

**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) Heaton, Joe L.	2. Court or Organization District Court - Western District of Oklahoma	3. Date of Report 05/10/2012
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) United States 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 01/01/2011 to 12/31/2011
7. Chambers or Office Address United States Courthouse 200 NW 4th Street, Room 3108 Oklahoma City, OK 73102		
<p align="center">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></p>		

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 60
2.		
3.		

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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)	(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)
1.	Duke Energy common stock	B	Dividend	K	T					
2.	Spectra Energy common stock	A	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	B	Dividend	M	T	Sold (part)	4/11/11	J		
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	D	Rent	M	U					
11.	Masterpiece Properties LP - Ltd. part. interest	A	Rent	L	U					
12.	Meadowood II LP Ltd. part. int. real est. dev. Cleveland, OK	A	Rent	M	U					
13.	Hollywood Shopping Center LLC, Norman, OK	C	Rent	J	U					
14.	West Oaks Rentals, gen. Part. Norman, OK office bldg	A	Rent	J	U					
15.	Norman Construction & Paving common stock		None	J	U					
16.	DDB Limited Partnership, Ltd. part. interest	D	Rent	N	U					
17.	Growth Fund America	A	Dividend	M	T	Sold (part)	03/25/11	J	A	

1. Income Gain Codes (See Columns D1 and D4)	A = \$1,000 or less I = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 I1 = 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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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	(2) Type (e.g., div., rent, or int.)	(1) Value	(2) Value	(1)	(2)	(3)	(4)	(5)	
	Code 1 (A-H)		Code 2 (J-P)	Method Code 3 (Q-W)	Type (e.g., buy, sell, redemption)	Date mm/dd/yy	Code 2 (J-P)	Code 1 (A-H)	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						
20. Small Cap World Fund	A	Dividend	J	T						
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. International Growth and Income Fund					Buy	06/13/11	J			
28. Individual Retirement Account #2	C	Dividend	M	T						
29. - Amcap Fund										
30. - Investment Company of America										
31. - Smith Barney Money Funds - case portfolio - A										
32. - Growth Fund of America										
33. - EuroPacific Growth Fund										
34. International Growth and Income Fund					Buy	06/13/11	J			

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
 H = More than \$1,000,000

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
 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

Q = Appraisal
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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 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. Custodial Account #2	D	Dividend	N							
36. - Smith Barney money fund (Citibank NA Bank Deposit program)										
37. - Bank of Oklahoma account										
38. - Growth Fund of America										
39. - 323 East Mosier LP, ltd. part. interest										
40. Meadowood II L.P, ltd part interest										
41. - DDB Limited Part. ltd. part. int.										
42. - Masterpiece Properties LP, ltd. part. interest										

1. Income/Gain Codes. (See Columns B1 and D4)
 A = \$1,000 or less
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 N = \$500,001 - \$1,000,000
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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. 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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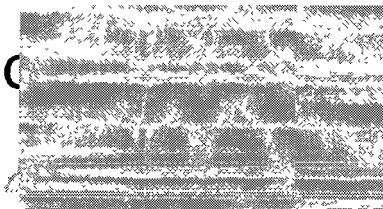
Name of Person Reporting	Date of Report
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IX. CERTIFICATION.

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.

Judge Jo
Heaton



Signature: s/ **Joe L. Heaton**

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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