

**FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2007**

1. Person Reporting (last name, first, middle initial) Hilton, Claude M	2. Court or Organization United States District Court	3. Date of Report 05/08/2008
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. District Judge	5a. Report Type (check appropriate type) <input type="checkbox"/> Nomination, Date <input type="checkbox"/> Initial <input checked="" type="checkbox"/> Annual <input type="checkbox"/> Final 5b. <input type="checkbox"/> Amended Report	6. Reporting Period 01/01/2007 to 12/31/2007
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.)

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

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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.				
2.				
3.				
4.				
5.				

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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.		
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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Name of Person Reporting Hilton, Claude M	Date of Report 05/08/2008
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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 Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. Suntrust Bank	B	Interest	J	T					
2. UBS Financial Serv.	B	Interest	K	T					
3. Promissory Note - David D. Pilverlait	A	Interest	J	T					
4. Wachovia		None	J	T					
5. Promissory Note - Leslie M. Cecil, Trustee	A	Interest	J	T					
6. NVR, Inc. - Common	A	Dividend	K	T					
7. Wal-Mart Stores, Inc. - Common	A	Dividend	K	T					
8. Templeton Emerg.Mkts.	A	Dividend	J	T					
9. First Fin. Fund	A	Dividend	J	T					
10. Walden Ban Corp., Inc. - Common Now PNC Fin Services by Merg	A	Dividend	J	T					
11. Mercantile Bank Shrs. - Common Now PNC Fin Services by Merge	A	Dividend	J	T					
12. Southern Co. - Common	A	Dividend	J	T					
13. Speedway Motorsports - Common	A	Dividend	J	T					
14. Petersburg, Virginia - Bonds	A	Dividend	K	T					
15. Fairfax County, Virginia - Bonds	A	Dividend	K	T					
16. Wachovia	C	Dividend	K	T					
17. Sun Beam Common	A	Dividend	J	T					

1. Income Gain Codes: (See Columns B1 and D4)	A =\$1,000 or less F =\$50,001 - \$100,000	B =\$1,001 - \$2,500 G =\$100,001 - \$1,000,000	C =\$2,501 - \$5,000 H1 =\$1,000,001 - \$5,000,000	D =\$5,001 - \$15,000 H2 =More than \$5,000,000	E =\$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J =\$15,000 or less N =\$250,001 - \$500,000 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				
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18. Virginia Public Bldg Bonds	B	Dividend	J	T					
19. Virginia 21st Century Bonds	B	Dividend	J	T					
20. Smith Barney Money Fund	C	Interest	K	T					
21. J.P. Morgan, Common	A	Dividend	J	T					
22. Lockheed-Martin Corp. Common	A	Dividend	J	T					
23. Proctor & Gamble Co. Common	A	Dividend	J	T					
24. 1st Service Bank Common Now Southern Nat Bankcorp of VA	A	Dividend	J	T					
25. 1st Service Bank Money Market Now Sona Bank	B	Interest	K	T					
26. Mirant Corp. Common	A	Dividend	J	T					
27. Microsoft Common	A	Dividend	J	T					
28. Oracle Common	A	Dividend	J	T					
29. Arlington County, Va. Bonds	A	Interest	J	T					
30. Portsmouth, Va. Bonds	A	Interest	J	T					
31. Suffolk, Va. Bonds	A	Interest	J	T					
32. Black Rock Insd Muni Ter Trust	A	Interest	J	T					
33. Cardinal Financial	A	Dividend	J	T					
34. Nuveen Income Fund	B	Interest	K	T					

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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. AES Corp	A	Dividend	J	T					
36. General Electric	A	Dividend	J	T					
37. Quest Diagnostics Inc.	A	Dividend	J	T					
38. First Eagle Global Fund Class C	A	Dividend	K	T					
39. Templeton China World Fund CLC	A	Dividend	J	T					
40. Fed Premier Inter Municipal Income Fund	A	Dividend	K	T					
41. Provident	A	Dividend	J	T					
42. Neuberger Berman Inter Muni Fund Inc.	A	Dividend	J	T					
43. El Paso Corp, Common	A	Dividend	J	T	Buy	6/14	J		
44. Black Roch VA Muni Trust	A	Dividend	J	T	Buy	6/14	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. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature



May 9, 2008

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