AO-10 (WP) Rev. 1/2006

FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2005

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)* Heaton, Joe L.	**2. Court or Organization** Western District of Oklahoma	**3. Date of Report** 05/09/2006
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)** ___ Nomination, Date ___________ ___ Initial ✓ Annual ___ Final **5b.** ___ Amended Report	**6. Reporting Period** 01/01/2005 to 12/31/2005
7. Chambers or Office Address U.S. Courthouse, 200 NW 4th Street, Room 3108 Oklahoma City, Oklahoma 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.

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FINANCIAL DISCLOSURE OFFICE

I. POSITIONS. *(Reporting individual only; see pp. 9-13 of Instructions.)*

☐ **NONE** (No reportable positions.)

	POSITION	NAME OF ORGANIZATION/ENTITY
1	Custodian/co-signer	Custodial Accounts 1 and 2
2	Secretary - Treasurer	[redacted] Owners Association
3		

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

☐ **NONE** (No reportable agreements.)

	DATE	PARTIES AND TERMS
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.)*

A. Filer's Non-Investment Income

☑ **NONE** (No reportable non-investment income.)

	DATE	SOURCE AND TYPE	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)

☑ **NONE** (No reportable non-investment income.)

	DATE	SOURCE AND TYPE
1		
2		

FINANCIAL DISCLOSURE REPORT	Name of Person Reporting Heaton, Joe L.	Date of Report 05/09/2006

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

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

	SOURCE	DESCRIPTION
✓	**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.)*

	SOURCE	DESCRIPTION	VALUE
✓	**NONE** (No such reportable gifts.)		
1			$
2			$
3			$
4			$

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

	CREDITOR	DESCRIPTION	VALUE CODE*
✓	**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	Date of Report
Heaton, Joe L.	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. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure.	B. Income during reporting period (1) Amt. Code1 (A-H)	B. (2) Type (e.g., div., rent or int.)	C. Gross value at end of reporting period (1) Value Code2 (J-P)	C. (2) Value Method Code3 (Q-W)	D. Transactions during reporting period (1) Type (e.g., buy, sell, merger, redemption)	If not exempt from disclosure (2) Date: Month-Day	(3) Value Code2 (J-P)	(4) Gain Code1 (A-H)	(5) Identity of buyer/seller (if private transaction)
	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: (See Col. B1, 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 Col. C1, 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 Col. C2)	Q=Appraisal U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

FINANCIAL DISCLOSURE REPORT	Name of Person Reporting	Date of Report
	Heaton, Joe L.	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. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
		(1)	(2)	(1)	(2)	(1)	If not exempt from disclosure			
	Place "(X)" after each asset exempt from prior 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)
☐	**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: (See Col. B1, 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 Col. C1, 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 Col. C2)	Q=Appraisal U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

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Name of Person Reporting	Date of Report
Heaton, Joe L.	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. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
						If not exempt from disclosure			
Place "(X)" after each asset exempt from prior disclosure.	(1) Amt. Code1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code2 (J-P)	(2) Value Method Code (Q-W)	(1) 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)
☐ **NONE** (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: (See Col. B1, 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 Col. C1, 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 Col. C2)	Q=Appraisal U=Book value	R=Cost (real estate only) V=Other	S=Assessment W=Estimated	T=Cash/Market	

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 w[redacted]C. app. § 501 et. seq., 5 U.S.C. § 7353 and Judicial Conference regulations.

Signature [redacted] ______________________ Date: 05/09/2006

NOTE: A[redacted]DUAL WHO KNOWINGLY AND WILFULLY FALSIFIES OR FAILS TO FILE THIS REPORT MAY BE SUBJEC[redacted]L 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