

**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) Hilton, Claude M.	2. Court or Organization United States District Court for the Eastern District of VA	3. Date of Report 08/13/2012
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) Senior United States District Judge	5a. Report Type (check appropriate type) <input type="checkbox"/> Nomination <input type="checkbox"/> Date <input type="checkbox"/> Initial <input checked="" type="checkbox"/> Annual <input type="checkbox"/> Final 5b. <input type="checkbox"/> Amended Report	6. Reporting Period 01/01/2011 to 12/31/2011
7. Chambers or Office Address 401 Courthouse Square Alexandria, Virginia 22314-5788		
<p align="center">IMPORTANT NOTES: <i>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></p>		

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.	

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> <i>(yours, not spouse's)</i>
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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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. Promissory Note-David D. Silverlait	A	Interest	J	T				
2. Wachovia	A	Interest	L	T					
3. Promissary Note - Leslie L. Cecil, Trustee	A	Interest	J	T					
4. NVR, Inc. - Common	A	Dividend	K	T					
5. Wal-Mart Stores, Inc. - Common	A	Dividend	K	T					
6. Templeton Emerg. Mkts.	A	Dividend	J	T					
7. First Financial Fund	A	Dividend	J	T					
8. PNC Fin. Services - Common	A	Dividend	J	T					
9. Southern Co - Common	A	Dividend	J	T					
10. Speedway Motorsports - Common	A	Dividend	J	T					
11. Petersburg, Virginia - Bonds	A	Dividend	K	T					
12. Sun Beam - Common	A	Dividend	J	T					
13. Smith Barney Money Fund	C	Interest	K	T					
14. JP Morgan - Common	A	Dividend	J	T					
15. Lockheed-Marton Corp. - Common	A	Dividend	J	T					
16. Proctor & Gamble - Common	A	Dividend	J	T					
17. Southern Nat Bankcorp of VA - Common	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 H = \$1,000,001 - \$5,000,000 I = \$5,000,001 - \$25,000,000 J = \$25,000,001 - \$50,000,000 K = \$50,000,001 - \$100,000,000 L = \$100,000,001 - \$500,000,000 M = \$500,000,001 - \$1,000,000,000 N = \$1,000,000,001 - \$5,000,000,000 O = \$5,000,000,001 - \$25,000,000,000 P = \$25,000,000,001 - \$50,000,000,000 Q = \$50,000,000,001 - \$100,000,000,000 R = \$100,000,000,001 - \$500,000,000,000 S = \$500,000,000,001 - \$1,000,000,000,000 T = \$1,000,000,000,001 - \$5,000,000,000,000 U = \$5,000,000,000,001 - \$25,000,000,000,000 V = \$25,000,000,000,001 - \$50,000,000,000,000 W = \$50,000,000,000,001 - \$100,000,000,000,000 X = \$100,000,000,000,001 - \$500,000,000,000,000 Y = \$500,000,000,000,001 - \$1,000,000,000,000,000 Z = \$1,000,000,000,000,001 - \$5,000,000,000,000,000

2. Value Codes: J = \$15,000 or less K = \$15,001 - \$50,000 L = \$50,001 - \$100,000 M = \$100,001 - \$250,000 N = \$250,001 - \$500,000 O = \$500,001 - \$1,000,000 P = \$1,000,001 - \$5,000,000 Q = \$5,000,001 - \$25,000,000 R = \$25,000,001 - \$50,000,000 S = \$50,000,001 - \$100,000,000 T = \$100,000,001 - \$250,000,000 U = \$250,000,001 - \$500,000,000 V = \$500,000,001 - \$1,000,000,000 W = \$1,000,000,001 - \$5,000,000,000 X = \$5,000,000,001 - \$25,000,000,000 Y = \$25,000,000,001 - \$50,000,000,000 Z = \$50,000,000,001 - \$100,000,000,000

3. Value Method Codes: Q = Appraisal R = Cost (Real Estate Only) S = Assessment T = Cash Market U = Book Value V = Other W = Estimated

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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 I (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value 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)
18. Sona Bank	B	Interest	K	T					
19. Mirant Corp - Common	A	Dividend	J	T					
20. Microsoft - Common	A	Dividend	J	T					
21. Oracle - Common	A	Dividend	J	T					
22. Arlington Couny, VA Bonds	A	Interest	J	T					
23. Portsmouth, VA Bonds	A	Interest	J	T					
24. Cardinal Financial	A	Dividend	J	T					
25. Nuveen Income Fund	B	Interest			Sold	01/03/11	K	A	
26. AES Corp	A	Dividend	J	T					
27. General Electric	A	Dividend	K	T	Buy	01/04/11	K		
28. Quest Disagnostics, Inc.	A	Dividend	J	T					
29. First Eagle Global Fund Class C	A	Dividend	K	T					
30. Fed Premier Inter Municipal Fund	A	Dividend	K	T					
31. Provident	A	Dividend	J	T					
32. Neuberger Berman Inter Muni Fund Inc.	A	Dividend	J	T					
33. El Paso Corp - Common	A	Dividend			Sold	10/31/11	K	A	
34. Black Roch VA Muni Trust	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 BI 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 CI 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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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)
35. Franklin Adjustable US Govt Fund	A	Dividend	J	T					
36. Ohio State University Bonds (X)	A	Interest	K	T					
37. Fauquier Co., VA Bonds (X)	A	Interest	J	T					
38. Hamilton Co., OH Bonds	B	Interest	K	T					
39. Cleveland, OH Airport Bonds (X)	C	Interest	L	T					
40. Akron, OH Bonds	B	Interest	K	T					
41. Univ Akron OH Bonds (X)	B	Interest	K	T					
42. N.C. HSG Fin Agy Bonds (X)	B	Interest	K	T					
43. Lucas Co., OH Hosp. Bonds (X)	B	Interest			Redeemed	12/01/11	K	A	
44. Ivy Global Fund	A	Dividend	J	T					
45. Trans Canada - Common	A	Dividend	J	T					
46. Tech Resources LTO- Common	A	Dividend	J	T					
47. Ishares Barkley - Common	B	Dividend	K	T	Buy	04/01/11	J		
48. Goldcorp Inc. - Common	A	Dividend	J	T					
49. Claymore/BNY - Common	A	Dividend	J	T					
50. CVS Caremark Corp - Common	A	Dividend	J	T					
51. Sysco Corp - 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 H = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 I = More than \$5,000,000	E = \$15,001 - \$50,000 J = More than \$50,000,000
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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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)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)	
	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, redemption)	Date mm/dd/yy	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)	
52. Eastern American Nat Gas	A	Dividend	J	T						
53. ETF Silver Trust	A	Dividend			Sold	05/05/11	J	A		
54. Black Rock Energy & Resources	A	Dividend	J	T						
55. Canadian Natural Resources LT- Common	A	Dividend	J	T						
56. EMC Corp Mass - Common	A	Dividend	J	T						
57. Intel Corp.	A	Dividend	J	T						
58. Conoco Phillips	A	Dividend	K	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
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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 | |
| 3. Value Method Codes
(See Column C2) | Q = Appraisal
U = Book Value | R = Cost (Real Estate Only)
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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: **s/ Claude M. Hilton**

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