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FORM D

Notice of Exempt Offering of Securities

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

Item 1. Issuer's Identity

Name of Issuer
The Home Depot, Inc.

Jurisdiction of Incorporation/Organization
Delaware

Year of Incorporation/Organization (Select one)
 Over Five Years Ago Within Last Five Years (specify year) Yet to Be Formed

Previous Name(s) None
M.B. Associates Incorporated

Entity Type (Select one)
 Corporation
 Limited Partnership
 Limited Liability Company
 General Partnership
 Business Trust
 Other (Specify)

(If more than one issuer is filing this notice, check this box and identify additional issuer(s) by attaching Items 1 and 2 Continuation Page(s).)

Item 2. Principal Place of Business and Contact Information

Street Address 1: 2455 Paces Ferry Road, NW
City: Atlanta State/Province/Country: GA ZIP/Postal Code: 30339
Street Address 2:
Phone No.: (770) 433-8211

PROCESSED
FEB 06 2009

Item 3. Related Persons

Last Name: Blake First Name: Francis Middle Name: S.

Street Address 1: 2455 Paces Ferry Road, NW
City: Atlanta State/Province/Country: GA ZIP/Postal Code: 30339
Street Address 2:

Relationship(s): Executive Officer Director Promoter

Clarification of Response (if Necessary) Washington, DC 111

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JAN 21 2009

(Identify additional related persons by checking this box and attaching Item 3 Continuation Page(s).)

Item 4. Industry Group (Select one)

- Agriculture
 - Banking and Financial Services
 - Commercial Banking
 - Insurance
 - Investing
 - Investment Banking
 - Pooled Investment Fund

If selecting this industry group, also select one fund type below and answer the question below:

 - Hedge Fund
 - Private Equity Fund
 - Venture Capital Fund
 - Other Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940? Yes No

 - Other Banking & Financial Services
- Business Services
 - Energy
 - Electric Utilities
 - Energy Conservation
 - Coal Mining
 - Environmental Services
 - Oil & Gas
 - Other Energy
 - Health Care
 - Biotechnology
 - Health Insurance
 - Hospitals & Physicians
 - Pharmaceuticals
 - Other Health Care
 - Manufacturing
 - Real Estate
 - Commercial
 - Construction
 - REITS & Finance
 - Residential
 - Other Real Estate
 - Retailing
 - Restaurants
 - Technology
 - Computers
 - Telecommunications
 - Other Technology
 - Travel
 - Airlines & Airports
 - Lodging & Conventions



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Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name	First Name	Middle Name
Campbell	Ann	Marie
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Crow	Timothy	M.
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Ellison	Marvin	R.
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Kane	James	R.
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

(Copy and use additional copies of this page as necessary.)

Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name	First Name	Middle Name
McFarland, III	Joseph	
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Menear	Craig	A.
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Saldivar	Ricardo	
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Tome	Carol	B.
Street Address 1	Street Address 2	
2455 Paces Ferry Road, NW		
City	State/Province/Country	ZIP/Postal Code
Atlanta	GA	30339
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

(Copy and use additional copies of this page as necessary.)

Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name: VanWoerkom, First Name: Jack, Middle Name: A.
Street Address 1: 2455 Paces Ferry Road, NW, Street Address 2:
City: Atlanta, State/Province/Country: GA, ZIP/Postal Code: 30339
Relationship(s): Executive Officer, Director, Promoter
Clarification of Response (if Necessary):

Last Name: Verschuren, First Name: Annette, Middle Name: M.
Street Address 1: 2455 Paces Ferry Road, NW, Street Address 2:
City: Atlanta, State/Province/Country: GA, ZIP/Postal Code: 30339
Relationship(s): Executive Officer, Director, Promoter
Clarification of Response (if Necessary):

Last Name: Ackerman, First Name: F., Middle Name: Duane
Street Address 1: 1180 Peachtree Street, Street Address 2: Suite 2020
City: Atlanta, State/Province/Country: GA, ZIP/Postal Code: 30309
Relationship(s): Executive Officer, Director, Promoter
Clarification of Response (if Necessary):

Last Name: Batchelder, First Name: David, Middle Name: H.
Street Address 1: 12400 High Bluff Drive, Street Address 2: Suite 600
City: San Diego, State/Province/Country: CA, ZIP/Postal Code: 92130
Relationship(s): Executive Officer, Director, Promoter
Clarification of Response (if Necessary):

(Copy and use additional copies of this page as necessary.)

Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name: Bousbib, First Name: Ari, Middle Name: []
Street Address 1: 10 Farm Springs Road, Street Address 2: []
City: Farmington, State/Province/Country: CT, ZIP/Postal Code: 06032
Relationship(s): Executive Officer Director Promoter
Clarification of Response (if Necessary): []

Last Name: Brenneman, First Name: Gregory, Middle Name: D.
Street Address 1: 24 Waterway Avenue, Street Address 2: Suite 750
City: The Woodlands, State/Province/Country: TX, ZIP/Postal Code: 77380
Relationship(s): Executive Officer Director Promoter
Clarification of Response (if Necessary): []

Last Name: Carey, First Name: Albert, Middle Name: P.
Street Address 1: 7701 Legacy Drive, Street Address 2: Suite 2020
City: Plano, State/Province/Country: TX, ZIP/Postal Code: 75024
Relationship(s): Executive Officer Director Promoter
Clarification of Response (if Necessary): []

Last Name: Codina, First Name: Armando, Middle Name: []
Street Address 1: 2855 So. Le Jeune Road, Street Address 2: 4th Floor
City: Coral Gables, State/Province/Country: FL, ZIP/Postal Code: 33134
Relationship(s): Executive Officer Director Promoter
Clarification of Response (if Necessary): []

(Copy and use additional copies of this page as necessary.)

Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name	First Name	Middle Name
Cornell	Brian	C.
Street Address 1	Street Address 2	
8000 Bent Branch Drive		
City	State/Province/Country	ZIP/Postal Code
Irving	TX	75063
Relationship(s):	<input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Hill	Bonnie	G.
Street Address 1	Street Address 2	
5670 Wilshire Boulevard	Suite 600	
City	State/Province/Country	ZIP/Postal Code
Los Angeles	CA	90036
Relationship(s):	<input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Katen	Karen	L.
Street Address 1	Street Address 2	
425 East 58th Street	Apartment 22D	
City	State/Province/Country	ZIP/Postal Code
New York	NY	10022
Relationship(s):	<input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
Relationship(s):	<input type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

(Copy and use additional copies of this page as necessary.)

Item 5. Issuer Size (Select one)

Revenue Range (for issuer not specifying "hedge" or "other investment" fund in Item 4 above)

- No Revenues
- \$1 - \$1,000,000
- \$1,000,001 - \$5,000,000
- \$5,000,001 - \$25,000,000
- \$25,000,001 - \$100,000,000
- Over \$100,000,000
- Decline to Disclose
- Not Applicable

OR

Aggregate Net Asset Value Range (for issuer specifying "hedge" or "other investment" fund in Item 4 above)

- No Aggregate Net Asset Value
- \$1 - \$5,000,000
- \$5,000,001 - \$25,000,000
- \$25,000,001 - \$50,000,000
- \$50,000,001 - \$100,000,000
- Over \$100,000,000
- Decline to Disclose
- Not Applicable

Item 6. Federal Exemptions and Exclusions Claimed (Select all that apply)

- | | | |
|--|--|---|
| <input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii)) | Investment Company Act Section 3(c) | <input type="checkbox"/> Section 3(c)(9) |
| <input type="checkbox"/> Rule 504(b)(1)(i) | <input type="checkbox"/> Section 3(c)(1) | <input type="checkbox"/> Section 3(c)(10) |
| <input type="checkbox"/> Rule 504(b)(1)(ii) | <input type="checkbox"/> Section 3(c)(2) | <input type="checkbox"/> Section 3(c)(11) |
| <input type="checkbox"/> Rule 504(b)(1)(iii) | <input type="checkbox"/> Section 3(c)(3) | <input type="checkbox"/> Section 3(c)(12) |
| <input type="checkbox"/> Rule 505 | <input type="checkbox"/> Section 3(c)(4) | <input type="checkbox"/> Section 3(c)(13) |
| <input checked="" type="checkbox"/> Rule 506 | <input type="checkbox"/> Section 3(c)(5) | <input type="checkbox"/> Section 3(c)(14) |
| <input type="checkbox"/> Securities Act Section 4(6) | <input type="checkbox"/> Section 3(c)(6) | |
| | <input type="checkbox"/> Section 3(c)(7) | |

Item 7. Type of Filing

- New Notice OR Amendment

Date of First Sale in this Offering: OR First Sale Yet to Occur

Item 8. Duration of Offering

Does the issuer intend this offering to last more than one year? Yes No

Item 9. Type(s) of Securities Offered (Select all that apply)

- | | |
|--|---|
| <input type="checkbox"/> Equity | <input type="checkbox"/> Pooled Investment Fund Interests |
| <input checked="" type="checkbox"/> Debt | <input type="checkbox"/> Tenant-in-Common Securities |
| <input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security | <input type="checkbox"/> Mineral Property Securities |
| <input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security | <input type="checkbox"/> Other (Describe) |
-

Item 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes No

Clarification of Response (if Necessary)

Item 11. Minimum Investment

Minimum investment accepted from any outside investor \$ 1.00

Item 12. Sales Compensation

Recipient N/A Recipient CRD Number [] No CRD Number

(Associated) Broker or Dealer [] None (Associated) Broker or Dealer CRD Number [] No CRD Number

Street Address 1 Street Address 2 City State/Province/Country ZIP/Postal Code

States of Solicitation [] All States [] AL [] AK [] AZ [] AR [] CA [] CO [] CT [] DE [] DC [] FL [] GA [] HI [] ID [] IL [] IN [] IA [] KS [] KY [] LA [] ME [] MD [] MA [] MI [] MN [] MS [] MO [] MT [] NE [] NV [] NH [] NJ [] NM [] NY [] NC [] ND [] OH [] OK [] OR [] PA [] RI [] SC [] SD [] TN [] TX [] UT [] VT [] VA [] WA [] WV [] WI [] WY [] PR

(Identify additional person(s) being paid compensation by checking this box [] and attaching Item 12 Continuation Page(s).)

Item 13. Offering and Sales Amounts

(a) Total Offering Amount \$ 1,778,299.56 OR [] Indefinite (b) Total Amount Sold \$ 0 (c) Total Remaining to be Sold \$ 1,778,299.56 OR [] Indefinite

Clarification of Response (if Necessary)

[]

Item 14. Investors

Check this box [] if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering: 0

Enter the total number of investors who already have invested in the offering: 0

Item 15. Sales Commissions and Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If an amount is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 0 [] Estimate

Finders' Fees \$ 0 [] Estimate

Clarification of Response (if Necessary)

[]

Item 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0

Estimate

Clarification of Response (if Necessary)

[Empty box for clarification of response]

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.

Terms of Submission. In Submitting this notice, each identified issuer is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*

Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") (Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)) imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)

Issuer(s)

The Home Depot, Inc.

Name of Signer

Rita L. Fadell

Signature

Rita L. Fadell

Title

Assistant Secretary

Number of continuation pages attached:

0

Date

January 16, 2009