1,000,001-\$5,000,000	CK = \$5,000,001-\$10,000,000	CL = \$10,000,001-\$25,000,000
	CM = \$25,000,001-\$50,000,000	CN = \$500,001-\$1,000,000	CO = \$1,000,001-\$5,000,000	CP = \$5,000,001-\$10,000,000	CQ = \$10,000,001-\$25,000,000
	CR = \$25,000,001-\$50,000,000	CS = \$500,001-\$1,000,000	CT = \$1,000,001-\$5,000,000	CU = \$5,000,001-\$10,000,000	CV = \$10,000,001-\$25,000,000
	CV = \$25,000,001-\$50,000,000	CW = \$500,001-\$1,000,000	CX = \$1,000,001-\$5,000,000	CY = \$5,000,001-\$10,000,000	CZ = \$10,000,001-\$25,000,000
	CA = \$25,000,001-\$50,000,000	CB = \$500,001-\$1,000,000	CC = \$1,000,001-\$5,000,000	CD = \$5,000,001-\$10,000,000	CE = \$10,000,001-\$25,000,000
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	CI = \$25,000,001-\$50,000,000	CJ = \$500,001-\$1,000,000	CK = \$1,000,001-\$5,000,000	CL = \$5,000,001-\$10,000,000	CM = \$10,000,001-\$25,000,000
	CJ = \$25,000,001-\$50,000,000	CK = \$500,001-\$1,000,000	CL = \$1,000,001-\$5,000,000	CM = \$5,000,001-\$10,000,000	CN = \$10,000,001-\$25,000,000
	CK = \$25,000,001-\$50,000,000	CL = \$500,001-\$1,000,000	CM = \$1,000,001-\$5,000,000	CN = \$5,000,001-\$10,000,000	CO = \$10,000,001-\$25,000,000
	CL = \$25,000,001-\$50,000,000	CM = \$500,001-\$1,000,000	CN = \$1,000,001-\$5,000,000	CO = \$5,000,001-\$10,000,000	CP = \$10,000,001-\$25,000,000
	CM = \$25,000,001-\$50,000,000	CN = \$500,001-\$1,000,000	CO = \$1,000,001-\$5,000,000	CP = \$5,000,001-\$10,000,000	CQ = \$10,000,001-\$25,000,000
	CN = \$25,000,001-\$50,000,000	CO = \$500,001-\$1,000,000	CP = \$1,000,001-\$5,000,000	CQ = \$5,000,001-\$10,000,000	CR = \$10,000,001-\$25,000,000
	CO = \$25,000,001-\$50,000,000	CP = \$500,001-\$1,000,000	CQ = \$1,000,001-\$5,000,000	CR = \$5,000,001-\$10,000,000	CS = \$10,000,001-\$25,000,000
	CP = \$25,000,001-\$50,000,000	CQ = \$500,001-\$1,000,000	CR = \$1,000,001-\$5,000,000	CS = \$5,000,001-\$10,000,000	CT = \$10,000,001-\$25,000,000
	CQ = \$25,000,001-\$50,000,000	CR = \$500,001-\$1,000,000	CS = \$1,000,001-\$5,000,000	CT = \$5,000,001-\$10,000,000	CU = \$10,000,001-\$25,000,000
	CR = \$25,000,001-\$50,000,000	CS = \$500,001-\$1,000,000	CT = \$1,000,001-\$5,000,000	CU = \$5,000,001-\$10,000,000	CV = \$10,000,001-\$25,000,000
	CS = \$25,000,001-\$50,000,000	CT = \$500,001-\$1,000,000	CU = \$1,000,001-\$5,000,000	CV = \$5,000,001-\$10,000,000	CW = \$10,000,001-\$25,000,000
	CT = \$25,000,001-\$50,000,000	CU = \$500,001-\$1,000,000	CV = \$1,000,001-\$5,000,000	CW = \$5,000,001-\$10,000,000	CX = \$10,000,001-\$25,000,000
	CU = \$25,000,001-\$50,000,000	CV = \$500,001-\$1,000,000	CW = \$1,000,001-\$5,000,000	CX = \$5,000,001-\$10,000,000	CY = \$10,000,001-\$25,000,000
	CV = \$25,000,001-\$50,000,000	CW = \$500,001-\$1,000,000	CX = \$1,000,001-\$5,000,000	CY = \$5,000,001-\$10,000,000	CZ = \$10,000,001-\$25,000,000
	CW = \$25,000,001-\$50,000,000	CX = \$500,001-\$1,000,000	CY = \$1,000,001-\$5,000,000	CZ = \$5,000,001-\$10,000,000	DA = \$10,000,001-\$25,000,000
	CX = \$25,000,001-\$50,000,000	CY = \$500,001-\$1,000,000	CZ = \$1,000,001-\$5,000,000	DA = \$5,000,001-\$10,000,000	DB = \$10,000,001-\$25,000,000
	CY = \$25,000,001-\$50,000,000	CZ = \$500,001-\$1,000,000	DA = \$1,000,001-\$5,000,000	DB = \$5,000,001-\$10,000,000	DC = \$10,000,001-\$25,000,000
	CZ = \$25,000,001-\$50,000,000	DA = \$500,001-\$1,000,000	DB = \$1,000,001-\$5,000,000	DC = \$5,000,001-\$10,000,000	DD = \$10,000,001-\$25,000,000
	DA = \$25,000,001-\$50,000,000	DB = \$500,001-\$1,000,000	DC = \$1,000,001-\$5,000,000	DD = \$5,000,001-\$10,000,000	DE = \$10,000,001-\$25,000,000
	DB = \$25,000,001-\$50,000,000	DC = \$500,001-\$1,000,000	DD = \$1,000,001-\$5,000,000	DE = \$5,000,001-\$10,000,000	DF = \$10,000,001-\$25,000,000
	DC = \$25,000,001-\$50,000,000	DD = \$500,001-\$1,000,000	DE = \$1,000,001-\$5,000,000	DF = \$5,000,001-\$10,000,000	DG = \$10,000,001-\$25,000,000
	DD = \$25,000,001-\$50,000,000	DE = \$500,001-\$1,000,000	DF = \$1,000,001-\$5,000,000	DG = \$5,000,001-\$10,000,000	DH = \$10,000,001-\$25,000,000
	DE = \$25,000,001-\$50,000,000	DF = \$500,001-\$1,000,000	DG = \$1,000,001-\$5,000,000	DH = \$5,000,001-\$10,000,000	DI = \$10,000,001-\$25,000,000
	DF = \$25,000,001-\$50,000,000	DG = \$500,001-\$1,000,000	DH = \$1,000,001-\$5,000,000	DI = \$5,000,001-\$10,000,000	DJ = \$10,000,001-\$25,000,000
	DG = \$25,000,001-\$50,000,000	DH = \$500,001-\$1,000,000	DI = \$1,000,001-\$5,000,000	DJ = \$5,000,001-\$10,000,000	DK = \$10,000,001-\$25,000,000
	DH = \$25,000,001-\$50,000,000	DI = \$500,001-\$1,000,000	DJ = \$1,000,001-\$5,000,000	DK = \$5,000,001-\$10,000,000	DL = \$10,000,001-\$25,000,000
	DI = \$25,000,001-\$50,000,000	DJ = \$500,001-\$1,000,000	DK = \$1,000,001-\$5,000,000	DL = \$5,000,001-\$10,000,000	DM = \$10,000,001-\$25,000,000
	DJ = \$25,000,001-\$50,000,000	DK = \$500,001-\$1,000,000	DL = \$1,000,001-\$5,000,000	DM = \$5,000,001-\$10,000,000	DN = \$10,000,001-\$25,000,000
	DK = \$25,000,001-\$50,000,000	DL = \$500,001-\$1,000,000	DM = \$1,000,001-\$5,000,000	DN = \$5,000,001-\$10,000,000	DO = \$10,000,001-\$25,000,000
	DL = \$25,000,001-\$50,000,000	DM = \$500,001-\$1,000,000	DN = \$1,000,001-\$5,000,000	DO = \$5,000,001-\$10,000,000	DP = \$10,000,001-\$25,000,000
	DM = \$25,000,001-\$50,000,000	DN = \$500,001-\$1,000,000	DO = \$1,000,001-\$5,000,000	DP = \$5,000,001-\$10,000,000	DQ = \$10,000,001-\$25,000,000
	DN = \$25,000,001-\$50,000,000	DO = \$500,001-\$1,000,000	DP = \$1,000,001-\$5,000,000	DQ = \$5,000,001-\$10,000,000	DR = \$10,000,001-\$25,000,000
	DO = \$25,000,001-\$50,000,000	DP = \$500,001-\$1,000,000	DQ = \$1,000,001-\$5,000,000	DR = \$5,000,001-\$10,000,000	DS = \$10,000,001-\$25,000,000
	DP = \$25,000,001-\$50,000,000	DQ = \$500,001-\$1,000,000	DR = \$1,000,001-\$5,000,000	DS = \$5,000,001-\$10,000,000	DT = \$10,000,001-\$25,000,000
	DQ = \$25,000,001-\$50,000,000	DR = \$500,001-\$1,000,000	DS = \$1,000,001-\$5,000,000	DT = \$5,000,001-\$10,000,000	DU = \$10,000,001-\$25,000,000
	DR = \$25,000,001-\$50,000,000	DS = \$500,001-\$1,000,000	DT = \$1,000,001-\$5,000,000	DU = \$5,000,001-\$10,000,000	DV = \$10,000,001-\$25,000,000
	DS = \$25,000,001-\$50,000,000	DT = \$500,001-\$1,000,000	DU = \$1,000,001-\$5,000,000	DV = \$5,000,001-\$10,000,000	DW = \$10,000,001-\$25,000,000
	DT = \$25,000,001-\$50,000,000	DU = \$500,001-\$1,000,000	DV = \$1,000,001-\$5,000,000	DW = \$5,000,001-\$10,000,000	DX = \$10,000,001-\$25,000,000
	DU = \$25,000,001-\$50,000,000	DV = \$500,001-\$1,000,000	DW = \$1,000,001-\$5,000,000	DX = \$5,000,001-\$10,000,000	DY = \$10,000,001-\$25,000,000
	DV = \$25,000,001-\$50,000,000	DX = \$500,001-\$1,000,000	DY = \$1,000,001-\$5,000,000	DX = \$5,000,001-\$10,000,000	DZ = \$10,000,001-\$25,000,000
	DX = \$25,000,001-\$50,000,000	DY = \$500,001-\$1,000,000	DZ = \$1,000,001-\$5,000,000	DZ = \$5,000,001-\$10,000,000	EA = \$10,000,001-\$25,000,000
	DY = \$25,000,001-\$50,000,000	DZ = \$500,001-\$1,000,000	EA = \$1,000,001-\$5,000,000	EA = \$5,000,001-\$10,000,000	EB = \$10,000,001-\$25,000,000
	DZ = \$25,000,001-\$50,000,000	EA = \$500,001-\$1,000,000	EB = \$1,000,001-\$5,000,000	EB = \$5,000,001-\$10,000,000	EC = \$10,000,001-\$25,000,000
	EA = \$25,000,001-\$50,000,000	EB = \$500,001-\$1,000,000	EC = \$1,000,001-\$5,000,000	EC = \$5,000,001-\$10,000,000	ED = \$10,000,001-\$25,000,000
	EB = \$25,000,001-\$50,000,000	EC = \$5			

FINANCIAL DISCLOSURE REPORT

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Name of Person Reporting
Henderson, Karen L.

Date of Report
5/15/2005

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. (none 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 (-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, exchange, 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)
01. Wachovia Rollover IRA Contains:									
02. **Evergreen Prime Cash Fund	D	Interest	O	T					
03. **Fed Home Ln Bank Bds 3.625% Due 10/15/2004	C	Interest			Matured	10/15	L		
04. **Federal Home Ln Mtg Corp Bd 3.25% 11/15/2004	C	Interest			Matured	11/15	L		
05. The Black & Decker Corp.: Common	A	Dividend	K	T					
06. Bank America Corp.: Common	E	Dividend	O	T					
07. The Boeing Co.: Common	C	Dividend	M	T					
08. Campbell Soup Co.: Common	C	Dividend	M	T					
09. Colgate-Palmolive Co.: Common	D	Dividend	N	T					
00. Genereal Electric Co.: Common	E	Dividend	P1	T					
01. Delphi Automotive: Common	A	Dividend	J	T					
02. General Motors Corp.: Common	C	Dividend	L	T					
03. The Goodyear Tire & Rubber Co.: Common		None	K	T					
04. IBM Corp.: Common	B	Dividend	M	T					
05. Exxon-Mobil Corp.: Common	D	Dividend	N	T					
06. El Paso Energy: Common	A	Dividend	K	T					
07. Pfizer Co.: Common	D	Dividend	N	T					
08. Solutia Inc.: Common		None	J	T					

1. Income/Gain Codes: (See Columns B1 and B4)	A = \$1,000 or less F = \$50,001-\$100,000	B = \$1,001-\$2,500 G = \$100,001-\$1,000,000	C = \$2,501-\$5,000 H1 = \$1,000,001-\$5,000,000	D = \$5,001-\$15,000 H2 = More than \$5,000,000	E = \$15,001-\$50,000
2. Value Codes: (See Columns C1 and C3)	J = \$15,000 or less N = \$250,000-\$500,000 P3 = \$250,000,001-\$50,000,000	K = \$15,001-\$50,000 ● = \$500,001-\$1,000,000	L = \$50,001-\$100,000 P1 = \$1,000,001-\$5,000,000 P4 = \$5,000,001-\$50,000,000	M = \$100,001-\$500,000 P2 = \$5,000,001-\$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Rev. Est. Excl. Only) V = Other	S = Assessment W = Estimated	T = Cash/Market	

FINANCIAL DISCLOSURE REPORT

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Name of Person Reporting

Henderson, Karen L.

Date of Report

5/15/2005

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 I (A-H)	Type (e.g., d.v., 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)
109. Marathon Group: Common	B	Dividend	L	T					
110. Seibels Bruce: Common		None	J	T					See VIII
111. Morgan Stanley: Common	A	Dividend	K	T					
112. Sears Co.: Common	A	Dividend	K	T					
113. Monsanto: Common	A	Dividend	L	T					
114. Raytheon Co.: Common	A	Dividend	J	T					
115. Texaco Inc.: Common	C	Dividend	L	T					
116. The Allstate Group: Common	A	Dividend	J	T					
117. Weyerhaeuser Co.: Common	B	Dividend	M	T					
118. US Steel Group: Common	A	Dividend	J	T					
119. Springtree Associates Partnership: 1% Interest	B	Rent	J	W					
120. Wachovia Bank Accounts:	B	Interest	M	T					
121. CD: Bank of America	A	Interest	L	T					
122. CD: Carolina First	B	Interest	M	T					
123. CD: NBSC	A	Interest	M	T					
124. Minnesota Mutual Life Insurance Policy	B	Dividend	L	T					
125. John Hancock Life Insurance Policy	A	Dividend	J	T					
126. Merrill Lynch SEP Contains:									

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 D1)	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

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Name of Person Reporting

Henderson, Karen L.

Date of Report

5/15/2005

VII. INVESTMENTS and TRUSTS — income, value, transactions (includes those of the spouse and dependent children. See pp. 34-37 of filing instructions.)

A. Description of Assets (including trust assets) Place "(C)" 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 lot.)	(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. **US Treasury Note 7.25% Due 05/15/2004	B	Interest			Redeemed	05/17	J		
128. **US Treasury Note 7.25% Due 8/15/2004	A	Interest			Redeemed	8/16	K		
129. **CD: MBNA America Bank	A	Interest			Redeemed	03/31	K		
130. **CD: Merrill Lynch Bank USA	A	Interest			Redeemed	06/16	K		
131. **CD: First USA Bank	B	Interest	K	T					
132. **CD: MBNA America Bank	B	Interest	L	T					
133. **CD: Cole Taylor Bank	B	Interest			Redeemed	01/29	L		
134. **CD: E-Trade Bank		None	K	T	Buy	1/06	K		
135. **Merrill Lynch SEP Cash Accounts	A	Dividend	M	T					
136. Wachovia Bank Trust Contains:									
137. **Valiant Tax-Exempt Money Market Fund	A	Interest	J	T					
138. **Evergreen SC Municipal Bond Fund Class 1	D	Dividend	M	T					
139. **Evergreen Large Cap Equity Fund Class 1	B	Dividend	L	T					
140. Wachovia Brokerage Account Contains:									
141. **US Treasury Bill Due 08/12/04	C	Interest			Buy	02/09	O		
142.					Redeemed	08/12	O		
143. **US Treasury Bill Due 01/06/05		None	O	T	Buy	07/09	O		
144. **US Treasury Bill Due 02/12/04	C	Interest			Redeemed	02/12	O		

1. Income/Gain Codes:	A = \$1,000 or less (See Columns B1 and D4)	B = \$1,001-\$2,500	C = \$2,501-\$5,000	D = \$5,001-\$15,000	E = \$15,001-\$50,000
2. Value Codes:	F = \$50,001-\$100,000 (See Columns C1 and D5)	G = \$100,001-\$1,000,000	H1 = \$1,000,001-\$5,000,000	H2 = More than \$5,000,000	
3. Value Method Codes	J = \$15,000 or less (See Column C1 and D5)	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 = More than \$50,000,000		
	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash/Market	
	U = Book Value	V = Other	W = Estimated		

FINANCIAL DISCLOSURE REPORT

Page 9 of 9

Name of Person Reporting
Henderson, Karen L

Date of Report
5/15/2005

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)
145. **US Treasury Bill Due 02/17/05		None	O	T	Buy	08/16	O		
146. **US Treasury Bill Due 07/08/04	D	Interest			Buy	01/06	O		
147.					Redeemed	07/08	O		
148. **Lehman Brothers Bank CD: 02/27/2004	A	Interest			Redeemed	02/27	K		
149. **SI Bank & Trust CD Staten Island NY 08/15/2005	A	Interest	L	T					
150. IRA: Citigroup Contains:									
151. **Citigroup Cash Account	A	Interest	J	T					
152. **Lucent Technologies Inc.: Common		None	J	T					
153. **Avaya Inc.: Common		None	J	T					
154. **Citigroup Inc.: Common	A	Dividend	J	T					
155. **Agere Systems Inc. Class B: Common		None	J	T					
156. **Travelers Ppty Cas Corp -Class A: Common		None			Merger	04/02	J		See VIII
157. **Travelers Ppty Cas Corp-Class B: Common		None			Merger	04/02	J		See VIII
158. **St. Paul Travelers Co.: Common	A	Dividend	J	T	Merger	04/02	J		See VIII

1. Income/Code Codes: (See Columns B4 and D4)	A = \$1,000 or less F = \$50,001-\$100,000	B = \$1,001-\$2,500 G = \$100,001-\$1,000,000	C = \$2,501-\$5,000 H1 = \$1,000,001-\$5,000,000	D = \$5,001-\$15,000 H2 = More than \$5,000,000	E = \$15,001-\$50,000
2. Value Codes: (See Columns C1 and D3)	J = \$15,000 or less N = \$250,000-\$500,000 P3 = \$25,000,001-\$50,000,000	K = \$15,001-\$50,000 O = \$500,001-\$1,000,000	L = \$50,001-\$100,000 P1 = \$1,000,001-\$5,000,000 P4 = More than \$5,000,000	M = \$100,001-\$250,000 P2 = \$5,000,001-\$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Retail Sale Only) V = Other	S = Assessed W = Estimated	T = Cash/Market	

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

Henderson, Karen L.

Date of Report

5/15/2005

VIII. ADDITIONAL INFORMATION OR EXPLANATIONS

(Indicate part of Report.)

Page 1, Line 3: During 2004, Allis Chalmers Corporation became known as Allis Chalmers Energy Inc.

Page 2, Line 28, 29 & 30: St. Paul Companies and Travelers Property Casualty Corporation A and B merged on April 2, 2004. The new company will be known as St. Paul Travelers.

Page 3, Line 51: The original bond reported in the Merrill Lynch account was South Carolina St Hsg Fn Dev Auth Mtg May 1996 5.5%. This bond had a basis of \$10,000. This bond is actually two separate bonds and was incorrectly reported by Merrill Lynch as two separate bonds. On September 9, 2004 the SC State HFD 5.5% bond was redeemed. The South Carolina State Housing Fn Dev Authority bond remains in the Merrill Lynch Account.

Page 5, Line 76 & 77: Effective 3/16/2004, Hughes Electronics Corporation changed its name to DirecTV Group, Inc.

Page 7, Line 111: The Seibels Bruce stock was removed from the financial statement disclosure report because all the stock was thought to have sold in a prior year. During 2004, it was discovered that a portion of the investment was still owned. Therefore, it is being reported on this financial disclosure report.

Page 9, Line 157, 158 & 159: St. Paul Companies and Travelers Property Casualty Corporation A and B shares were merged on April 7, 2004. The new company will be known as St. Paul Travelers.

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

Hendersen, Karen L.

Date of Report

5/15/2005

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 5/10/05

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