

FINANCIAL DISCLOSURE REPORT

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) Hilton, Claude M	2. Court or Organization United States District Court	3. Date of Report 5/9/2005
4. Title (Article III Judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. District Judge	5. Report Type (check appropriate type) <input type="radio"/> Nomination <input type="radio"/> Date <input type="radio"/> Initial <input checked="" type="radio"/> Annual <input type="radio"/> Final	6. Reporting Period 1/1/2004 to 12/31/2004
7. Chambers or Office Address 401 Courthouse Square Alexandria, Va, 22314-5799	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. _____

2. _____

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

NONE - (No reportable agreements.)

DATE

PARTIES AND TERMS

1. _____

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 MAY 16 3 07 PM '05
 FINANCIAL DISCLOSURE OFFICE

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

NONE - (No reportable non-investment income.)

DATE

SOURCE AND TYPE

GROSS INCOME
(yours, not spouse's)

1. _____

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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 "(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)
19. Virginia Public Bldg Bonds	B	Dividend	J	T					
20. Virginia 21st Century Bonds	B	Dividend	J	T					
21. Smith Barney Money Fund	C	Interest	K	T					
22. Bank One Corp. Common	A	Dividend	J	T	Merger JP	7/1	J	A	
23. Lockheed-Martin Corp. Common	A	Dividend	J	T					
24. Proctor & Gamble Co. Common	A	Dividend	J	T					
25. Xerox Corp. Common	A	Dividend	J	T					
26. 1st Service Bank Common	A	Dividend	J	T					
27. 1st Service Bank Money Market	B	Interest	K	T					
28. Mirant Corp. Common	A	Dividend	J	T					
29. Microsoft Common	A	Dividend	J	T					
30. Oracle Common	A	Dividend	J	T					
31. Arlington County, Va. Bonds	A	Interest	J	T					
32. Portsmouth, Va. Bonds	A	Interest	J	T					
33. VA State Bonds	B	Interest	K	T	Redeemed	12/1	K	A	
34. Suffolk, Va. Bonds	A	Interest	J	T					
35. Black Rock Insd Muni Ter Trust	A	Interest	J	T					
36. Cardinal Financial	A	Dividend	J	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 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 = \$250,000-\$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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IV. REIMBURSEMENTS – transportation, lodging, food, entertainment.

(Includes those to spouse and dependent children. See pp. 25-27 of instructions.)

 NONE - (No such reportable reimbursements.)

<u>SOURCE</u>	<u>DESCRIPTION</u>
1. George Mason Law & Economics Center	Transportation, food, lodging to attend seminar May 2004 (approx. \$1,800.00)

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

<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>VALUE</u>
1.		

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.		

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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				
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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)
<input type="checkbox"/> NONE (No reportable income, assets, or transactions)									
1. Crestar Bank-Arlington, Virginia Now Suntrust Bank by Merger	B	Interest	J	T					
2. Shearson Lehman Hutton Cash Reserve, Now UBS Financial Serv.	B	Interest	K	T					
3. Promissory Note - David D. Pilverlait	A	Interest	J	T					
4. First Union Bank Arlington, Virginia		None	J	T					
5. Promissory Note - Leslie M. Cecil, Trustee	A	Interest	J	T					
6. Carr America - Common	A	Dividend	J	T					
7. NVR, Inc. - Common	A	Dividend	K	T					
8. Wal-Mart Stores, Inc. - Common	A	Dividend	K	T					
9. Templeton Emerg.Mkts.	A	Dividend	J	T					
10. First Fin. Fund	A	Dividend	J	T					
11. Walden Ban Corp., Inc. - Common	A	Dividend	J	T					
12. Mercantile Bank Shrs. - Common	A	Dividend	J	T					
13. Southern Co. - Common	A	Dividend	J	T					
14. Speedway Motorsports - Common	A	Dividend	J	T					
15. Petersburg, Virginia - Bonds	A	Dividend	K	T					
16. Fairfax County, Virginia - Bonds	A	Dividend	K	T					
17. First Union Bank Arlington, Virginia	C	Dividend	K	T					
18. Sun Beam Common	A	Dividend	J	T					

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37. Nuveen Income Fund	B	Interest	K	T					
38. AES Corp	A	Dividend	J	T					
39. General Electric	A	Dividend	J	T					
40. Quest Diagnostics Inc.	A	Dividend	J	T					
41. Dow Chemical Co.	A	Dividend	J	T	Sold	9/2	J	B	
42. Talk America Holdings	A	Dividend	J	T	Sold	8/18	J	A	
43. First Eagle Global Fund Class C	A	Dividend	J	T	Buy	8/18	J		
44. Templeton China World Fund CLC	A	Dividend	J	T	Buy	8/18	J		
45. Fed Premier Inter Municipal Income Fund	A	Dividend	J	T	Buy	3/24	J		

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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. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature _____

Date _____

May 10, 2005

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