

# FINANCIAL DISCLOSURE REPORT

## FOR CALENDAR YEAR 2005

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

|  |  |  |
|--|--|--|
| <b>1. Person Reporting</b> <i>(Last name, first, middle initial)</i><br>Heaton, Joe L.   | <b>2. Court or Organization</b><br>Western District of Oklahoma  | <b>3. Date of Report</b><br>05/09/2006                 |
| <b>4. Title</b> <i>(Article III judges indicate active or senior status; magistrate judges indicate full- or part-time)</i><br>U.S. District Judge, Active | <b>5a. Report Type</b> (check appropriate type)<br>___ Nomination, Date _____<br>___ Initial <input checked="" type="checkbox"/> Annual    ___ Final<br><b>5b.</b> ___ Amended Report  | <b>6. Reporting Period</b><br>01/01/2005 to 12/31/2005 |
| <b>7. Chambers or Office Address</b><br>U.S. Courthouse, 200 NW 4 <sup>th</sup> Street, Room 3108<br>Oklahoma City, Oklahoma 73102                         | <b>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.</b><br>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 Instructions.)*

|                          | <u>POSITION</u>                 | <u>NAME OF ORGANIZATION/ENTITY</u>  |
|--------------------------|---------------------------------|---|
| <input type="checkbox"/> | NONE (No reportable positions.) |   |
| 1                        | Custodian/co-signer             | Custodial Accounts 1 and 2  |
| 2                        | Secretary - Treasurer           | <span style="background-color: black; color: black;">XXXXXXXXXX</span> Owners Association |
| 3                        |                                 |   |

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**II. AGREEMENTS.** *(Reporting individual only; see pp. 14-16 of Instructions.)*

|                          | <u>DATE</u>                      | <u>PARTIES AND TERMS</u>  |
|--------------------------|----------------------------------|---|
| <input type="checkbox"/> | NONE (No reportable agreements.) |   |
| 1                        | N/A                              | Oklahoma Public Employees Retirement System - vested. Eligible at age 62. |
| 2                        |                                  |   |

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

|   | <u>DATE</u>                                 | <u>SOURCE AND TYPE</u> | <u>INCOME</u> |
|---|---|------------------------|---------------|
| <b>A. Filer's Non-Investment Income</b> |   |                        |               |
| <input checked="" type="checkbox"/>     | NONE (No reportable non-investment income.) |                        |               |
| 1                                       |   |                        | \$            |
| 2                                       |   |                        | \$            |
| 3                                       |   |                        | \$            |

**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)**

|                                     |   |  |  |
|-------------------------------------|---|--|--|
| <input checked="" type="checkbox"/> | NONE (No reportable non-investment income.) |  |  |
| 1                                   |   |  |  |
| 2                                   |   |  |  |

**FINANCIAL DISCLOSURE REPORT**

Name of Person Reporting

Heaton, Joe L.

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05/09/2006

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

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

|                                     | <u>SOURCE</u>                             | <u>DESCRIPTION</u> |
|-------------------------------------|---|--------------------|
| <input checked="" type="checkbox"/> | NONE (No such reportable reimbursements.) |                    |
| 1                                   |   |                    |
| 2                                   |   |                    |
| 3                                   |   |                    |
| 4                                   |   |                    |
| 5                                   |   |                    |
| 6                                   |   |                    |
| 7                                   |   |                    |

**V. GIFTS.** *(Includes those to spouse and dependent children. See pp. 28-31 of Instructions.)*

|                                     | <u>SOURCE</u>                    | <u>DESCRIPTION</u> | <u>VALUE</u> |
|-------------------------------------|----------------------------------|--------------------|--------------|
| <input checked="" type="checkbox"/> | NONE (No such reportable gifts.) |                    |              |
| 1                                   |                                  |                    | \$           |
| 2                                   |                                  |                    | \$           |
| 3                                   |                                  |                    | \$           |
| 4                                   |                                  |                    | \$           |

**VI. LIABILITIES.** *(Includes those of spouse and dependent children See pp. 32-33 of Instructions.)*

|                                     | <u>CREDITOR</u>                   | <u>DESCRIPTION</u> | <u>VALUE CODE*</u> |
|-------------------------------------|-----------------------------------|--------------------|--------------------|
| <input checked="" type="checkbox"/> | NONE (No reportable liabilities.) |                    |                    |
| 1                                   |                                   |                    |                    |
| 2                                   |                                   |                    |                    |
| 3                                   |                                   |                    |                    |
| 4                                   |                                   |                    |                    |
| 5                                   |                                   |                    |                    |

\*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      P1=\$1,000,001-\$5,000,000  
                          P2=\$5,000,001-\$25,000,000      P3=\$25,000,001-\$50,000,000      P4=\$50,000,001 or more

**FINANCIAL DISCLOSURE REPORT**

Name of Person Reporting

Heaton, Joe L.

Date of Report

05/09/2006

**VII. Page 1 INVESTMENTS and TRUSTS -- income, value, transactions** (Includes those of spouse and dependent children. See pp. 34-60 of Instructions.)

| A<br>Description of Assets<br>(including trust assets)<br><br><i>Place "(X)" after each asset exempt from prior disclosure.</i> | B<br>Income during reporting period |                                | C<br>Gross value at end of reporting period |                          | D<br>Transactions during reporting period  |                               |                       |                      |   |
|---|-------------------------------------|--------------------------------|---|--------------------------|--|-------------------------------|-----------------------|----------------------|---|
|   | (1)                                 | (2)                            | (1)   | (2)                      | (1)  | If not exempt from disclosure |                       |                      |   |
|   | Amt. Code1 (A-H)                    | Type (e.g., div, rent or int.) | Value Code2 (J-P)                           | Value Method Code3 (Q-W) | Type (e.g., buy, sell, merger, redemption) | (2) Date: Month-Day           | (3) Value Code2 (J-P) | (4) Gain Code1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| <input type="checkbox"/> NONE (No reportable income, assets, or transactions.)  |                                     |                                |   |                          |  |                               |                       |                      |   |
| 1 Duke Energy common stock  | B                                   | Dividend                       | L   | T                        | Bought additional                          | 03/24                         | J                     |                      |   |
| 2 Xcel Energy common stock  | B                                   | Dividend                       | K   | T                        | Bought additional                          | 03/24                         | J                     |                      |   |
| 3 Oil & gas working interest  | C                                   | Royalty                        | K   | V                        |  |                               |                       |                      |   |
| 4 Smith Barney money fund (Citibank NA Bank Deposit Program   | B                                   | Dividend                       | K   | T                        |  |                               |                       |                      |   |
| 5 Investment Company of America   | D                                   | Dividend                       | M   | T                        |  |                               |                       |                      |   |
| 6 Europacific Growth Find   | B                                   | Dividend                       | K   | T                        | Bought                                     | 03/24                         | K                     |                      |   |
| 7 Okla. Dev. Finance Auth. bonds (St. John's Health System)   | A                                   | Interest                       | K   | T                        |  |                               |                       |                      |   |
| 8 Bank of Oklahoma accounts   |                                     | None                           | J   | T                        |  |                               |                       |                      |   |
| 9 323 East Mosier Limited Partnership. ltd. part. interest  | C                                   | Rent                           | M   | U                        |  |                               |                       |                      |   |
| 10 Masterpiece Properties LP - ltd. part. interest  | D                                   | Rent                           | L   | U                        |  |                               |                       |                      |   |
| 11 Meadowood II LP ltd. part. int. real est. dev., Cleveland County, OK   | D                                   | Rent                           | M   | U                        |  |                               |                       |                      |   |
| 12 Hollywood Shopping Center LLC, Norman, OK  | C                                   | Rent                           | J   | U                        |  |                               |                       |                      |   |
| 13 West Oaks Rentals, gen. Part. Norman, OK office bldg.,   | A                                   | Rent                           | J   | U                        |  |                               |                       |                      |   |
| 14 Norman Builders Supply common stock  |                                     | None                           | J   | U                        |  |                               |                       |                      |   |
| 15 Norman Construction & Paving common stock  |                                     | None                           | J   | U                        |  |                               |                       |                      |   |
| 16 DDB Limited Partnership, ltd. part. interest   | A                                   | Rent                           | L   | U                        |  |                               |                       |                      |   |
| 17 Growth Fund of America   | B                                   | Dividend                       | M   | T                        |  |                               |                       |                      |   |

|   |   |   |  |  |  |                     |
|---|---|---|--|--|--|---------------------|
| 1 | Income/Gain Codes:<br>(See Col. B1, D4) | A=\$1,000 or less<br>F=\$50,001-\$100,000                                   | B=\$1,001-\$2,500<br>G=\$100,001-\$1,000,000   | C=\$2,501-\$5,000<br>H1=\$1,000,001-\$5,000,000                                | D=\$5,001-\$15,000<br>H2=More than \$5,000,000       | E=\$15,001-\$50,000 |
| 2 | Value Codes:<br>(See Col. C1, D3)       | J=\$15,000 or less<br>N=\$250,001-\$500,000<br>P3=\$25,000,001-\$50,000,000 | K=\$15,001-\$50,000<br>O=\$500,001-\$1,000,000 | L=\$50,001-\$100,000<br>P1=\$1,000,001-\$5,000,000<br>P4=More than \$5,000,000 | M=\$100,001-\$250,000<br>P2=\$5,000,001-\$25,000,000 |                     |
| 3 | Value Method Codes:<br>(See Col. C2)    | Q=Appraisal<br>U=Book value   | R=Cost (real estate only)<br>V=Other           | S=Assessment<br>W=Estimated  | T=Cash/Market  |                     |

**FINANCIAL DISCLOSURE REPORT**

|  |                              |
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| Name of Person Reporting<br>Heaton, Joe L. | Date of Report<br>05/09/2006 |
|--|------------------------------|

**VII. Page 2 INVESTMENTS and TRUSTS -- income, value, transactions** (Includes those of spouse and dependent children. See pp. 34-60 of Instructions.)

| A<br>Description of Assets<br>(including trust assets)<br><br><i>Place "(X)" after each asset exempt from prior disclosure.</i> | B<br>Income during reporting period |                               | C<br>Gross value at end of reporting period |                         | D<br>Transactions during reporting period  |                               |                       |                      |   |
|---|-------------------------------------|-------------------------------|---|-------------------------|--|-------------------------------|-----------------------|----------------------|---|
|   | (1)                                 | (2)                           | (1)   | (2)                     | (1)  | If not exempt from disclosure |                       |                      |   |
|   | Amt. Code1 (A-H)                    | Type (e.g., div, rent or int) | Value Code2 (J-P)                           | Value Method Code (Q-W) | Type (e.g., buy, sell, merger, redemption) | (2) Date: Month-Day           | (3) Value Code2 (J-P) | (4) Gain Code1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| <input type="checkbox"/> NONE (No reportable income, assets, or transactions)   |                                     |                               |   |                         |  |                               |                       |                      |   |
| 18 ING - USA Life Ins. Co. (formerly Equitable of Iowa) - whole life ins.   | A                                   | Dividend                      | J   | U                       |  |                               |                       |                      |   |
| 19 Individual Retirement Trust #1   | D                                   | Dividend                      | M   | T                       |  |                               |                       |                      |   |
| 20 - Amcap Fund   |                                     |                               |   |                         |  |                               |                       |                      |   |
| 21 - Investment Company of America  |                                     |                               |   |                         |  |                               |                       |                      |   |
| 22 - Smith Barney Money Funds - cash portfolio - A  |                                     |                               |   |                         |  |                               |                       |                      |   |
| 23 - Growth Fund of America   |                                     |                               |   |                         |  |                               |                       |                      |   |
| 24 Individual Retirement Trust #2   | D                                   | Dividend                      | M   | T                       |  |                               |                       |                      |   |
| 25 -Amcap Fund  |                                     |                               |   |                         |  |                               |                       |                      |   |
| 26 - Investment Company of America  |                                     |                               |   |                         |  |                               |                       |                      |   |
| 27 - Smith Barney Money Funds - cash portfolio - A  |                                     |                               |   |                         |  |                               |                       |                      |   |
| 28 - Growth Fund of America   |                                     |                               |   |                         |  |                               |                       |                      |   |
| 29 Custodial Account #1   | E                                   |                               | M   | T                       |  |                               |                       |                      |   |
| 30 - Smith Barney money funds (Mun. Money Market Fund - Ch A)   |                                     |                               |   |                         |  |                               |                       |                      |   |
| 31 - Smith Barney Large Cap Value fund  |                                     |                               |   |                         | partial sales                              | see note                      | K                     | C                    |   |
| 32 - Growth Fund of America   |                                     |                               |   |                         | partial sale                               | 08/29                         | J                     | B                    |   |
| 33 - 323 East Mosier LP, ltd. part. interest  |                                     |                               |   |                         |  |                               |                       |                      |   |

|   |   |   |  |  |  |                     |
|---|---|---|--|--|--|---------------------|
| 1 | Income/Gain Codes:<br>(See Col. B1, D4) | A=\$1,000 or less<br>F=\$50,001-\$100,000                                   | B=\$1,001-\$2,500<br>G=\$100,001-\$1,000,000   | C=\$2,501-\$5,000<br>H1=\$1,000,001-\$5,000,000                                | D=\$5,001-\$15,000<br>H2=More than \$5,000,000       | E=\$15,001-\$50,000 |
| 2 | Value Codes:<br>(See Col. C1, D3)       | J=\$15,000 or less<br>N=\$250,001-\$500,000<br>P3=\$25,000,001-\$50,000,000 | K=\$15,001-\$50,000<br>O=\$500,001-\$1,000,000 | L=\$50,001-\$100,000<br>P1=\$1,000,001-\$5,000,000<br>P4=More than \$5,000,000 | M=\$100,001-\$250,000<br>P2=\$5,000,001-\$25,000,000 |                     |
| 3 | Value Method Codes:<br>(See Col. C2)    | Q=Appraisal<br>U=Book value   | R=Cost (real estate only)<br>V=Other           | S=Assessment<br>W=Estimated  | T=Cash/Market  |                     |

**FINANCIAL DISCLOSURE REPORT**

|  |                              |
|--|------------------------------|
| Name of Person Reporting<br>Heaton, Joe L. | Date of Report<br>05/09/2006 |
|--|------------------------------|

**VII. Page 3 INVESTMENTS and TRUSTS -- income, value, transactions** (Includes those of spouse and dependent children. See pp. 34-60 of Instructions.)

| A.<br>Description of Assets<br>(including trust assets)<br><br><i>Place "(X)" after each asset<br/>exempt from prior disclosure.</i> | B.<br>Income during<br>reporting period |   | C.<br>Gross value<br>at end of<br>reporting period |                                  | D.<br>Transactions during reporting period             |                               |                                |                               |  |
|--|---|---|--|----------------------------------|--|-------------------------------|--------------------------------|-------------------------------|--|
|  | (1)                                     | (2)   | (1)  | (2)                              | (1)  | If not exempt from disclosure |                                |                               |  |
|  | Amt.<br>Code1<br>(A-H)                  | Type<br>(e.g.,<br>div.,<br>rent or<br>int.) | Value<br>Code2<br>(J-P)                            | Value<br>Method<br>Code<br>(Q-W) | Type<br>(e.g.,<br>buy, sell,<br>merger,<br>redemption) | (2)<br>Date:<br>Month-<br>Day | (3)<br>Value<br>Code2<br>(J-P) | (4)<br>Gain<br>Code1<br>(A-H) | (5)<br>Identity of<br>buyer/seller<br>(if private transaction) |
| <input type="checkbox"/> <b>NONE</b> (No reportable income, assets, or transactions)   |   |   |  |                                  |  |                               |                                |                               |  |
| 34 - Masterpiece Properties LP, ltd. part. interest  |   |   |  |                                  |  |                               |                                |                               |  |
| 35 - Meadowood II LP, ltd. part. interest  |   |   |  |                                  |  |                               |                                |                               |  |
| 36 - DDB Limited Part. ltd. part. interest   |   |   |  |                                  |  |                               |                                |                               |  |
| 37 Custodial Account #2  | D                                       |   | M  | T                                |  |                               |                                |                               |  |
| 38 - Smith Barney money funds (Citibank NA Bank Deposit program)   |   |   |  |                                  |  |                               |                                |                               |  |
| 39 - Bank of Oklahoma account  |   |   |  |                                  |  |                               |                                |                               |  |
| 40 - Smith Barney Large Cap Value Fund   |   |   |  |                                  | partial sale   | 02/23                         | J                              | A                             |  |
| 41 - Growth Fund of America  |   |   |  |                                  |  |                               |                                |                               |  |
| 42 - 323 East Mosier LP, ltd. part. interest   |   |   |  |                                  |  |                               |                                |                               |  |
| 43 - Meadowood II LP, ltd. part. interest  |   |   |  |                                  |  |                               |                                |                               |  |
| 44 - DDB Limited Part ltd. part. int.  |   |   |  |                                  |  |                               |                                |                               |  |

|   |   |   |  |   |  |                     |
|---|---|---|--|---|--|---------------------|
| 1 | Income/Gain Codes:<br>(See Col. B1, D4) | A=\$1,000 or less<br>F=\$50,001-\$100,000                                   | B=\$1,001-\$2,500<br>G=\$100,001-\$1,000,000   | C=\$2,501-\$5,000<br>H1=\$1,000,001-\$5,000,000                                 | D=\$5,001-\$15,000<br>H2=More than \$5,000,000       | E=\$15,001-\$50,000 |
| 2 | Value Codes:<br>(See Col. C1, D3)       | J=\$15,000 or less<br>N=\$250,001-\$500,000<br>P3=\$25,000,001-\$50,000,000 | K=\$15,001-\$50,000<br>O=\$500,001-\$1,000,000 | L=\$50,001-\$100,000<br>P1=\$1,000,001-\$5,000,000<br>P4=More than \$50,000,000 | M=\$100,001-\$250,000<br>P2=\$5,000,001-\$25,000,000 |                     |
| 3 | Value Method Codes:<br>(See Col. C2)    | Q=Appraisal<br>U=Book value   | R=Cost (real estate only)<br>V=Other           | S=Assessment<br>W=Estimated   | T=Cash/Market  |                     |

**FINANCIAL DISCLOSURE REPORT**

|                          |                |
|--------------------------|----------------|
| Name of Person Reporting | Date of Report |
| Heaton, Joe L.           | 05/09/2006     |

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

1. The value of the oil and gas working interest identified in Part VII, line 3, is based on average monthly income during the period x36 months. The wells are located in Oklahoma (Folmar) and McClain (Lewis 1-11 and Mooney) Counties, Oklahoma.
2. As to the custodial accounts shown in Part VII, filer is the custodian or co-signer of the bank account and assets in brokerage account. [REDACTED] is custodian as to limited partnership interest. Valuations of publicly traded funds are based on cash/market; values of limited partnership interests are based on book value.
3. The limited partnership interests identified in Part VII, lines 9, 10, 11 and 16 also had interest or dividend income in addition to rental income (per K-1). (Software only permits a single type to be shown.)
4. The multiple partial sales of the asset shown in Part VII, line 31, occurred on 02/23, 06/20, 07/19 and 11/21. Value and gain totals are indicated.

**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 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353 and Judicial Conference regulations.

Signature: [REDACTED]

Date: 05/09/2006

NOTE: AN 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