

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2005

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

1. Person Reporting (last name, first, middle initial) Henderson, Karen L	2. Court or Organization US Circuit Court of Appeals	3. Date of Report 05/15/2006
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) Circuit Court Judge - Active	5a. Report Type (check appropriate type) ☐ Nomination, ☐ Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2005 to 12/31/2005
7. Chambers or Office Address 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 instructions.)

☒ NONE (No reportable positions.)

	<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1.		
2.		
3.		
4.		
5.		

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

☒ NONE (No reportable agreements.)

	<u>DATE</u>	<u>PARTIES AND TERMS</u>
1.		
2.		
3.		

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III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of instructions.)***A. Filer's Non-Investment Income**☒ NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> (yours, not spouse's)
1.		
2.		
3.		
4.		
5.		

B. Spouse's Non-Investment Income - *If you were married during any portion of the reporting year, complete this section.**(Dollar amount not required except for honoraria.)*☒ NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>
1.	
2.	
3.	
4.	
5.	

IV. REIMBURSEMENTS -- *transportation, lodging, food, entertainment.**(Includes those to spouse and dependent children. See pp. 25-27 of instructions.)*☒ NONE *(No reportable reimbursements.)*

<u>SOURCE</u>	<u>DESCRIPTION</u>
1.	
2.	
3.	
4.	
5.	

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

<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>VALUE</u>
1.		
2.		
3.		
4.		
5.		

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

<u>CREDITOR</u>	<u>DESCRIPTION</u>	<u>VALUE CODE</u>
1.		
2.		
3.		
4.		
5.		

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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)

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g. div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. Wachovia Bank Account	A	Interest	J	T					
2. Suntrust Bank Accounts	A	Interest	L	T					
3. Allis Chalmers Energy Inc.: Common		None	J	W					
4. Citigroup Account Contains:									
5. **Municipal Money Market Fund Cl A	A	Dividend	J	T					
6. **Bell South Corp.: Common	A	Dividend	K	T					
7. **AT&T Inc.		None	J	T	Merger	11/18	J		See VIII
8. **SBC Communications Inc.: Common	A	Dividend			Merger	11/18	J		See VIII
9. **Lucent Technologies, Inc.: Common		None	J	T					
10. **NCR Corp: Common		None	J	T					
11. **Avaya Inc.: Common		None	J	T					
12. **Agere Systems Inc.		None	J	T	Merger	05/27	J		See VIII
13. **Agere Systems Inc. Class A: Common		None			Sell	05/27	J		
14. **Agere Systems Inc. Class B: Common		None			Merger	05/27	J		See VIII
15. **International Business Machines: Common	A	Dividend	J	T					
16. IRA CD: Wachovia Bank	A	Interest	J	T					
17. IRA: Citigroup Contains:									

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

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						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
18. **Bell South Corp.: Common	A	Dividend	K	T					
19. **AT&T Inc.: Common		None	K	T	Merger	11/18	K		See VIII
20. **SBC Communications Inc.: Common	B	Dividend			Merger	11/18	K		See VIII
21. **Citigroup Inc.: Common	B	Dividend	L	T					
22. **Lucent Technologies Inc.: Common		None	J	T					
23. **Intl Business Machines Corp.: Common	A	Dividend	K	T					
24. **NCR Corp.: Common		None	J	T					
25. **Avaya Inc.: Common		None	J	T					
26. **Citigroup Cash Accounts	B	Interest	K	T					
27. **Agere Systems Inc.		None	J	T	Merger	05/27	J		See VIII
28. **Agere Systems Inc. Class A: Common		None			Sell	05/27	J		
29. **Agere Systems Inc. Class B: Common		None			Merger	05/27	J		See VIII
30. **St. Paul Travelers Co.: Common	A	Dividend	J	T					
31. Merrill Lynch Account Contains:									
32. **Federal Signal Corp.: Common	B	Dividend	L	T					
33. **Schlumberger Ltd: Common	B	Dividend	M	T					
34. **Electronic Data Systems Corp.: Common	A	Dividend	J	T					

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

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

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						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
35. **South Carolina State Budget Cntl 4.95%	B	Interest	L	T					
36. **South Carolina State Budget Cntl 4.85%	B	Interest			Redeemed	02/01	K		
37. **Chester SC Met Dist Wtr Rev 4.7%	B	Interest	L	T					
38. **Spartanburg Co SC School District 5 5.3%	A	Interest			Redeemed	07/01	J		
39. **Horry County SC School District Series A 5.0%	A	Interest			Redeemed	03/01	K		
40. **Hilton Head Pub Svc Dist #1 SC 5.3%	B	Interest			Redeemed	08/01	K		
41. **Myrtle Beach SC Ctf's Partn Con Ctr 4.4%	C	Interest			Redeemed	07/01	L		
42. **Myrtle Beach SC Ctf's Partn Con Ctr 4.5%	B	Interest	L	T					
43. **Rock Hill SC Util Sys RV 4.4%	B	Interest	K	T					
44. **Piedmont Municipal Power Agency SC 5.25%	A	Interest	J	T					
45. **South Carolina Jobs EDA Hosp Facs Rev A Rf Ambac 5.1%	A	Interest			Redeemed	08/01	J		
46. **North Charleston SC Cop Imp-Coliseum RF OID 5.0%	B	Interest	L	T					
47. **Covina-Valley CA Uni Sch DT Election 3.0%	A	Interest	L	T	Buy	08/25	L		
48. **SC Transn Infrastr Rev 5.0%	A	Interest	K	T	Buy	08/15	K		
49. **Marlboro Cnty SC SD Rf Sch 2.9%		None	M	T	Buy	11/29	M		
50. **Lexington Cnty SC SD #001 3.0%	A	Interest	J	T	Buy	08/04	J		
51. **Spartanburg SC Pub Facs Corp 4.0%	A	Interest	K	T	Buy	08/02	K		

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2. Value Codes (See Columns C1 and D3)	J = \$15,001 or less N = \$250,001 - \$500,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
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52. **South Carolina St Hwy 4.6%	A	Interest	K	T	Buy	08/02	K		
53. **Easley SC Util Rev Comb 4.0%	A	Interest	K	T	Buy	08/25	K		
54. **Laurens Co SC Wtsvc WDSR 3.0%		None	J	T	Buy	09/09	K		
55. **Berkeley Cnty SC Sch Dist. 5.75%		None	K	T	Buy	08/02	K		
56. **Clemson Univ SC Unv Revs Plant Impt Fee Rf 4.15%	A	Interest			Redeemed	05/02	K		
57. **SC Transn Infrastr Rev 5.0%		None	M	T	Buy	10/11	M		
58. **Columbia SC Wtrwrks & Swr RFDG OID 5.2%	A	Interest			Redeemed	02/01	J		
59. **South Carolina St cap Impt Rfdg OID 5.2%	A	Interest			Redeemed	03/01	K		
60. **Easley SC Util Rev Comb FSA 3.0%	A	Interest	J	T					
61. **Horry County SC Sch Dist OID 5.6%	B	Interest			Redeemed	01/03	K		
62. **SC Jobs-EDA Hsp Fcs 5.0%	A	Interest	K	T	Buy	08/12	K		
63. **New York State TWY Auth Gen Rev OID 6.0%	B	Interest			Redeemed	01/03	L		
64. **New York Urbn Dev Crp Rev Cap Sr 5.5%	B	Interest			Redeemed	01/03	L		
65. **Berkeley Co SC Sch Dist 4.7%		None	K	T	Buy	08/09	K		
66. **Beaufort Cnty SC OID 2.875%		None	L	T	Buy	08/08	L		
67. **South Carolina St Hwy 5.0%		None	L	T	Buy	07/29	L		
68. **South Carolina St Hwy 5.0%		None	L	T	Buy	08/02	L		

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

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69. **North Charleston SC CTS 5.125%	A	Interest	K	T	Buy	08/25	K		
70. **South Carolina Transn Infra Ser 5.1%	A	Interest	L	T	Buy	08/25	L		
71. **Halliburton Co.: Common	A	Dividend	K	T					
72. **Transocean Inc.: Common		None	L	T	Buy	07/29	L		
73. **Merrill Lynch Cash Accounts	E	Interest	M	T					
74. **Delhaize Group Spons ADR: Common	A	Dividend	J	T					
75. **El Paso Corporation: Common	A	Dividend	K	T					
76. **Valhi Inc.: Common	A	Dividend	J	T					
77. **DirecTV Group Inc.: Common		None	J	T					
78. **News Corp Ltd: Common	A	Dividend	J	T					
79. **CD: Doral Bank Catano 1.5%	B	Interest			Redeemed	01/21	L		
80. **CD: Farmers First Bank	A	Interest			Redeemed	01/14	L		
81. South Carolina St Hsg Dev 5.5%	A	Interest			Redeemed	07/01	J		
82. Merrill Lynch IRA Contains:									
83. **BellSouth: Common	A	Dividend	J	T					
84. **Lucent Technologies Inc.: Common		None	J	T					
85. **Avaya Inc.: Common		None	J	T					

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86. **Agere Systems Inc.: Common		None	J	T	Merger	05/27	J		See VIII
87. **Agere Systems Inc. Class A: Common		None			Merger	05/27	J		See VIII
88. **Agere Systems Inc. Class B: Common		None			Merger	05/27	J		See VIII
89. **Merrill Lynch Cash Accounts	C	Dividend	M	T					
90. **CD: Athens First Bank	A	Interest			Sold	06/27	K		
91. **CD: E*Trade Bank 1.45%	B	Interest			Sold	01/14	L		
92. **CD: American National Bank	A	Interest			Sold	06/07	K		
93. Wachovia Rollover IRA Contains:									
94. **Evergreen Prime Cash Fund	E	Interest	O	T					
95. The Black & Decker Corp.: Common	A	Dividend	K	T					
96. Bank America Corp.: Common	E	Dividend	O	T					
97. The Boeing Co.: Common	C	Dividend	N	T					
98. Campbell Soup Co.: Common	C	Dividend	M	T					
99. Colgate-Palmolive Co.: Common	D	Dividend	N	T					
100. Genereal Electric Co.: Common	E	Dividend	P1	T					
101. Delphi Automotive: Common	A	Dividend	J	T					
102. General Motors Corp.: Common	C	Dividend	K	T					

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103. The Goodyear Tire & Rubber Co.: Common		None	K	T					
104. IBM Corp.: Common	B	Dividend	M	T					
105. Exxon-Mobil Corp.: Common	D	Dividend	N	T					
106. El Paso Energy: Common	A	Dividend	L	T					
107. Pfizer Co.: Common	D	Dividend	N	T					
108. Solutia Inc.: Common		None	J	T					
109. Marathon Group: Common	B	Dividend	M	T					
110. Seibels Bruce: Common		None			Sold	03/01	J	A	
111. Morgan Stanley: Common	A	Dividend	K	T					
112. Sears, Inc.: Common		None			Merger	03/24			See VIII
113. Sears Holdings Corporation: Common	A	Dividend	K	T	Merger	03/24			See VIII
114. Monsanto: Common	A	Dividend	M	T					
115. Raytheon Co.: Common	A	Dividend	J	T					
116. Chevron Corporation: Common	C	Dividend	M	T					See VIII
117. The Allstate Group: Common	A	Dividend	K	T					
118. Weyerhaeuser Co.: Common	C	Dividend	L	T					
119. US Steel Group: Common	A	Dividend	J	T					

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 Q = Appraisal U = Book Value	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 R = Cost (Real Estate Only) V = Other	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 S = Assessment W = Estimated	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 T = Cash Market	E = \$15,001 - \$50,000
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VII. INVESTMENTS and TRUSTS -- income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 of filing instructions)



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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g. div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
120. Springtree Associates Partnership: 1% Interest	B	Rent	J	W					
121. Wachovia Bank Accounts:	D	Interest	M	T					
122. CD: Bank of America	B	Interest	L	T					
123. CD: Carolina First	B	Interest	M	T					
124. CD: NBSC	B	Interest	M	T					
125. Minnesota Mutual Life Insurance Policy	B	Dividend	L	T					
126. John Hancock Life Insurance Policy	A	Dividend	J	T					
127. Merrill Lynch SEP Contains:									
128. **CD: First USA Bank	B	Interest			Redeemed	06/07	K		
129. **CD: MBNA America Bank	A	Interest			Redeemed	01/31	L		
130. **CD: E-Trade Bank	A	Interest			Redeemed	01/14	K		
131. **Merrill Lynch SEP Cash Accounts	C	Dividend	M	T					
132. **Chevron Corp: Common	B	Dividend	L	T	Buy	07/29	M		
133. Wachovia Bank Trust Contains:									
134. **Valiant Tax-Exempt Money Market Fund	A	Interest	J	T					
135. **Evergreen SC Municipal Bond Fund Class I	D	Dividend	M	T					
136. **Evergreen Large Cap Equity Fund Class I	B	Dividend	L	T					

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

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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)

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g. div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
137. Wachovia Brokerage Account Contains:									
138. **US Treasury Bill Due 07/21/2005	D	Interest			Buy	01/18	O		
139.					Redeemed	07/21	O		
140. **US Treasury Bill Due 01/06/05	D	Interest			Redeemed	01/06	O		
141. **US Treasury Bill Due 02/02/2006		None	O	T	Buy	08/01	O		
142. **US Treasury Bill Due 02/17/05	D	Interest			Redeemed	02/17	O		
143. **US Treasury Bill Due 08/08/2005	D	Interest			Buy	03/07	O		
144.					Redeemed	08/18	O		
145. **US Treasury Bill Due 02/23/2006		None	O	T	Buy	08/22	O		
146. **SI Bank & Trust CD Staten Island NY 08/15/2005	B	Interest			Redeemed	08/15	L		
147. IRA: Citigroup Contains:									
148. **Citigroup Cash Account	A	Interest	J	T					
149. **Lucent Technologies Inc.: Common		None	J	T					
150. **Avaya Inc.: Common		None	J	T					
151. **Agere Systems Inc.: Common		None	J	T	Merger	05/27	J		See VIII
152. **Agere Systems Inc. Class B: Common		None			Merger	05/27	J		See VIII
153. **Citigroup Inc.: Common	A	Dividend	J	T					

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

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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)

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g. div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
154. **St. Paul Travelers Co.: Common	A	Dividend	J	T					

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

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

Page 4, Line 7 & 8: SBC Communications & AT&T Inc. merged on November 18, 2005. The new company will be known as AT&T Inc.

Page 4, Line 12 & 14: On May 27, 2005, Agere Systems Inc. reclassified the Class A common stock and Class B common stock into a new, single class of common stock and effected a 1-for-10 reverse stock split.

Page 5, Line 19 & 20: SBC Communications and AT&T Inc. merged on November 18, 2005. The new company will be known as AT&T Inc.

Page 5, Line 27 & 29: On May 27, 2005, Agere Systems Inc. reclassified the Class A common stock and Class B common stock into a new, single class of common stock and effected a 1-for-10 reverse stock split.

Page 9, Line 86, 87 & 88: On May 27, 2005, Agere Systems Inc. reclassified the Class A common stock and Class B common stock into a new, single class of common stock and effected a 1-for-10 reverse stock split.

Page 10, Line 112 & 113: The merger of Kmart and Sears as Sears Holdings Corporation closed on March 24, 2004.

Page 10, Line 116: The merger of Chevron and Texaco occurred on October 9, 2001. After this merger, the company's name was ChevronTexaco Corporation. As of May 9, 2005, the company changed its name to Chevron Corporation. On September 10, 2004 there was a 2-for-1 stock split of the ChevronTexaco stock. This was inadvertently not reported on the 2004 Financial Disclosure Report.

Page 12, Line 151 & 152: On May 27, 2005, Agere Systems Inc. reclassified the Class A common stock and Class B common stock into a new, single class of common stock and effected a 1-for-10 reverse stock split.

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Henderson, Karen L

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IX. CERTIFICATION.

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

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

Sign 

Date

5/15/06

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