

**FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2004**

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

1. Person Reporting (Last name, First name, Middle initial) WERLEIN, JR., EWING	2. Court or Organization USDC/SO. DIST. TEXAS	3. Date of Report 8/10/2005
4. Title (Article III Judges indicate active or senior status; magistrate judges indicate full- or part-time) DISTRICT JUDGE ACTIVE STATUS	5. Report Type (check appropriate type) <input type="radio"/> Nomination, 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 515 RUSK AVENUE, ROOM 9136 HOUSTON, TX 77002-2605	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.)

<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1. Co-Trustee	Trust No. 1
2. Trustee	Trust No. 2 (Trust terminated 08/02/05)
3. Trustee	Asbury Theological Seminary (Term ended in 11/04)
4. Director & Vice Chairperson	The Methodist Hospital, Houston, Texas
5. Director	TMH Health Care Group

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.	

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 FINANCIAL DISCLOSURE OFFICE

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

A. Filer's Non-Investment Income

NONE - (No reportable non-investment income.)

DATE

SOURCE AND TYPE

GROSS INCOME

(yours, not spouse's)

1. _____

B. Spouse's Non-Investment Income (If you were married during any portion of the reporting year, please complete this section. Dollar amount not required except for honoraria.)

NONE - (No reportable non-investment income.)

DATE

SOURCE AND TYPE

1. _____

IV. REIMBURSEMENTS -- transportation, lodging, food, entertainment.

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

NONE - (No such reportable reimbursements.)

SOURCE

DESCRIPTION

1. General Conference of The United Methodist Church

4/26/04-5/8/04, Pittsburgh, PA; reimbursement of transportation and partial reimbursement of lodging & meals as delegate of my church.

2. South Central Jurisdiction of The United Methodist Church

7/14/04-7/16/04, Corpus Christi, TX; reimbursement of transportation, lodging & meals as delegate of my church.

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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.	The Petroleum Club, Houston	Monthly dues exemption for members in government service.	\$996
2.			

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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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)
<input type="checkbox"/> NONE (No reportable income, assets, or transactions)									
1. Baker Hughes com.	A	Dividend	K	T					
2. CLECO Corp. com.	A	Dividend			Gift	08/27	J		Gift to Church #1
3. E. I. DuPont com.	B	Dividend			Gift	12/27	K		Gift to Church #2
4. Union Pacific com.	A	Dividend	K	T					
5. Halliburton com.	A	Dividend	K	T					
6. Halliburton com.	A	Dividend	K	T					
7. BP PLC, ADR	B	Dividend	L	T					
8. Exxon Mobil com.	C	Dividend	M	T					
9. Anadarko Petroleum Corp. com.	A	Dividend	J	T					
10. Wal-Mart Stores com.	A	Dividend	L	T					
11. Exxon-Mobil com.	A	Dividend	K	T					
12. Intel Corp. com.	A	Dividend	J	T					
13. Johnson & Johnson, com.	B	Dividend	L	T					
14. Conoco Phillips, com.	A	Dividend	K	T					
15. Texas Capital Bankshares, com.		None	M	T					
16. CNL Retirement Properties REIT	A	Div.	K	R	Buy	03/10	K		See note in Part VIII
17. CNL Hospitality Properties REIT	A	Div.	K	R	Buy	03/10	K		See note in Part VIII
18. MUTUAL FUNDS:									

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 = \$250,000-\$500,000 P3 = \$25,000,001-\$50,000,000	K = \$15,001-\$50,000 O = \$500,001-\$1,000,000	L = \$50,001-\$100,000 P1 = \$1,000,001-\$5,000,000 P4 = \$More than \$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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						(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. Fidelity Spartan MM Fund	A	Dividend	K	T					
20. Merrill L. Sr. Floating Rate Fund	A	Dividend	J	T					
21. Dreyfus Basic Money Mkt Fd	A	Dividend	K	T					
22. Fidelity Low Price Stk.	C	Dividend	O	T					
23. Fidelity Contrafund	A	Dividend	N	T					
24. Fidelity Eq. Income II	B	Dividend	M	T					
25. Fidelity Mid-Cap Stock	A	Dividend	N	T					
26. Fidelity Spartan MM Fund	A	Dividend			Redeemed	03/15	L		No gain
27. Vanguard 500 Index Fund	A	Dividend			Sell	06/21	J		Sold at loss
28. Vanguard 500 Index Fund	C	Dividend	M	T					
29. Assetmark Large-Cap Value	A	Dividend	K	T	Buy	03/23	K		
30.					Part Sell	04/12	J	A	
31.					Part Sell	07/12	J	A	
32.					Add'l Buy	10/11	J		
33. Assetmark Large-Cap Growth		None	K	T	Buy	03/23	K		
34.					Part Sell	04/12	J	A	
35.					Add'l Buy	07/12	J		
36.					Add'l Buy	10/11	J		

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37. Assetmark Small/Mid-Cap Value	A	Dividend	J	T	Buy	03/23	J		
38.					Part Sell	04/12	J	A	
39.					Add'l Buy	07/12	J		
40.					Add'l Buy	10/11	J		
41. Assetmark Small/Mid-Cap Growth		None	J	T	Buy	03/23	J		
42.					Part Sell	04/12	J	A	
43.					Buy	07/12	J		
44.					Add'l Buy	10/11	J		
45. Assetmark International	A	Dividend	K	T	Buy	03/23	K		
46.					Add'l Buy	04/12	J		
47.					Add'l Buy	07/12	J		
48.					Part Sell	10/11	J	A	
49. Assetmark Real Estate Securities	A	Dividend	K	T	Buy	03/23	J		
50.					Add'l Buy	04/12	J		
51.					Part Sell	07/12	J		Sold at loss
52.					Part Sell	10/11	J	A	
53. Assetmark Tax-Exempt	A	Dividend	K	T	Buy	03/23	K		
54.					Add'l Buy	04/12	J		

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55.					Part Sell	07/12	J		Sold at loss
56.					Add'l Buy	10/11	J		
57. Alliance Bernstein Mun. Trust Inc. (MM)	A	Dividend	J	T	Buy	03/18	J		
58. ABN Amro/Veredus Aggr. Growth		None	J	T	Buy	03/23	J		
59.					Add'l Buy	04/13	J		
60.					Add'l Buy	10/12	J		
61. American Century Tax-Free Bond	A	Dividend	K	T	Buy	03/23	K		
62.					Part Sell	04/12	J		Sold at loss
63.					Part Sell	10/11	J		Sold at loss
64. Evergreen Small Cap Value	A	Dividend	J	T	Buy	03/23	J		
65.					Part Sell	04/12	J	A	
66.					Add'l Buy	10/12	J		
67. Loomis Sayles Global Bond	A	Dividend	K	T	Buy	03/23	J		
68.					Add'l Buy	04/13	J		
69.					Part Sell	10/11	J	A	
70. Loomis Sayles Bond Fund Retail	B	Dividend	K	T	Buy	03/23	K		
71.					Add'l Buy	04/13	J		
72.					Part Sell	10/11	J		Sold at loss

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73. PBHG Clipper Focus	A	Dividend	K	T	Buy	03/23	K		
74.					Add'l Buy	04/13	J		
75.					Part Sell	10/11	J	A	
76. Selected American Shs. Cl. A	A	Dividend	K	T	Buy	03/23	K		
77.					Add'l Buy	04/13	J		
78.					Part Sell	10/11	J	A	
79. TCW Galileo Select Equities		None	K	T	Buy	03/23	K		
80.					Add'l Buy	04/13	J		
81.					Add'l Buy	10/12	J		
82. Thornburg Internat'l Value	A	Dividend	K	T	Buy	03/23	K		
83.					Add'l Buy	04/13	J		
84.					Part Sell	10/11	J	A	
85. Wells S & Reit Index Fund	A	Dividend			Buy	03/23	J		
86.					Sell	04/12	J		
87. Alliance Bernstein Mun. Trust Inc. (MM)	A	Dividend	J	T	Buy	03/18	K		
88. Bonds and U.S. Treasury Notes:									
89. Austin TX. Hotel Bonds	A	Interest			Redeemed	05/17	K	A	
90. Detroit, MI City Sch bonds	A	Interest			Redeemed	11/01	K		No gain

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91. Dallas, TX Ind. Sch. bonds	B	Interest	K	T					
92. Frisco, TX AMBAC bonds	B	Interest	K	T					
93. ACCOUNTS IN FINANCIAL INST:									
94. Merrill Lynch Savings Acct	A	Interest	K	T					
95. Northern Trust Bank, Houston, checking acct	A	Interest	K	T					
96. Bank of America, Houston, TX (Accounts)	A	Interest	K	T					
97. Texas State Bank, Houston, CD	D	Interest	L	T					
98. Northern Trust Bank, Houston, CD	B	Interest	K	T					
99. Key Bank, Albany, NY, CD	B	Interest	K	T					
100. Northern Trust Bank, Houston, CD	D	Interest	L	T					
101. Provident Bank, Cincinnati, CD	D	Interest	L	T					
102. Beal Bank, Houston, CD	A	Interest			Redemed	04/02	L		No gain
103. Republic Bank, Houston, CD	D	Interest	L	T					
104. Southwest Bank of Texas, Houston, CD	D	Interest	L	T					
105. Encore Bank, Houston, CD	C	Interest	L	T					
106. Compass Bank, Houston, CD	C	Interest	L	T					
107. Capital One Bank, Glen Allen, VA, CD	C	Interest	L	T					
108. Encore Bank, Houston, CD	A	Interest			Redeemed	03/15	M		No gain

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109. Intervest Bank, Clearwater, FL, CD	B	Interest	L	T	Buy	04/06	L		
110. REAL ESTATE:									
111. Condo-Larimer Co., CO	E	Rent	M	W					
112. Fractional interest in land, SA White Survey, Galv. Co., TX	A	Rent	J	W					
113. RETIREMENT & IRA ACCOUNTS:									
114. IRA Account: Marsico Inv. Fund		None	L	T					
115. IRA Account: Janus 20 Fund		None			Sell	05/06	K	E	Rollover to John Hancock
116. IRA Account: John Hancock Ind. Retirement Annuity		None	K	V	Buy	05/12	K		See Note in Part VIII
117. IRA ROLLOVER ACCOUNT: All entries that follow from Lines 121	E	Div. & Int.	PI	T					
118. through 164 are under the discretionary management of a									
119. registered investment manager. I have made no withdrawals									
120. from this IRA:									
121. --Abbott Labs, com.									
122. --Anheuser Busch Cos., com.									
123. --J.P. Morgan Chase, com.									
124. --ChevronTexaco Corp., com.									
125. --Citigroup Inc., com.									
126. --Coca Cola Co., com.									

- | | | | | | |
|-------------------------|--------------------------------|-----------------------------|-------------------------------|-------------------------------|-----------------------|
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| 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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Name of Person Reporting
WERLEIN, JR., EWING

Date of Report
8/10/2005

VII. INVESTMENTS and TRUSTS -- income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 of filing instructions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g. div. rent. or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date: Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
127. --Emerson Electric Co., com.					Add'l Buy	04/16	J		
128. --Fannie Mae USA, com.									
129. --General Electric, com.									
130. --Intel Corp., com.									
131. --Johnson & Johnson, com.									
132. --Merck & Co., Inc., com.									
133. --News Corp., Ltd. ADS									
134. --News Corp Ltd Vot. Pref ADS									
135. --Nestle S A Reg RG SH ADR									
136. --Norfolk Southern Corp., com.									
137. --Pepsico Inc., com.									
138. --Pfizer Inc., com.									
139. --Procter Gamble Corp., com.									
140. --Royal Dutch Pete NY Registry Shares									
141. --SunTrust Banks, Inc., com.									
142. --Wal-Mart Stores, Inc., com.									
143. --Walgreen Co., com.									
144. --Bell South, com.									

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 = \$250,000-\$500,000 P3 = \$25,000,001-\$50,000,000	K = \$15,001-\$50,000 O = \$500,001-\$1,000,000	L = \$50,001-\$100,000 P1 = \$1,000,001-\$5,000,000 P4 = \$More than \$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 the spouse and dependent children. See pp. 34-57 of filing instructions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g. div. rent. or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy, sell, merger, redemption)	If not exempt from disclosure			
						(2) Date: Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
145. --Microsoft Corp., com.									
146. --SBC Communications, com.					Sell	04/16	K		Sold at loss
147. --Honeywell Intl., com.									
148. --American Express Co., com.									
149. --BP PLC, ADR									
150. --Exxon Mobil Corp., com.									
151. --Intl. Business Machines, com.									
152. --McGraw Hill Co., com.									
153. --United Parcel Svc., com.									
154. --American Internatl Group, Inc., com.									
155. --Wyeth, com.									
156. --Freddie Mac, com.									
157. --Marsh & McLennan Cos., com.									
158. --Altria Group, com.									
159. --Medco Health									
160. --Bank of America, com.					Buy	04/16	K		
161. --Colgate Palmolive, com.					Buy	07/06	K		
162. --Conoco Phillips, com.					Buy	07/06	K		

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

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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)
163. --Hospira, com.					Dividend	05/03	B		Spun off from Abbott Labs
164. --Schwab MM Funds					Buy	12/31	L		
165. TRUST NO. 2: (I was Trustee but owned no beneficial	A	Dividend			Distributed	08/26	M		
166. interest in and received no income from this Trust,									
167. which was fully distributed to the beneficiary in 2004									
168. in accordance with the Trust terms.									
169. --Fidelity Spartan MM Fund						08/26	M		
170. --Fidelity Low Price St. Fund						08/26	L		
171. TRUST NO. 1: (I own no beneficial interest in and receive	E	Div. & Int.	P1	T					
172. no income from this Trust or the entries that follow from									
173. lines 176 through 221, but it is reportable because I									
174. am one of three co-trustees).									
175. --COMMON STOCKS IN TRUST NO. 1:									
176. --AT&T, com.									
177. --Bristol-Myers Squibb, com.									
178. --Burlington Northern Santa Fe, com.									
179. --Burlington Resources, com.									
180. --Target Corp., com.									

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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VII. INVESTMENTS and TRUSTS -- income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 of filing instructions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Amount Code I (A -H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, redemption)	(2) Date: Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
181. --Dean Foods Co, com.									
182. --Goodyear, com.									
183. --Intel Corp., com.									
184. --IBM, com.									
185. --Johnson & Johnson, com.									
186. --Lucent Tech., Inc., com.									
187. --J.P. Morgan Chase, com.									
188. --SBC Communications Inc, com.									
189. --Halliburton Co., com.									
190. --Eastman Kodak Co., com.									
191. --Exxon Mobil, com.									
192. --Avaya Inc., com.									
193. --AT&T Wireless Services, Inc., com.					Sell	10/26	J	B	
194. --Cisco Systems, com.									
195. --Sanmina SCI Corp., com.									
196. --Pepsico, Inc., com.									
197. --Zimmer Holdings, Inc., com.									
198. --Agere Systems, com. Class A									

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 = \$250,000-\$500,000 P3 = \$25,000,001-\$50,000,000	K = \$15,001-\$50,000 O = \$500,001-\$1,000,000	L = \$50,001-\$100,000 P1 = \$1,000,001-\$5,000,000 P4 = \$More than \$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 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)
199. --Agere Systems, com. Class B									
200. --Hewlett Packard, com.									
201. --Comcast Corp. Class A									
202. --MUTUAL FUNDS-TAX EXEMPT, IN TRUST NO. 1:									
203. --Nuveen Muni Mkt Oppor. Fund									
204. --MORTGAGE & ASSET BACKED SECURITIES IN TRUST NO. 1:									
205. --Ginnie Mae Series 2002-70									
206. --MUNICIPAL BONDS IN TRUST NO. 1:									
207. --Chicago Ill. Project Sr.					Redeemed	01/02	K	A	
208. --Killeen Texas Waterworks					Redeemed	07/01	K		No gain
209. --Halifax Hosp. Med. Ctr. Fla.									
210. --Lower Colo. Riv. Auth. Tex.									
211. --Montgomery Co. Pa. Hghr. Ed.									
212. --Illinois Dev. Fin. Auth.									
213. --Texas St. Dept. HSG & CMTY Affairs									
214. --Florida HSG FIN Corp. Rev.									
215. --Meriden Com. G10 Bonds									
216. --Mission TX Cons. Indpt. Sch. Dist.									

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 = \$250,000-\$500,000 P3 = \$25,000,001-\$50,000,000	K = \$15,001-\$50,000 O = \$500,001-\$1,000,000	L = \$50,001-\$100,000 P1 = \$1,000,001-\$5,000,000 P4 = \$More than \$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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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)
217. --CASH & CASH EQUIVALENTS IN TRUST NO. 1:									
218. --Citibank NA Bank Dep. Program									
219. --REAL ESTATE IN TRUST NO. 1:									
220. --Fract. interest in land, S.A. White Survey, Galv. Co., TX									
221. --Vacant land in Kerr Co., TX									
222. IRA ROLLOVER ACCT. NO. 2. All entries that follow from	G	Dividend and	P1	T					
223. lines 226 thru 270 are under the full discretionary		Interest							
224. management of a registered investment manager. I have made									
225. no withdrawals from this IRA:									
226. --Fed. Home Ln Mtg Corp Notes									
227. --Federal Home Ln Mtg Corp Notes									
228. --Federal Home Ln Mtge Crp Notes									
229. --Federal Natl Mtg Assoc Sub Notes									
230. --General Motors Accept CP Global Bonds									
231. --Chase Manhattan Corp. Subordinate Notes									
232. --Goldman Sachs Group SR Unsub Notes Global									
233. --Citigroup Inc. Senior Notes									
234. --Target Corp. Notes									

- | | | | | | |
|--|---|--|---|--|-----------------------|
| 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 = \$250,000-\$500,000
P3 = \$25,000,001-\$50,000,000 | K = \$15,001-\$50,000
O = \$500,001-\$1,000,000 | P1 = \$1,000,001-\$5,000,000
P4 = \$More than \$50,000,000 | L = \$50,001-\$100,000
M = \$100,001-\$250,000
P2 = \$5,000,001-\$25,000,000 | |
| 3. Value Method Codes
(See Column C2) | Q = Appraisal
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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)
235. --American Express, com.									
236. --BP PLC, ADR									
237. --Bell South, com.									
238. --Citigroup, com.									
239. --ChevronTexaco, com.									
240. --KO, com.									
241. --Exxon Mobil, com.									
242. --Freddie Mac, com.									
243. --Fannie Mae, com.									
244. --GE, com.									
245. --INTC, com.									
246. --IBM, com.									
247. --J.P. Morgan Chase, com.									
248. --JNJ, com.									
249. --LLY, com.									
250. --Marsh & McLennan, com.									
251. --Merck, com.									
252. --PEP, com.									

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
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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, 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)
253. --Pfizer, com.									
254. --SBC, com.					Sell	04/16	K		Sold at loss
255. --UPS, com.									
256. --WMT, com.									
257. --Walgreen, com.									
258. --General Electric Cap. Corp. Notes									
259. --American Intl. Group, com.									
260. --McGraw-Hill, Inc., com.									
261. --Microsoft Corp., com.									
262. --Altria Group, com.									
263. --Medco Health, com.									
264. --Time Warner, com.									
265. --Bank of America, com.					Buy	04/16	K		
266. --Fed. Farm Bank Callable Bonds					Buy	07/19	M		
267. --Fed Nat'l Mtg Ass'n Callable Notes					Buy	07/16	M		
268. CASH ACCOUNTS IN IRA ROLLOVER ACCT. #2:									
269. --ML Bank & Trust RASP									
270. --ML Bank USA RASP									

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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VII. INVESTMENTS and TRUSTS -- income, value, transactions (includes those of the spouse and dependent children. See pp. 34-57 of filing instructions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1)	(2)	(1)	(2)	(1)	If not exempt from disclosure		
	Amount Code 1 (A-H)	Type (e.g. div. rent. or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g. buy, sell, merger, redemption)	(2) Date: Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
271. Vanguard 500 Index Fund Rollover Shares	E	Dividend	P1	T				

1. Income/Gain Codes: (See Columns B1 and D4)	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
2. Value Codes: (See Columns C1 and D3)	F = \$50,001-\$100,000	G = \$100,001-\$1,000,000	H1 = \$1,000,001-\$5,000,000	H2 = More than \$5,000,000	
	J = \$15,000 or less	K = \$15,001-\$50,000	L = \$50,001-\$100,000	M = \$100,001-\$250,000	
	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 (See Column C2)	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash/Market	
	U = Book Value	V = Other	W = Estimated		

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

(1) Part VII, page 1, lines 16 and 17: The year-end values of CNL Retirement Properties REIT and CNL Hospitality Properties REIT, which are real estate investments that are not publicly traded securities, are reported at cost.

(2) Part VII, page 7, line 116: The year-end value of IRA account rolled over (from Janus 20 Fund) into John Hancock Ind. Retirement Annuity, which is not publicly traded, was provided by John Hancock Life Ins. Co.

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

WERLEIN, JR., EWING

Date of Report

8/10/2005

IX. CERTIFICATION.

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

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

Signature



Date

August 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