

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2011

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) Atlas, Nancy F.	2. Court or Organization U.S.D.C. - S.D. Tx.	3. Date of Report 08/09/2012
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. District Judge, Active	5a. Report Type (check appropriate type) ☐ Nomination ☐ Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2011 to 12/31/2011
7. Chambers or Office Address United States District Court 515 Rusk Street, Room 9015 Houston, TX 77002		
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. Insert signature on last page.		

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

☐ NONE (No reportable positions.)

<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1. Associate Member	VICTORY (Houston American Cancer Society)
2. Co-Trustee	Trust 1
3. Co-Trustee	Trust 2
4. Co-Trustee	Trust 3
5. Co-Trustee	Trust 4
6. Co-Trustee	Trust 5
7. Task Force Co-Chair	American Bar Association Section of Litigation

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

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.	

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

<u>SOURCE</u>	<u>DATES</u>	<u>LOCATION</u>	<u>PURPOSE</u>	<u>ITEMS PAID OR PROVIDED</u>
1. American Bar Association, Section of Litigation	01/13-01/15/11	Vail, CO	Winter Leadership Meeting	transportation, lodging, and meals
2. New York University	03/31-04/01/11	New York, NY	Admitted Students Program	transportation, lodging, meals
3. American Bar Association, SOL	09/22-09/24/2011	Philadelphia, PA	Fall Leadership Meeting	transportation, lodging
4. University of Texas	09/26/2011	Austin, TX	Society Program	transportation
5. American Bar Association, SOL	10/13-10/14/11	New York, NY	Class Action Institute Meeting	transportation, lodging

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V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*☐NONE *(No reportable gifts.)*

<u>SOURCE</u>		<u>DESCRIPTION</u>	<u>VALUE</u>
1.	(Section V Note 1)	See Section VIII	\$0.0
2.			
3.			
4.			
5.			

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing 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 spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. Aberdeen Chile Fund (CH)	A	Dividend			Buy	02/08/11	J		
2.					Sold	06/30/11	J	A	
3. ██████████ LLC									
4. -BBVA Compass Bank, Houston, TX		None	J	T	Open	10/14/11	J		
5. American Public Education Inc.		None	J	T	Buy	01/13/11	J		
6. Ancestry.com Inc (ACOM)		None			Buy	02/27/11	K		
7.					Buy (add'l)	02/18/11	J		
8.					Sold (part)	05/05/11	J	A	
9.					Sold	05/20/11	K	C	
10. AXA Equitable Universal Life Insurance		None	L	T					
11. BAIDU Inc. ADR (BIDU)		None	K	T	Buy	12/23/11	K		
12. BBVA Compass Bank, Houston, TX	A	Interest	M	T					
13. Berkshire Hathaway Inc. Del CL B (BRK.B)		None	L	T	Buy	02/07/11	L		
14. Blind Squirrel Partners LLC	A	Royalty	L	U	Buy	05/25/11	K		
15.					Buy (add'l)	11/08/11	K		
16. Cisco Systems Inc. (CSCO)	A	Dividend	L	T	Buy	02/07/11	K		
17.					Buy (add'l)	02/10/11	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$250,000.001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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18.					Buy (add'l)	06/17/11	J		
19.					Buy (add'l)	06/22/11	J		
20. Dawson Geophysical Co. (DWSN)		None			Buy	02/07/11	K		
21.					Sold (part)	02/25/11	J	B	
22.					Buy	05/17/11	J		
23.					Sold	12/20/11	K	A	
24. Diamond Castle Partner IV, L.P. (FN 1)	D	Int./Div.	M	U					
25. Diamond Castle Partner IV, Offshore Fund, L.P.		None	J	U					
26. Dreyfus 100% U.S. Treasury Money Market Fund	A	Interest			Closed	05/13/11	M		
27. Dreyfus Appreciation Fund (FN 8)	A	Dividend	K	T					
28. Enterprise Products Partners LP (EPD)	A	Dividend	L	T	Buy	02/07/11	K		
29.					Buy (add'l)	02/08/11	K		
30.					Buy (add'l)	02/25/11	J		
31.					Buy (add'l)	06/22/11	J		
32. Exxon Mobil Corp. (XOM)	A	Dividend	K	T	Buy	02/07/11	K		
33. Google Inc. CL A (GOOG)		None	K	T	Buy	02/07/11	K		
34. IRA: Baker Hughes Inc. (BHI)	A	Dividend	K	T	Buy	10/27/11	L		

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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 \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
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35. IRA: Baker Hughes Inc. (BHI) Option					Sold	10/27/11	J		
36. IRA: Berkshire Hathaway Inc. (BAM)		None	M	T	Buy	05/06/11	M		
37.					Buy (add'l)	05/09/11	L		
38. IRA: Berkshire Hathaway Inc. (BAM) Option					Sold	10/27/11	J		
39. IRA: Brookfield Asset Management Inc. (BAM)	A	Dividend	L	T	Buy	06/01/11	K		
40.					Buy (add'l)	06/30/11	K		
41. IRA: Cisco Systems Inc. (CSCO)	A	Dividend	L	T	Buy	05/05/11	L	B	
42.					Buy (add'l)	05/12/11	K		
43.					Sold (part)	10/13/11	K		
44.					Sold (part)	12/20/11	K	A	
45. IRA: Cisco Systems Inc. (CSCO) Option					Sold	05/05/11	J		
46. IRA: Cisco Systems Inc. (CSCO) Option (Y)									
47. IRA: Cisco Systems Inc. (CSCO) Option					Sold	10/13/11	K		
48. IRA: Cisco Systems Inc. (CSCO) Option (Y)									
49. IRA: Cisco Systems Inc. (CSCO) Option					Sold	12/29/11	J		
50. IRA: Dawson Geophysical Co (DWSN)		None			Buy	05/06/11	L		
51.					Buy (add'l)	06/22/11	K		

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52.					Sold (part)	12/13/11	K	A	
53.					Sold	12/20/11	K	C	
54. IRA: Excelon Corp. (EXC)	B	Dividend	K	T	Buy	05/09/11	K		
55. IRA: Excelon Corp. (EXC) Option					Sold	10/26/11	J		
56. IRA: Exxon Mobil Corp. (XOM)	B	Dividend	M	T	Buy	05/09/11	L		
57.					Buy	06/22/11	K		
58. IRA: Exxon Mobil Corp. (XOM) Option					Sold	05/17/11	J		
59. IRA: Exxon Mobil Corp. (XOM) Option (Y)									
60. IRA: Exxon Mobil Corp. (XOM) Option					Buy	07/07/11	J	B	
61. IRA: Exxon Mobil Corp. (XOM) Option (Y)									
62. IRA: Exxon Mobil Corp. (XOM) Option					Sold	11/04/11	J		
63. IRA: Guggenheim Build America BDS	C	Dividend	K	T	Buy	05/17/11	K		
64.					Buy (add'l)	05/19/11	K		
65.					Buy (add'l)	07/05/11	K		
66.					Sold (part)	08/30/11	K	A	
67.					Sold (part)	09/27/11	K	A	
68.					Sold (part)	12/29/11	K	B	

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69. IRA: Intel Corp. (INTC) Option					Sold	07/06/11	J		
70. IRA: Intel Corp. (INTC)	B	Dividend	L	T	Buy	07/06/11	L		
71. IRA: John Hancock PFD Income II-Closed End Fund (HPF)	C	Dividend	L	T	Buy	05/10/11	K		
72.					Buy (add'l)	05/12/11	K		
73. IRA: Johnson & Johnson (JNJ)	B	Dividend	L	T	Buy	05/06/11	L		
74.					Buy (add'l)	06/30/11	K		
75. IRA: Johnson & Johnson (JNJ) Option					Sold	08/30/11	J		
76. IRA: Johnson Controls Inc. (JCI)	A	Dividend	K	T	Buy	05/09/11	L		
77. IRA: Matthews Intl FDS-Asia Dividend FD (MAPIX)	B	Dividend	K	T	Buy	05/09/11	K		
78. IFA: MFA Financial Inc. REITS (MFA)	C	Dividend	L	T	Buy	07/06/11	K		
79.					Buy (add'l)	07/07/11	K		
80. IRA: Microsoft Corp. (MSFT)	B	Dividend	L	T	Buy	05/09/11	K		
81.					Buy (add'l)	05/10/11	K		
82.					Buy (add'l)	05/31/11	J		
83. IRA: Microsoft Corp. (MSFT) Option					Sold	07/05/11	J	B	
84. IRA: National Oilwell Varco Inc. (NOV)	A	Dividend	M	T	Buy	07/20/11	L		
85.					Buy	10/26/11	K		

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86. IRA: National Retail Properties Inc. (NNN)	C	Dividend	M	T	Buy	05/09/11	L		
87.					Buy (add'l)	05/31/11	J		
88.					Buy (add'l)	06/17/11	K		
89.					Buy (add'l)	06/22/11	J		
90.					Buy (add'l)	06/30/11	K		
91.					Sold (part)	07/22/11	K	A	
92.					Buy (add'l)	08/11/11	J		
93.					Sold (part)	09/27/11	K	B	
94.					Buy (add'l)	10/13/11	K		
95.					Sold (part)	10/31/11	J	B	
96.					Buy (add'l)	12/5/11	K		
97.					Buy (add'l)	12/13/11	J		
98. IRA: Pepsico Inc. (PEP)	B	Dividend	L	T	Buy	05/05/11	L		
99.					Buy	10/26/11	K		
100. IRA: Pepsico Inc. (PEP) Option					Sold	05/05/11	J		
101. IRA: Pepsico Inc. (PEP) Option (Y)									
102. IRA: Proctor Gamble Co. (PG)	B	Dividend	M	T	Buy	05/17/11	L		

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103.					Buy (add'l)	07/06/11	K		
104. IRA: Redwood Trust (RWT)	D	Dividend	M	T	Buy	05/06/11	M		
105.					Buy (add'l)	05/09/11	K		
106. IRA Rollover: Vanguard Treasury Money Market Fund	A	Interest	O	T					
107. IRA: Taiwan Semiconductor (TSM)	B	Dividend	L	T	Buy	05/06/11	K		
108.					Buy (add'l)	06/22/11	J		
109.					Buy	07/06/11	K		
110. IRA: TD Ameritrade Money Market Acct.	A	Interest	M	T	Buy	04/28/11	P1		
111.					Buy (add'l)	07/18/11	L		
112. IRA: Thor Industries Inc.		None			Buy	05/05/11	K		
113.					Buy (add'l)	05/06/11	K		
114.					Sold (part)	05/17/11	K	A	
115.					Sold (part)	05/19/11	K	A	
116.					Sold	06/01/11	K	B	
117. IRA: United Parcel Service (UPS)	B	Dividend	L	T	Buy	05/05/11	K		
118.					Buy	05/06/11	K		
119.					Buy	06/17/11	K		

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 \$50,000,000	M ~\$100,001 - \$250,000 P2 ~\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
120. IRA: United Parcel Service (UPS) Option					Sold	05/12/11	J		
121. IRA: United Parcel Service (UPS) Option (Y)									
122. IRA: Vanguard 500 Index Fund	B	Dividend	L	T	Buy	01/06/11	J		
123. IRA: Vanguard Small Cap Index Fund (was IRA: Vanguard Small)	A	Dividend	J	T	Buy	01/06/11	J		
124. IRA: Vanguard Treasury Money Market Fund	A	Interest	L	T					
125. IRA: Vodaphone Group PLC ADR (VOD)	B	Dividend	L	T	Buy	05/05/11	L		
126.					Buy	06/17/11	J		
127.					Buy	07/22/11	J		
128.					Sold (part)	10/13/11	J		
129. IRA: Vodaphone Group PLC ADR (VOD) Option					Sold	05/31/11	J	B	
130. IRA: Western Asset Emerging Markets Debt Fund Inc. (EDS)	C	Dividend	L	T	Buy	05/05/11	K		
131.					Buy (add'l)	05/06/11	K		
132.					Buy (add'l)	05/09/11	K		
133.					Sold (part)	05/17/11	K	A	
134.					Sold (part)	09/27/11	K		
135. IRA: XILINX Inc. (XLNX)	A	Dividend	K	T	Buy	08/11/11	K		
136. IRA: XILINX Inc. (XLNX) Option					Sold	12/01/11	J		

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

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
137. Ishares MSCI Singapore (EWS)	A	Dividend	K	T	Buy	02/07/11	J		
138.					Buy (add'l)	12/05/11	J		
139. ITT Hartford Annuity		None	L	T					
140. Johnson Controls Inc. (JCI)	A	Dividend	K	T	Buy	02/10/11	K		
141. Kinder Morgan Inc.	A	Dividend	J	T	Buy	02/23/11	J		
142. Magellan Midstream Partners (MMP)	B	Dividend	L	T	Buy	02/15/11	K		
143.					Buy (add'l)	05/02/11	J		
144.					Buy (add'l)	05/09/11	J		
145.					Buy (add'l)	05/12/11	J		
146. Matthews Intl FDS-Asia Dividend FD (MAPIX)	A	Dividend	J	T	Buy	02/07/11	J		
147. MetLife Investors Group Inc.		None	M	T					
148. Mylan Inc. (MYL)		None	K	T	Buy	02/07/11	K		
149. National Retail Properties Inc. (NNN)		None			Buy	02/07/11	K		
150.					Sold	04/25/11	K	B	
151. Nexus Resources LLC-Preferred	E	Royalty	K	U					
152. Nuveen Municipal Value Fund Inc. (NUV)	A	Dividend			Buy	02/07/11	K		
153.					Sold	12/01/11	K	B	

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 \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
154. Real Property, Travis County, TX	E	Rent	N	W					
155. Redwood Trust (RWT)	A	Dividend	K	T	Buy	02/07/11	K		
156.					Buy (add'l)	02/10/11	J		
157.					Buy (add'l)	04/25/11	J		
158.					Buy (add'l)	08/16/11	J		
159. Roth IRA (was IRA): Vanguard Treasury Money Market Fund		None	J	T					
160. Roth IRA (was IRA): Vanguard Small Cap Index Fund	B	Dividend	L	T					
161. Roth IRA Rollover: Vanguard 500 Index Fund	A	Dividend	K	T					
162. St. Clair, Patricia & Kellee	A	Interest							
163. Taiwan Semiconductor (TSM)	A	Dividend	J	T	Buy	02/07/11	J		
164. TD Ameritrade Money Market Acct.	A	Interest	K	T	Buy	02/04/11	N		
165. TPG Partners V, L.P. (FN 2)	B	Int./Div.	L	U					
166. 401(K): General Investments Fund (FN3)		None			Sold (part)	04/15/11	P1		
167.					Buy	04/20/11	O		
168.					Sold (part)	08/10/11	N		
169.					Sold (part)	09/07/11	N		
170.					Sold (part)	10/05/11	N		

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 \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
171.					Sold (part)	11/09/11	N		
172.					Sold	12/7/11	N		
173. ☐ 401(K) PIMCO Total Ret-Inst		None	M	T	Buy	11/09/11	J		
174.					Buy (add'l)	12/07/11	M		
175. ☐ 401(K) Vanguard Infl-Prot Secs		None	M	T	Buy	09/07/11	K		
176.					Buy (add'l)	10/05/11	L		
177.					Buy (add'l)	11/09/11	K		
178. ☐ 401(K) Vanguard Institutional Index		None	O	T	Buy	08/10/11	M		
179.					Buy (add'l)	09/07/11	M		
180.					Buy (add'l)	10/05/11	M		
181.					Buy (add'l)	11/09/11	K		
182. ☐ 401(K) Vanguard Total International Stock Index		None	N	T	Buy	08/10/11	M		
183.					Buy (add'l)	09/07/11	M		
184.					Buy (add'l)	10/05/11	L		
185.					Buy (add'l)	11/09/11	L		
186.					Buy (add'l)	12/07/11	L		
187. ☐ 401(K): JPM Prime Money Market		None			Closed	04/20/11	O		

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

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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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
188. Capital Account	A	Interest			Distributed	12/31/11	L		
189. Pension Plan (FN 4)		None							
190. 401(K) Vanguard Mid Cap Index		None	M	T	Buy	11/09/11	M		
191.					Buy (add'l)	12/07/11	M		
192. Vanguard 500 Index Fund	A	Dividend			Buy	04/27/11	K		
193.					Sold	11/09/11	K		
194. Vanguard Emerging Markets Stock Index Fund		None			Buy	04/27/11	K		
195.					Sold	11/09/11	K		
196. Vanguard European Stock Index Fund		None			Sold	11/09/11	J		
197. Vanguard Extended Market Index Fund	A	Dividend			Sold	11/09/11	J	B	
198. Vanguard Federal Money Market Fund	A	Interest	L	T					
199. Vanguard Pacific Stock Index Fund		None			Sold	11/09/11	J		
200. Vanguard Prime Money Market Fund	A	Interest	K	T	Buy	09/27/11	K		
201. Vanguard Small Cap Index Fund		None			Buy	04/27/11	K		
202.					Sold	11/09/11	K		
203. Vanguard Treasury Money Market Fund	A	Interest	L	T					
204. Wegoma Berkshire VII, L.P. (FN 5)	E	Int./Div.	L	U					

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

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	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
205. WG&M Capital Account	D	Interest	M	T	Distributed	02/09/11	L		
206.					Distributed	08/10/11	J		
207. WG&M Partners' Target Pension Plan (FN 7)		None		W	Sold	07/18/11	L		
208. TRUST 1	D	Int./Div.	N	T					
209. - Dreyfus Appreciation Fund (FN 8)									
210. TRUST 2	D	Int./Div.	M	T					
211. - BBVA Compass Bank, Houston, TX Acct. # 4		Interest							
212. -MFC Flexshares Tr IBOXX 3 yr Target Duration TIPS Index Fd		Interest			Buy	09/29/11	J		
213. -MFC Flexshares Tr IBOXX 5 yr Target Duration TIPS Index Fd		Interest			Buy	09/29/11	J		
214. -MFC Flexshares TR Morningstar Global Upstream Nat. Res. Ind		Int./Div.			Buy	09/29/11	J		
215. -MFB Northern Funds Fixed Income Fund		Interest			Buy	07/05/11	J		
216.					Sold	07/19/11	J	A	
217. -MFB Northern Funds High Yield Municipal Fund		Interest			Buy	07/19/11	J		
218.					Sold (part)	08/31/11	J	A	
219.					Sold (part)	11/17/11	J	A	
220. -MFB Northern Funds Inter Tax Exempt Fund		Interest			Buy	07/20/11	J		
221.					Buy (add'l)	09/29/11	J		

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

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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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
222.					Buy (add'l)	11/04/11	J		
223.					Buy (add'l)	11/17/11	J		
224. -MFB Northern Funds Multi-Manager Emerging Mkts Equity Fund		Dividend			Buy	07/01/11	J		
225.					Buy (add'l)	09/01/11	J		
226.					Sold (part)	12/28/11	J		
227. -MFB Northern Funds Multi-Manager Global Real Estate Fund		Int./Div.			Buy	07/05/11	J		
228. -MFB Northern Funds Multi-Manager Large Cap Fund		Dividend			Buy	07/05/11	K		
229.					Buy (add'l)	09/01/11	J		
230. -MFB Northern Funds Mun Money Mkt Fund		Interest			Buy	06/13/11	M		
231. -MFB Northern Funds Short Inter Tax Exempt Fund		Interest			Buy	07/19/11	J		
232.					Sold (part)	08/31/11	J	A	
233.					Sold (part)	09/29/11	J	A	
234.					Sold	11/17/11	J		
235. -MFB Northern Funds Small Cap Core Fund		Dividend			Buy	07/05/11	J		
236. -MFB Northern High Yield Fixed Income Fund		Interest			Buy	07/05/11	J		
237.					Sold	07/19/11	J	A	
238.					Buy	08/31/11	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	
(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		

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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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

239.					Buy (add'l)	11/17/11	J		
240. -MFB Northern Multi-Manager Intl Equity Fund		Dividend			Buy	07/01/11	K		
241.					Buy (add'l)	09/01/11	J		
242.					Sold (part)	11/04/11	J		
243. -MFB Northern Multi-Manager Small Cap Fund		Dividend			Buy	07/05/11	J		
244. -MFB Northern Multi-Manager Mid Cap Fund		Dividend			Buy	07/05/11	J		
245. -MFB Northern Short Intermediate US Govt		Interest			Buy	07/05/11	J		
246.					Sold	07/19/11	J	A	
247. -MFC Ishares Tr Barclays TIPS BD Fund		Interest			Buy	07/19/11	J		
248.					Sold	09/29/11	J	A	
249. -MFC Spdr Gold Tr Gold Shs		Dividend			Buy	07/07/11	J		
250.					Buy (add'l)	07/22/11	J		
251.					Sold (part)	09/01/11	J	A	
252. -MFO Pimco FDS PAC Invt Mgmt Ser Commodity Real Return Strat		Dividend			Buy	07/05/11	J		
253.					Sold (part)	09/29/11	J		
254. - Vanguard Emerging Markets Stock Index Fund		Dividend			Buy	04/27/11	K		
255.					Sold	06/10/11	J		

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

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

256. - Vanguard European Stock Index Fund		Dividend			Sold	06/10/11	J	A	
257. - Vanguard Extended Market Index Fund		Dividend			Sold	06/10/11	J	A	
258. -Vanguard Federal Money Market Fund		Interest			Closed	06/10/11	L		
259. - Vanguard Mid-Cap Index Fund		Dividend			Sold	06/10/11	J	A	
260. - Vanguard Small-Cap Index Fund		Dividend			Buy	04/27/11	K		
261.					Sold (part)	06/10/11	K		
262. - Vanguard 500 Index Fund:Vanguard Index Trust 500 Portfolio		Dividend			Buy	04/27/11	K		
263.					Sold	06/10/11	K		
264. TRUST 3	D	Int./Div.	M	T					
265. - BBVA Compass Bank, Houston, TX Acct. # 5		None							
266. -MFB Northern Funds Fixed Income Fund		Interest			Buy	07/05/11	J		
267.					Sold	07/19/11	J	A	
268. -MFB Northern Funds High Yield Municipal Fund		Interest			Buy	07/19/11	J		
269.					Sold (part)	08/31/11	J	A	
270.					Sold (part)	11/17/11	J	A	
271. -MFB Northern Funds Inter Tax Exempt Fund		Interest			Buy	07/20/11	J		
272.					Buy (add'l)	09/29/11	J		

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

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
273.					Buy (add'l)	11/04/11	J		
274.					Buy (add'l)	11/17/11	J		
275. -MFB Northern Funds Multi-Manager Emerging Mkts Equity Fund		Dividend			Buy	07/01/11	J		
276.					Buy (add'l)	09/01/11	J		
277.					Sold (part)	12/28/11	J		
278. -MFB Northern Funds Multi-Manager Global Real Estate Fund		Int./Div.			Buy	07/05/11	J		
279. -MFB Northern Funds Multi-Manager Large CAP Fund		Dividend			Buy	07/05/11	K		
280.					Buy (add'l)	09/01/11	J		
281. -MFB Northern Funds Short Inter Tax Exempt Fund		Interest			Buy	07/19/11	J		
282.					Sold (part)	08/31/11	J	A	
283.					Sold (part)	09/29/11	J	A	
284.					Sold	11/17/11	J		
285. -MFB Northern Funds Small Cap Core Fund		Dividend			Buy	07/05/11	J		
286. -MFB Northern High Yield Fixed Income Fund		Interest			Buy	07/05/11	J		
287.					Sold	07/19/11	J	A	
288.					Buy	08/31/11	J		
289.					Buy (add'l)	11/17/11	J		

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

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
290. -MFB Northern Multi-Manager Intl Equity Fund		Dividend			Buy	07/01/11	K		
291.					Buy (add'l)	09/01/11	J		
292.					Sold (part)	11/04/11	J		
293. -MFB Northern Multi-Manager Mid Cap Fund		Dividend			Buy	07/05/11	J		
294. -MFB Northern Multi-Manager Small Cap Fund		Dividend			Buy	07/05/11	J		
295. -MFB Northern Short Intermediate US Govt		Interest			Buy	07/05/11	J		
296.					Sold	07/19/11	J	A	
297. -MFC Flexshares Tr IBOXX 3 yr Target Duration TIPS Index Fd		Interest			Buy	09/29/11	J		
298. -MFC Flexshares Tr IBOXX 5 yr Target Duration TIPS Index Fd		Interest			Buy	09/29/11	J		
299. -MFC Flexshares TR Morningstar Global Upstream Nat. Res. Ind		Int./Div.			Buy	09/29/11	J		
300. -MFC Ishares Tr Barclays TIPS BD Fund		Interest			Buy	07/19/11	J		
301.					Sold	09/29/11	J	A	
302. -MFC Spdr Gold Tr Gold Shs		Dividend			Buy	07/07/11	J		
303.					Sold (part)	09/01/11	J	A	
304. -MFO Pimco Funds PAC Invnt Mgmt Ser Commodity Real Return Str		Dividend			Buy	07/05/11	J		
305.					Sold (part)	09/29/11	J		
306. -MFB Northern Funds Mun Money Mkt Fund		Interest			Buy	06/13/11	M		

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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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 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, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
307. -Vanguard 500 Index Fund		Dividend			Buy	04/27/11	K		
308.					Sold	06/11/11	K		
309. -Vanguard Emerging Markets Stock Index Fund		Dividend			Buy	04/27/11	K		
310.					Sold	06/10/11	K		
311. - Vanguard European Stock Index Fund		Dividend			Sold	06/10/11	J	A	
312. -Vanguard Federal Money Market Fund		Interest			Closed	06/10/11	K		
313. - Vanguard Mid-Cap Index Fund		Dividend			Sold	06/10/11	J	A	
314. - Vanguard Small-Cap Index Fund		Dividend			Buy	04/27/11	K		
315.					Sold (part)	06/10/11	K		
316. TRUST 4 (FN 6)		None	M	T					
317. - BBVA Compass Bank, Houston, TX Acct. #6		None							
318. - Pacific Life Ins. Co. (was "Mercury Equity Index Fund")		None							
319. TRUST 5	A	Int./Div.	N	T					
320. - American General Life Ins. Co. (Universal Life Ins.)		None							
321. - Lincoln National (formerly Jefferson Pilot Life Ins. Co.)		None							
322. - Vanguard Index Trust 500 Portfolio		Dividend							

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

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

Section V Notes:

(1) A few times each year, friends invite [REDACTED] and me to sit with them at tables they have purchased at charity events. We occasionally invite friends to do the same, i.e., join us at tables we have purchased for charity events. Since my confirmation, each time a friend has invited us to sit at his/her table, [REDACTED] has made a contribution to the organization hosting the event equal to or greater than the fair market value of two tickets to the event. Each time, the invitation has come from a close friend whose friendship long predated my nomination. A few of those friends are lawyers and could someday represent clients in my court. To my knowledge, none of those friends was a party or represented clients in my court at the time of the event at which we sat at their table.

Section VII Notes:

(1) Diamond Castle Partner IV, L.P. is a private equity fund that makes periodic capital calls. In response to capital calls, we invested an amount within category J on 9/29/11.

(2) TPG Partners V, L.P. is a private equity fund that makes periodic capital calls. In response to capital calls, we invested an amount within category J on 2/4, 2/22, and 5/9/11.

(3) Although [REDACTED] left the employ of [REDACTED] in 2006, he continues to participate in the [REDACTED] Retirement Plans A and B. These are individual account defined contribution plans qualified under I.R.C. Section 401(a). The contributions by the firm were fixed during [REDACTED] employment by the firm. Retirement Plan A has a salary reduction I.R.C. Section 401(k) feature. The Trustee of the Plan is JPMorgan Chase Bank, N.A., Houston, Texas. [REDACTED] has no investment discretion with respect to the investments of this defined contribution plan, except for the after-tax contribution component as to which he has the limited discretion to choose any of a number of funds that are available. These funds are managed by outside investment advisors. I cannot determine how much of the change in total market value since last year was due to interest and/or dividends or the amount of capital gains on sale of shares in the fund. JP Morgan Chase informed [REDACTED] that they cannot provide me with this information.

(4) Annual payment (beginning 1/15/15) of a fixed amount times years of service starting 1/1/95. Present value was provided by [REDACTED] former law firm.

(5) Wegoma Berkshire VII, L.P. is a private equity fund that makes periodic capital calls. In response to capital calls, we invested an amount within category K on 2/23 and category J on 6/13, 8/22, 10/7, and 12/14/11.

(6) For the item in line 55, Pacific Life Insurance Co. says that it cannot provide the income for any year. Company representatives state that because I hold an interest in an index fund in which the cash value of an insurance policy has been invested, and not an individual taxable investment, there are no individual dividends or realized gains to report; all that is reported are gains or losses to the policy cash value. In addition, the company states, under applicable government regulations, an insurance policy is considered an asset, not an investment.

(7) The WG&M Partners' Target Pension Plan was inadvertently omitted from the F.D.R. for 2009 and 2010.

(8) Every year in late March and late December, the income from the Dreyfus Appreciation Fund in Trust 1 is automatically swept into and invested in the Dreyfus Appreciation Fund held in my personal account.

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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.

Signature: s/ Nancy F. Atlas

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

Committee on Financial Disclosure
Administrative Office of the United States Courts
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Washington, D.C. 20544