AO 10
Rev. 1/2008

FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2007

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** 08/12/2008
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** 01/01/2007 to 12/31/2007
7. Chambers or Office Address United States District Court 515 Rusk Street, Room 9015 Houston, TX 77002	**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.***

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FINANCIAL DISCLOSURE OFFICE

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

☐ NONE *(No reportable positions.)*

	POSITION	NAME OF ORGANIZATION/ENTITY
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.	Co-Trustee	Trust 6
8.	Co-Trustee	Trust 7
9.	Task Force Member	American Bar Association Section of Litigation

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

☑ NONE *(No reportable agreements.)*

	DATE	PARTIES AND TERMS
1.		
2.		
3.		

Name of Person Reporting	Date of Report
Atlas, Nancy F	08/12/2008

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	INCOME (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.)*

	DATE	SOURCE AND TYPE
1.	1/1-12/31	[redacted]
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.)*

	SOURCE	DATES	LOCATION	PURPOSE	ITEMS PAID OR PROVIDED
1.	American Bar Association Section of Litigation	09/28-09/30/06	Chicago, IL	Fall Leadership Meeting	transportation, lodging, and meals (paid in '07)
2.	American Bar Association Section of Litigation	01/18-01/20/07	Charleston, SC	Winter Leadership Meeting	transportation, lodging, and meals
3.	American Bar Association Section of Litigation	09/27-09/29/07	Chicago, IL	Fall Leadership Meeting	transportation, lodging, and meals
4.	New York University School of Law	04/04-04/06/07	New York, NY	Speaking engagement	transportation, lodging, and meals

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5.	American Bar Association	02/07-02/11/07	Miami, FL	Midyear Meeting	transportation, lodging, and meals

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V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*

☐ NONE *(No reportable gifts.)*

	SOURCE	DESCRIPTION	VALUE
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.)*

	CREDITOR	DESCRIPTION	VALUE CODE
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)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
Place "(X)" after each asset exempt from prior disclosure	(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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. Wegoma Berkshire VII, L.P. (formerly "Berkshire Fund")	A	Int./Div.	K	U	Buy	FN 2	J		
2. Compass Bank		None	J	T					
3. Diamond Castle Partner IV, L.P.	C	Dividend	L	U	Buy	FN 22	K		
4. Diamond Castle Partner IV, Offshore Fund, L.P.	A	Dividend	K	U	Buy	FN 6	J		
5. Diamond Castle Partner IV, PRC L.P.	A	Int./Div.	J	U	Buy	FN 23	J		
6. Dreyfus Appreciation Fund	E	Int./Div.	O	T	Sell	7/6	N	G	
7. EGL, Inc. (FN 11)		None			Mand. Sell	8/3	J	A	
8. EOG Resources, Inc.	A	Dividend			Sell	11/9	J	A	
9. AXA Equitable Universal Life Insurance (FN 3)		None	L	T					
10. IRA: Dreyfus Appreciation Fund	D	Int./Div.	M	T	Buy	1/23	J		
11. IRA: Vanguard 500 Index Fund	D	Int./Div.	O	T	Buy	1/30	J	F	
12. ITT Hartford Annuity		None	L	T					
13. J. Crew Group, Inc.		None	J	T	Sell	11/9	J	A	
14. JP Morgan Chase Bank		None	J	T					
15. MetLife Investors Group Inc.		None	M	T					
16. Nexus BT, LLLP	D	Interest	J	U					
17. Nexus Members 1999 Drilling Fund LLLP	B	Int./Div.	J	U					

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	

Name of Person Reporting	Date of Report
Atlas, Nancy F	08/12/2008

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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
18. Nexus Resources LLC-Preferred	E	Int./Div.	K	U					
19. Real Property, Travis County, TX		None	N	Q					
20. St. Clair, Patricia & Kellee		None	J	T					
21. T. Rowe Price Small Cap Value Fund	E	Int./Div.	M	T					
22. TD Ameritrade Money Market Acct.		None	J	T			J		
23. Texas State Bank, Houston, TX	D	Interest	P1	T					
24. Texas State Bank,Houston,TX Freedom Invest Money Market Fund	E	Interest			Close	7/26	M		
25. Tower Equity '84 Ltd. Partnership (FN 7)	A	Int./Div.	J	U					
26. TPG Partners V, L.P.	A	Int./Div.	K	U	Buy	FN 4	L		
27. U.S. Savings Bond (Series EE)		None	J	T					
28. [redacted]	E	Interest	N	T					
29. [redacted] Pension Plan (FN5)		None	N	W					
30. [redacted]401(K) (FN 9)		Int./Div.	P1	T					
31. Vanguard 500 Index Fund	E	Int./Div.	P1	T	Buy	FN 12	L		
32. Vanguard Emerging Markets Stock Index Fund (FN 8)	C	Int./Div.	M	T	Buy	FN 13	M		
33. Vanguard European Stock Index Fund (FN 21)	D	Int./Div.	N		Buy	FN 14	L		
34. Vanguard Extended Market Index Fund	D	Int./Div.	O	T	Buy	FN 15	N		

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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. Vanguard Mid-Cap Index Fund	D	Int./Div.	N	T	Buy	FN 16	N		
36. Vanguard Pacific Stock Index Fund	D	Int./Div.	N	T	Buy	FN 17	N		
37. Vanguard Short-Term Bond Fund (FN1)		None	K	T	Partial Sell	FN 19	K		
38. Vanguard Small-Cap Index fund	C	Int./Div.	N	T	Buy	FN 18	N		
39. Vanguard Total Stock Market Fund (FN1)		None	J	T	Partial Sell	FN 20	J		
40. Weingarten Realty Investors	A	Dividend			Sell	11/9	J	A	
41. WG&M Capital Account		None	O	T					
42. Roth IRA: Alliance Bernstein Large Cap Growth I (FN 10)		Int./Div.	J	T	Buy	12/10	J		
43. Roth IRA: American Funds Euro Pacific Gr R5 (FN 10)		Int./Div.	J	T	Buy	12/10	J		
44. Roth IRA: Artisan Small Cap (FN 10)		Int./Div.	J	T	Buy	12/10	J		
45. Roth IRA: FPA Capital (FN 10)		Int./Div.	J	T	Buy	12/10	J		
46. Roth IRA: Goldman Sachs Real Estate (FN 10)		Int./Div.	J	T	Buy	12/10	J		
47. TRUST 1	E	Int./Div.	O	T					
48. - Dreyfus Appreciation Fund									
49. TRUST 2	D	Int./Div.	N	T					
50. - Texas State Bank, Houston, TX		None							
51. - Vanguard Emerging Markets Stock Index Fund		Int./Div.							

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52. - Vanguard European Stock Index Fund		Int./Div.							
53. - Vanguard Extended Market Index Fund		Int./Div.							
54. - Vanguard Mid-Cap Index Fund		Int./Div.							
55. - Vanguard Small-Cap Index Fund		Int./Div.							
56. - Vanguard 500 Index Fund		Int./Div.							
57. TRUST 3	C	Int./Div.	M	T					
58. - Texas State Bank, Houston TX		None							
59. - Vanguard European Stock Index Fund		Int./Div.							
60. - Vanguard Mid-Cap Index Fund		Int./Div.							
61. - Vanguard Small-Cap Index Fund		Int./Div.			Buy	02/21	J		
62. - Vanguard 500 Index Fund		Int./Div.							
63. TRUST 4		None	M	T					
64. - Mercury Equity Index Fund		None							
65. TRUST 5	A	Int./Div.	N	T					
66. - American General Life Ins. Co. (Universal Life Ins.)		None							
67. - Jefferson Pilot Life Insurance Co. (Universal Life Ins.)		None							
68. - Vanguard 500 Index Fund		Int./Div.					J		

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Atlas, Nancy F	08/12/2008

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) This is an investment in a 529 College Savings Plan. No dividends or interest are received, since the Plan invests in a trust, which in turn invests in mutual funds; so the trust, not the plan, receives earnings.

(2) Wegoma Berkshire VII, L.P.: purchases made (each with a value of J) on 1/16/07, 6/15/07, 9/10/07, and 12/10/07.

(3) Formerly "Equitable Universal Life Insurance."

(4) TPG Partners V, L.P.: purchases made (each with a value of J) on 1/16/07, 2/15/07, 4/16/07, 6/15/07, and 9/10/07; purchase made (with a value of K) on 12/10/07.

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

(6) Diamond Castle Partner IV, Offshore Fund, L.P.: purchase made (with a value of J) on 3/30/07.

(7) Tower Equity: This partnership interest reflects passive investments by [redacted] has no business activity or management role in connection with this investment.

(8) Formerly "Vanguard Emerging Markets Index Fund."

(9) Although [redacted] left the employ of [redacted] in 2006, [redacted] 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 [redacted] has the liminted discretion to choose any of a number of funds that are available. The General Investment Fund is mostly an equity fund managed by several 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. JP Morgan Chase informed [redacted] that they cannot provide me with this information.

(10) Roth IRA's: I cannot determine how much of the change in total market value this year was due to interest and/or dividends.

(11) EGL went private with shareholder approval, which required a sale by all shareholders.

(12) Vanguard 500 Index Fund: purchases made 1/30/07 (with the value of J) and 7/26/07 (with the value of L).

(13) Vanguard Emerging Markets Stock Index Fund: purchases made 1/18/07 (with the value of M), 1/30/07 (with the value of J), and 7/26/07 (with the value of L).

(14) Vanguard European Stock Index Fund: purchases made 1/18/07 (with the value of M), 1/19/07 (with the value of J), 1/30/07 (with the value of J), and 7/26/07 (with the value of L).

(15) Vanguard Extended Markets Index Fund: purchases made 1/18/07 (with the value of M), 1/30/07 (with the value of K), and 7/26/07 (with the value of L).

(16) Vanguard Mid-Cap Index Fund: purchases made 1/18/07 (with the value of N) and 1/30/07 (with the value of K).

(17) Vanguard Pacific Stock Index Fund: purchases made 1/18/07 (with the value of M), 1/19/07 (with the value of J), 1/30/07 (with the value of K), and 7/26/07 (with the value of L).

(18) Vanguard Small-Cap Index Fund: purchases made 1/18/07 (with the value of M), 1/19/07 (with the value of J), 1/30/07 (with the value of K), and 7/26/07 (with the value of K).

(19) Vanguard Short-Term Bond Fund: sales made 9/10/07 (with the value of J) and 11/16/07 (with the value of J).

(20) Vanguard Total Stock Market Fund: sales made 9/10/07 (with the value of J) and 11/16/07 (with the value of J).

(21) Formerly "Vanguard European Index Fund."

(22) DCP IV, LP: purchases made (each with a value of J) on 3/19/07 and 5/15/07; purchase made (with a value of K) on 7/17/07.

(23) DCP IV, PRC: purchase made (with a value of J) on 9/17/07.

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

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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 [redacted]

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