

**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) PAULEY III, WILLIAM H.	2. Court or Organization SOUTHERN DISTRICT OF NEW YORK	3. Date of Report 5/14/2012
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) <input type="checkbox"/> Nomination <input type="checkbox"/> Date <input type="checkbox"/> Initial <input checked="" type="checkbox"/> Annual <input type="checkbox"/> Final	6. Reporting Period 01/01/2011 to 12/31/2011
	5b. <input type="checkbox"/> Amended Report	
7. Chambers or Office Address UNITED STATES COURTHOUSE 500 PEARL STREET NEW YORK, NEW YORK 10007-1581		
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>		

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. Senior Member of Board of Visitors	Duke University School of Law
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. 1998	Continuation of payments agreement with former law partner, Franklyn H. Snitow, and his law firm, Snitow Kanfer Holtzer & Millus, LLP.
2.	
3.	

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Date of Report

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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. 2011	Self-Employed Licensed Real Estate Sales Person and Insurance Agent
2. 2011	Self-Employed Floral Designer
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. Duke University School of Law	October 20 - 22, 2011	Durham, NC	Board of Visitors Meeting	Travel, food, and lodging.
2. George Washington Univ. School of Law	November 15 - 16, 2011	Washington, D.C.	Moot Court Competition	Travel, food and lodging.
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

PAULEY III, WILLIAM H.

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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)	(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 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)
1.	MUTUAL FUNDS									
2.	AGDAX - ALLIANCE BERNSTEIN HIGH INC FD	A	Dividend	K	T	Sold (part)	03/31/11	J		
3.	MCGFX - ASTON FUNDS MONTAG & CALDWELL		None			Sold	03/31/11	K		
4.	SMGIX - COLUMBIA CONTRARIAN CORE FD		None			Sold	03/31/11	K		
5.	GSFTX - COLUMBIA FDS SER TRI DIV INC	A	Dividend	K	T	Sold (part)	03/31/11	J		
6.	DPLTX - DREYFUS HIGH YIELD FD	A	Dividend	J	T	Sold (part)	03/31/11	K		
7.	KDSSX - DWS VALUE SER INC SM CAP		None			Sold	03/31/11	J		
8.	SGIIX - FIRST EAGLE GLOBAL FUND		None			Sold	03/31/11	K		
9.	ICHHX - FRANKLIN/TEMPLETON HARD CUR FD		None	K	T	Buy (add'l)	03/31/11	J		
10.	FNYZX - FRANKLIN NY TAX FREE INT TRM (formerly FNYTZ)	A	Interest	K	T	Sold (part)	03/31/11	J		
11.	HFM CX - HARTFORD MUTUAL FD MID CAP		None			Sold	03/31/11	J		
12.	HIPIX - HARTFORD INFLATION PLUS FD	A	Interest	K	T	Sold (part)	03/31/11	J		
13.	HSKSX - JP MORGAN TR1 HIGHBRIDGE STAT FD		None			Sold	03/31/11	J		
14.	IVQAX - MORGAN STANLEY INTL VALUE EQUITY FD		None			Sold	03/31/11	K		
15.	SBNYX - LEGG MASON NY MUN FD	A	Interest			Sold	03/31/11	K		
16.	LSGIX - LOOMIS SAYLES VALUE FD	A	Dividend			Sold	03/31/11	K		
17.	LISFX - LORD ABBETT MUN INC TR INTER FD	A	Dividend	J	T	Sold (part)	03/31/11	K		

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=\$250,001 - \$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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Name of Person Reporting PAULEY III, WILLIAM H.	Date of Report 5/14/2012
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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)	(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 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)
18.	MGRAX - MFS INTL GROWTH FD	A	Dividend			Sold	03/31/11	K		
19.	NEFJX - NATIXIS ADVISOR SM CAP VAL FD		None			Sold	03/31/11	J		
20.	PCGRX - PIONEER MID CAP VAL FD	A	Dividend			Sold	03/31/11	J		
21.	RMUNX - ROCHESTER MUNI FD	A	Interest			Sold	03/31/11	L		
22.	RYMFX - RYDEX SGI MANAGED FUT STRAT		None			Sold	03/31/11	J		
23.	TGBAX - TEMPLETON GLOBAL BOND FD	A	Interest	K	T	Sold (part)	03/31/11	K		
24.	DBPIX - DWS ADVISOR FD SHORT DURATION PLUS	A	Interest			Sold	03/31/11	J		
25.	LRFRX - LORD ABBETT INVNT TR FLTG RATE FD CLF	A	Interest	J	T	Sold (part)	03/31/11	J		
26.	PSSAX - PIMCO STOCKS PLUS TR SHORT STRATEGY		None			Sold	03/31/11	J		
27.	AFVPX - ALLIANZ NFJ INTL VALUE FD CL P	A	Interest	K	T	Buy	03/31/11	K		
28.	CIGIX - CALAMOS INVNT TR NEW INTL GROWTH FD CL I	A	Interest	K	T	Buy	03/31/11	K		
29.	GNYTX - COLUMBIA FDS SER TR I NY INTERMEDATE MUN BD FD CL Z	A	Interest	K	T	Buy	03/31/11	K		
30.	DWOIX - DREYFUS RESH GROWTH FD INC SHS CL I	A	Interest	K	T	Buy	03/31/11	K		
31.	DFRPX - DWS PORTFOLIO TR FLTG RATE PLUS FD CL S	A	Interest	J	T	Buy	03/31/11	J		
32.	HRVIX - HEARTLAND GROUP INC VALUE PLUS FUND	A	Interest	J	T	Buy	03/31/11	J		
33.	JSTIX - HANCOCK JOHN STRATEGIC SER INCOME FD CL I	A	Interest	K	T	Buy	03/31/11	K		
34.	NMCAX - ING EQUITY TR MID CAP OPPTY'S FD CL A		None	J	T	Buy	03/31/11	J		

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	

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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)	(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)
35.	CNSDX - INVESCO CONVERTIBLE SECURITIES FUND CLASS Y	A	Interest	K	T	Buy	03/31/11	K		
36.	JSMGX - JANUS INVT FD TRITON FD CL I		None	J	T	Buy	03/31/11	J		
37.	VANTX - JPMORGAN TR I NY TAX FREE BD FD CL A	A	Interest	K	T	Buy	03/31/11	K		
38.	LHYFX - LORD ABBETT HIGH YIELD FD CL F	A	Interest	J	T	Buy	03/31/11	J		
39.	FAQIX - NUVEEN EQUITY INCOME FUND CL Y	A	Interest	K	T	Buy	03/31/11	K		
40.	OOSYX - OPPENHEIMER SENIOR FLOATING RATE FUND CL Y	A	Interest	J	T	Buy	03/31/11	J		
41.	PCRPX - PIMCO FDS COMMODITYREALRETURN STRATEGY P		None	K	T	Buy	03/31/11	K		
42.	PUSYX - PUTNAM US GOVERNMENT INCOME TRUST-CL Y	A	Interest	K	T	Buy	03/31/11	K		
43.	VETAX - VICTORY PORTFOLIOS ESTABLISHED VALUE FD CL A	A	Int./Div.	J	T	Buy	03/31/11	J		
44.	FMLSX - WASATCH FDS INC LONG/SHORT FD		None	K	T	Buy	03/31/11	K		
45.	SGRKX - WELLS FARGO ADVANTAGE GROWTH FUND ADMIN CL		None	K	T	Buy	03/31/11	K		
46.										
47.	ANNUITIES									
48.	DISCOVERY PLUS	C	Interest	M	T					
49.										
50.	CASH AND CASH EQUIVALENTS									

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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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)
	51. JP MORGAN CHASE	A	Interest	M	T				
52. U. S. TREASURY BILLS	A	Interest	M	T	Sold (part)	08/15/11	L		
53. U.S. SAVINGS BONDS	A	Interest	J	T	Redeemed (part)	11/25/11	J		
54. AXA FIN'L LIFE INS (Cash Surrender Value)	B	Dividend	N	T					
55. AXA FIN'L LIFE INS (Cash Surrender Value)	A	Dividend	M	T					
56. WACHOVIA MONEY MARKET ACCOUNT	A	Interest	J	T					
57. NEW YORK 529 COLL SVGS MOD AGE-BASED OPT: INCOME PORTFOLIO	B	Interest	L	T					
58. NEW YORK 529 COLL SVGS MOD AGE-BASED OPT: CONSERV GROWTH	A	Interest	K	T	Buy	12/21/11	J		
59. NEW YORK 529 COLL SVGS INTEREST ACCUMULATION PORTFOLIO	A	Interest	J	T					
60. TRMXX - RBC PRIME MONEY MARKET FD RESERVE CL	A	Interest	J	T	Sold (part)	12/21/11	J		
61.									
62. RETIREMENT ACCOUNTS									
63. 401K PLAN - ING	A	Interest	K	T					
64. IRA SCUDDER - DWS CORE PLUS INCOME FUND	A	Interest	K	T					
65. IRA SCUDDER - DWS GLOBAL THEMATIC FUND	A	Interest	J	T					
66. TRMXX - RBC PRIME MONEY MARKET FD RESERVE CL		None			Merged (with line 67)	03/31/11	J		
67. ACMXX - RBC MONEY MARKET OBLIGATIONS TRUST	A	Interest	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 \$50,000,000 | M =\$100,001 - \$250,000
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| 3. Value Method Codes
(See Column C2) | Q =Appraisal
U =Book Value | R =Cost (Real Estate Only)
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		(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 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)
68.	AGDAX - ALLIANCE BERNSTEIN HIGH INC FD	A	Dividend	K	T	Buy (add'l)	03/31/11	J		
69.	MCGFX - ASTON FUNDS MONTAG & CALDWELL		None			Sold	03/31/11	J		
70.	BGNIX - BLACKROCK GNMA PORTFOLIO	A	Dividend	J	T	Sold (part)	03/31/11	J		
71.	SMGIX - COLUMBIA CONTRARIAN CORE FD		None			Sold	03/31/11	J		
72.	GSFTX - COLUMBIA FDS SER TRI DIV INC	A	Dividend	J	T	Sold (part)	03/31/11	J		
73.	DPLTX - DREYFUS HIGH YIELD FD	A	Dividend	J	T	Sold (part)	03/31/11	J		
74.	KDSSX - DWS VALUE SER INC SM CAP		None			Sold	03/31/11	J		
75.	SGIIX - FIRST EAGLE GLOBAL FUND	A	Distribution			Sold	03/31/11	J		
76.	ICHHX - FRANKLIN/TEMPLETON HARD CUR FD	A	Dividend	J	T	Buy (add'l)	03/31/11	J		
77.	HFM CX - HARTFORD MUTUAL FD MID CAP		None			Sold	03/31/11	J		
78.	HIPIX - HARTFORD INFLATION PLUS FD	A	Dividend	J	T					
79.	HLLVX - JP MORGAN SHORT DUR BOND FD	A	Dividend	J	T	Sold (part)	03/31/11	J		
80.	HSK SX - JP MORGAN TR1 HIGHBRIDGE STAT FD		None			Sold	03/31/11	J		
81.	WOB DX - JP MORGAN TR2 CORE BD	A	Dividend	J	T	Sold (part)	03/31/11	J		
82.	LSGIX - LOOMIS SAYLES VALUE FD		None			Sold	03/31/11	J		
83.	MGRAX - MFS INTL GROWTH FD	A	Dividend			Sold	03/31/11	J		
84.	IVQAX - MORGAN STANLEY INTL VALUE EQUITY FD		None			Sold	03/31/11	J		

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	
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		(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
		Amount Code 1 (A-H)	Type (e.g., div., rent, or int.)	Value Code 2 (I-P)	Value 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)
85.	NEFJX - NATIXIS ADVISOR SM CAP VAL FD		None			Sold	03/31/11	J		
86.	PAGNX - PIMCO GNMA FD	A	Dividend	J	T	Sold (part)	03/31/11	J		
87.	PCGRX - PIONEER MID CAP VAL FD	A	Dividend			Sold	03/31/11	J		
88.	RYMFX - RYDEX SGI MANAGED FUT STRAT		None			Sold	03/31/11	J		
89.	TAIBX - TARGET PORTFOLIO INTER TERM BD	A	Dividend			Sold	03/31/11	J		
90.	TGBAX - TEMPLETON GLOBAL BOND FD	A	Dividend	J	T	Buy (add'l)	03/31/11	J		
91.	PSSAX - PIMCO STOCK PLUS TR SHORT STRATEGY	A	Interest			Sold	03/31/11	J		
92.	LFREFX - LORD ABBETT INVT TR FLTG RATE FD CLF	A	Interest	J	T	Sold (part)	03/31/11	J		
93.	RBLCX - RUSSELL INVT BALANCED STRATEGY FD CL C	A	Dividend	K	T	Buy (add'l)	03/31/11	J		
94.	DBPIX - DWS ADVISOR FD SHORT DURATION PLUS	A	Interest			Sold	03/31/11	J		
95.	AGDAX - ALLIANCE BERNSTEIN HIGH INCOME FUND CL A	A	Interest	J	T	Buy	03/31/11	J		
96.	AFVPX - ALLIANZ NFJ INTL VALUE FD CL P	A	Interest	J	T	Buy	03/31/11	J		
97.	CIGIX - CALAMOS INVT TR NEW INTL GROWTH FD CL I	A	Interest	J	T	Buy	03/31/11	J		
98.	DWOIX - DREYFUS RESH GROWTH FD INC SHS CL I	A	Interest	J	T	Buy	03/31/11	J		
99.	DFRPX - DWS PORTFOLIO TR FLTG RATE PLUS FD CL S	A	Interest	J	T	Buy	03/31/11	J		
100.	ICHHX - FRANKLIN/TEMPLETON HARD CURRENCY FUND-ADVISOR CL		None	J	T	Buy	03/31/11	J		
101.	JSTIX - HANCOCK JOHN STRATEGIC SER INCOME FD CL I	A	Interest	K	T	Buy	03/31/11	K		

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 I12=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	

FINANCIAL DISCLOSURE REPORT

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Name of Person Reporting PAULEY III, WILLIAM H.	Date of Report 5/14/2012
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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)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
		Amount Code 1 (A-I)	Type (e.g., div., rent, or int.)	Value Code 2 (J-P)	Value 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)
102.	HIPIX - HARTFORD INFLATION PLUS FUND CL I	A	Interest	J	T	Buy	03/31/11	J		
103.	HRVIX - HEARTLAND GROUP INC VALUE PLUS FUND	A	Interest	J	T	Buy	03/31/11	J		
104.	NMCAX - ING EQUITY TR MID CAP OPPTY FD CL A		None	J	T	Buy	03/31/11	J		
105.	CNSDX - INVESCO CONVERTIBLE SECURITIES FUND CLASS Y	A	Interest	J	T	Buy	03/31/11	J		
106.	JSMGX - JANUS INVT FD TRITON FD CL I		None	J	T	Buy	03/31/11	J		
107.	LHYFX - LORD ABBETT HIGH YIELD FD CL F	A	Interest	J	T	Buy	03/31/11	J		
108.	FAQIX - NUVEEN EQUITY INCOME FUND CL Y	A	Interest	J	T	Buy	03/31/11	J		
109.	PCRPX - PIMCO FDS COMMODITYREALRETURN STRATEGY P		None	J	T	Buy	03/31/11	J		
110.	PUSYX - PUTNAM US GOVERNMENT INCOME TRUST-CL Y	A	Interest	K	T	Buy	03/31/11	K		
111.	TGBAX - TEMPLETON GLOBAL BOND FD	A	Interest	J	T	Buy	03/31/11	J		
112.	VETAX - VICTORY PORTFOLIOS ESTABLISHED VALUE FD CL A	A	Interest	J	T	Buy	03/31/11	J		
113.	SGRXX - WELLS FARGO ADVANTAGE GROWTH FUND ADMIN CL		None	J	T	Buy	03/31/11	J		
114.	FMLSX - WASATCH FDS INC LONG/ SHORT FD		None	J	T	Buy	03/31/11	J		
115.										
116.										

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
PAULEY III, WILLIAM H.	5/14/2012

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

None.

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Name of Person Reporting

PAULEY III, WILLIAM H.

Date of Report

5/14/2012

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/WILLIAM H. PAULEY III

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