

AO 10
Rev. 1/2011

**FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2010**

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

1. Person Reporting (last name, first, middle initial) Heaton, Joe L.	2. Court or Organization District Court - Western District of Oklahoma	3. Date of Report 05/13/2011
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 01/01/2010 to 12/31/2010
7. Chambers or Office Address United States Courthouse 200 NW 4th Street, Room 3108 Oklahoma City, OK 73102	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.	Custodian	Custodial Account #2
2.	Secretary - Treasurer	
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.	N/A	Oklahoma Public Employees Retirement System - vested. Eligible at age 62
2.		
3.		

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Heaton, Joe L.

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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.	Duke Energy common stock	B	Dividend	K	T					
2.	Spectra Energy common stock	B	Dividend	K	T					
3.	Xcel Energy common stock	B	Dividend	K	T					
4.	Oil & gas working interest	D	Royalty	K	V					
5.	Smith Barney money fund (Citibank NA Bk Deposit Program)	A	Dividend	J	T					
6.	Investment Company of America	C	Dividend	M	T	Sold (part)	12/15/10	K	D	
7.	Europacific Growth Fund	A	Dividend	K	T					
8.	Okla. Dev. Finance Auth. bonds (St. John's Health System)	A	Interest	J	T					
9.	Bank of Oklahoma accounts		None	J	T					
10.	323 East Mosier Ltd Partnership Ltd. part. interest	E	Rent	M	U					
11.	Masterpiece Properties LP - Ltd. part. interest	D	Rent	L	U					
12.	Meadowood II LP Ltd. part. int. real est. dev. Cleveland, OK	B	Rent	M	U					
13.	Hollywood Shopping Center LLC, Norman, OK	C	Rent	J	U					
14.	West Oaks Rentals, gen. Part. Norman, OK office bldg.	B	Rent	J	U					
15.	Norman Construction & Paving common stock		None	J	U					
16.	DDB Limited Partnership, Ltd. part. interest	C	Rent	M	U					
17.	Growth Fund America	A	Dividend	M	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 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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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)
	18. ING - USA Life Ins. Co. (formally Equitable of Iowa)	A	Dividend	J	U				
19. Int.Growth & Income Fund	A	Dividend	J	T	Buy	12/15/10	J		
20. Small Cap World Fund	A	Dividend	J	T	Buy	12/15/10	J		
21. Individual Retirement Account #1	C	Dividend	N	T					
22. - Amcap Fund									
23. - Investment Company of America									
24. - Smith Barney Money Funds - case portfolio - A									
25. - Growth Fund of America Account									
26. - EuroPacific Growth Fund									
27. Individual Retirement Account #2	C	Dividend	M	T					
28. - Amcap Fund									
29. - Investment Company of America									
30. - Smith Barney Money Funds - case portfolio - A									
31. - Growth Fund of America									
32. - EuroPacific Growth Fund									
33. Custodial Account #2	D		N						
34. - Smith Barney money fund (Citibank NA Bank Deposit program)									

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

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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 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. - Bank of Oklahoma account									
36. - Smith Barney Large Cap Value Fund (now Legg Mason)					Sold	01/04/10	J		
37. - Growth Fund of America									
38. - 323 East Mosier LP, ltd. part. interest									
39. Meadowood II LP, ltd. part. interest									
40. - DDB Limited Part. ltd. part. int.									
41. - Masterpiece Properties LP, ltd. part. interest									

1. Income Gain Codes: (See Columns B1 and D4)
 2. Value Codes (See Columns C1 and D3)
 3. Value Method Codes (See Column C2)

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
F = \$50,001 - \$100,000	G = \$100,001 - \$1,000,000	H1 = \$1,000,001 - \$5,000,000	H2 = More than \$5,000,000	
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	D = \$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		
Q = Appraisal	R = Con (Real Estate Only)	S = Assessment	T = Cash Market	
U = Book Value	V = Other	W = Estimated		

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

1. The value of the oil and gas working interest identified in Part VII, line 4, 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 account 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 interests. Valuations of publicly traded funds are based on cost/market; values of limited partnership interests are based on book value.
3. The limited partnership interests identified in Part VII, lines 10, 11, 12 and 16 also had interest or dividend income in addition to rental income (per K-1). The properties generating rental income are in Cleveland County, OK.

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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/Joe Heaton

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)

Committee on Financial Disclosure
Administrative Office of the United States Courts
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544