

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2013

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) NOEL, FRANKLIN L.	2. Court or Organization U. S. DISTRICT COURT	3. Date of Report 09/29/2014
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U. S. MAGISTRATE JUDGE (FULL)	5a. Report Type (check appropriate type) ☐ Nomination ☐ Date ☐ Initial ☒ Annual ☐ Final 5b. ☒ Amended Report	6. Reporting Period 01/01/2013 to 12/31/2013
7. Chambers or Office Address 9W UNITED STATES COURTHOUSE 300 SOUTH 4TH STREET MINNEAPOLIS, MINNESOTA 55415		
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.		

I. POSITIONS. (Reporting individual only; see pp. 9-13 of filing instructions.)

☐ NONE (No reportable positions.)

POSITION

NAME OF ORGANIZATION/ENTITY

1. Adjunct Professor	University of Minnesota Law School
2.	
3.	
4.	
5.	

II. AGREEMENTS. (Reporting individual only; see pp. 14-16 of filing instructions.)

☒ NONE (No reportable agreements.)

DATE

PARTIES AND TERMS

1.	
2.	
3.	

FINANCIAL DISCLOSURE REPORT

Page 2 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

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09/29/2014

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> (yours, not spouse's)
1. 1-5/13	University of Minnesota Law School; wages	\$4,500.00
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. 1-12/2013	Marketing Minds, salary; supplemental distribution
2. 1-12/2013	General Mills, Inc. Pension Benefits
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.				

FINANCIAL DISCLOSURE REPORT

Page 3 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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.		

FINANCIAL DISCLOSURE REPORT

Page 4 of 19

Name of Person Reporting

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09/29/2014

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. Wells Fargo Brokerage Account #1									
2. -- Apple, Inc (AAPL)	C	Dividend	K	T					
3. --CNA Financial Group (CNA)	A	Dividend	J	T					
4. --Chicago Bridge (CBI) (X) (see part VIII)	A	Dividend	J	T					
5. --E.I. dePont de Nemours (DD)	A	Dividend	J	T					
6. --Fresh DelMonte Produce (FDP)	A	Dividend	J	T					
7. --Flextronics International, Ltd. (FLEX)		None	J	T					
8. --Gannett Co., Inc. (GCI)	A	Dividend	K	T					
9. --General Electric Co. (GE)	A	Dividend	J	T					
10. --Goldcorp Inc. (GG)	A	Dividend	J	T					
11. --Home Depot, Inc. (HD)	A	Dividend	J	T					
12. --Handleman, Co. (HDLM) (see part VIII)		None				01/17/13	J	A	
13. --Humana, Inc. (HUM)	A	Dividend	J	T					
14. --Imation Corp. (IMN)		None	J	T					
15. --ION Geophysical Corp. (IO)		None	J	T					
16. --Japan Smaller Cap Fund (JOF)	A	Dividend	J	T					
17. --Southwest Airlines (LUV)	A	Dividend	J	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	
3. Value Method Codes	P3 = \$25,000,001 - \$50,000,000		P4 = More than \$50,000,000		
(See Column C2)	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash Market	
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FINANCIAL DISCLOSURE REPORT

Page 5 of 19

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18. --Newmont Mining Corp. (NEM)	A	Dividend	J	T					
19. --Newport Corporation (NEWP)		None	J	T					
20. --Newell Rubbermaid, Inc. (NWL)	A	Dividend	J	T					
21. --Planar Systems, Inc. (PLNR)		None	J	T					
22. --Regis Corporation (RGS)	A	Dividend	J	T					
23. --Shaw Group, Inc. (SHAW) (See part VIII)		None			Merged (with line 4)	02/13/13	J	A	
24. --Sony Corporation (ADR) (SNE)	A	Dividend	J	T					
25. --Sunrise Senior Living, Inc. (SRZ)		None			Sold	01/09/13	J	A	
26. --Steris Corporation (STE)	A	Dividend	J	T					
27. --Superior Industries Int'l, Inc. (SUP)	A	Dividend	J	T					
28. --Tecumseh Products Company (TECUA)		None	J	T					
29. --U.S. Bancorp (USB)	A	Dividend	J	T					
30. --Wausau Paper Corp. (WPP)	A	Dividend	J	T					
31. --Zygo Corporation (ZIGO)		None	J	T					
32. --Wells Fargo Money Market FD	A	Interest	K	T					
33. Wells Fargo Brokerage Account #2									
34. --Amerisource Bergen Corp. (ABC)	A	Dividend	K	T					

1. Income Gain Codes: (See Columns B1 and 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 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	

FINANCIAL DISCLOSURE REPORT

Page 6 of 19

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35. --ACE Limited (ACE)	A	Dividend	K	T					
36. --Aviat Networks, Inc. (AVNW)		None	J	T					
37. --Baxter International, Inc. (BAX)	A	Dividend	J	T					
38. --ConAgra Foods, Inc. (CAG)	A	Dividend	J	T					
39. --Center Point Energy, Inc. (CNP)	A	Dividend	K	T					
40. --CONSOL Energy, Inc. (CNX)	A	Dividend	K	T					
41. --CONOCOPhillips (COP)	B	Dividend	K	T					
42. --Phillips 66 (psx)	A	Dividend	K	T					
43. --Dean Foods Company (DF)		None	J	T					
44. --Devon Energy Corporation (DVN)	A	Dividend	K	T					
45. --Embraer, SA (ADR) (ERJ)	A	Dividend	J	T					
46. --Harris Corporation (HRS)	A	Dividend	K	T					
47. --Lorillard, Inc. (LO)	B	Dividend	K	T					
48. --Mueller Industries, Inc. (MLI)	A	Dividend	J	T					
49. --Nokia Corporation (ADR) (NOK)	A	Dividend	J	T					
50. --Stanley Black & Decker, Inc. (SWK)	A	Dividend	J	T					
51. --Whiteware Foods (WWAV)		None	J	T	Spinoff (from line 43)	05/24/13	J		

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FINANCIAL DISCLOSURE REPORT

Page 7 of 19

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52. --Wells Fargo accounts WF money market FD	A	Interest	N	T					
53. Wells Fargo IRA Account #1									
54. --AOL, Inc. (AOL)		None	J	T					
55. --Citigroup, Inc. (C)	A	Dividend	J	T					
56. --Cisco Systems, Inc. (CSCO)	A	Dividend	J	T					
57. --Diageo, plc (ADR) (DEO)	A	Dividend	K	T					
58. --Dodge & Cox Int'l Stock Fund (DODFX)	A	Dividend	L	T					
59. --Wells Fargo Adv. (formerly Evergreen) Int'l Eq Fund WFEAX	A	Dividend	K	T					
60. --International Business Machine Corp. (IBM)	A	Dividend	K	T					
61. --Intel Corporation (INTC)	A	Dividend	K	T					
62. --Nu Skin Enterprises, Inc. (NUS)	B	Dividend	M	T					
63. --New York Community Bancorp, Inc. (NYCB)	B	Dividend	K	T					
64. --Mutual Quest Fund Class A (TEQIX)	B	Dividend	K	T					
65. --Time Warner Cable, Inc. (TWC)	A	Dividend	J	T					
66. --Time Warner, Inc. (TWX)	A	Dividend	J	T					
67. --Pimco All Asset Fund (PAUCX)	B	Dividend	K	T					
68. --cash	A	Interest	M	T					

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FINANCIAL DISCLOSURE REPORT

Page 8 of 19

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69. Wells Fargo IRA Account #2									
70. --Becton, Dickinson and Co. (BDX)	A	Dividend	K	T					
71. --ConocoPhillips (COP)	A	Dividend	K	T					
72. --Phillips 66 (PSX)	A	Dividend	J	T					
73. --Mutual Quest Fund Z (MQIFX)	C	Dividend	M	T					
74. --Novartis, AG (ADR) (NVS)	B	Dividend	K	T					
75. --Proctor & Gamble Company (PG)	A	Dividend	K	T					
76. --The Travelers Companies, Inc. (TRV)	A	Dividend	K	T					
77. --Pimco Inc. Fund (PONCX)	B	Dividend	L	T					
78. --cash	A	Interest	N	T					
79. Wells Fargo IRA Account #3									
80. --AOL, Inc. (AOL)		None	J	T					
81. --SPDR ETF (DIA)	B	Dividend	L	T					
82. -- S&P 500 Dep. Recp't Unit Ser I (SPY)	A	Dividend	K	T					
83. --Time Warner (Cable) (TWC)	A	Dividend	J	T					
84. --Time Warner (TWX)	A	Dividend	J	T					
85. --cash	A	Interest	K	T					

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FINANCIAL DISCLOSURE REPORT

Page 9 of 19

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86. Wells Fargo IRA Account #4--WF Adv Large Cap Fund (STRFX)		None	J	T					
87. Wells Fargo Bank Cash Accounts	C	Interest	P1	T					
88. Schwab Brokerage Account #1									
89. --BP Pic (ADR) (BP)	B	Dividend	K	T					
90. --DaimlerChrysler (CX formerly DDAIF)	A	Dividend	J	T					
91. --Darden Restaurants, Inc. (DRI)	A	Dividend	K	T					
92. --Dow Chemical Company (DOW)	A	Dividend	K	T					
93. --Energen Corporation (EGN)	A	Dividend	J	T					
94. --Exxon Mobil Corporation (XOM)	A	Dividend	K	T					
95. --Frontier Communications Corp. (FTR)	A	Dividend	J	T					
96. --General Electric Company (GE)	A	Dividend	K	T					
97. --General Mills, Inc. (GIS)	B	Dividend	K	T					
98. --Honeywell International, Inc. (HON)	B	Dividend	L	T					
99. --Iberdrola SA (IBDRY)	A	Dividend	J	T					
100. --JM Smucker Company (SJM)	A	Dividend	J	T					
101. --Johnson & Johnson (JNJ)	B	Dividend	K	T					
102. --Kellogg Company (K)	B	Dividend	K	T					

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FINANCIAL DISCLOSURE REPORT

Page 10 of 19

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103. --KeyCorp. (KEY)	A	Dividend	J	T					
104. --MBIA, Inc. (MBI)		None	J	T					
105. --Norfolk Southern Corporation (NSC)	A	Dividend	K	T					
106. --Nu Skin (NUS)	A	Dividend	L	T	Buy	09/10/13	K		
107. --Piper Jaffray Companies (PJC)		None	J	T					
108. --Power Shares QQQ trust, Ser. 1 (QQQ)	A	Dividend	K	T					
109. --Proctor & Gamle Company (PG)	A	Dividend	K	T					
110. --SPDR S&P 500 (ETF) (SPY)	A	Dividend	J	T					
111. --SPDR ETF fka Diamond Trust Series Mutual Fund (DIA)	A	Dividend	J	T					
112. --SuperValu, Inc. (SVU)	A	Dividend	J	T					
113. --Surmodics, Inc. (SRDX)		None	J	T					
114. --Target Corporation (TGT)	A	Dividend	K	T					
115. --Textron, Inc. (TXT)	A	Dividend	K	T					
116. --US Bancorp (USB)	A	Dividend	K	T					
117. --Verizon Communications, Inc. (VZ)	A	Dividend	J	T					
118. --Washington Real Estate Investment T (WRE)	A	Dividend	J	T					
119. --Pimco High Yield Institutional shares (PHIYX)	C	Dividend	K	T					

1. Income Gain Codes: (See Columns B1 and 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 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	

FINANCIAL DISCLOSURE REPORT

Page 11 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)
120. --Schwab S&P 500 Index Fund (SWPPX)	A	Dividend	K	T					
121. --US Treasury due 8/15/23	A	Interest	J	T					
122. --Schwab cash reserves (SWSXX)	A	Interest	N	T					
123. --Kinder/Morgan (KMI)	A	Dividend	J	T					
124. SCHWAB 401(k) account									
125. --Schwab Money Mkt Fund (SWMXX)	A	Dividend	K	T	Buy	02/07/13	K		
126. --Becton Dickinson (BDX)	A	Dividend	K	T					
127. --International Business Machines (IBM)	B	Dividend	L	T					
128. --New York Community Bancorp, Inc. (NYB)	B	Dividend	K	T					
129. --NuSkin Enterprises (NUS)	B	Dividend	M	T	Buy (add'l)	08/21/13	K		
130. --Novartis (NVS)	A	Dividend	J	T	Buy	12/20/13	J		
131. --Nuance (NUAN)		None	K	T	Buy	01/18/13	K		
132.					Buy (add'l)	04/02/13	J		
133. OAKMARK Intl Fund (OAKIX)	B	Dividend	K	T	Buy	03/06/13	J		
134.					Buy (add'l)	12/02/13	J		
135. GABELLI Small Cap (GABSX)	A	Dividend	J	T	Buy	03/06/13	J		
136. Charles Schwab Bank	A	Interest	K	T					

1. Income Gain Codes: (See Columns B1 and 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 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	

FINANCIAL DISCLOSURE REPORT

Page 12 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)
137. Morgan Stanley Brokerage Account									
138. --Citibank NA	A	Interest	N	T					
139. --AT&T (T)	A	Dividend	J	T					
140. --Alcatel Lucent (ALU)		None	J	T					
141. --Boeing (BA)	B	Dividend	L	T					
142. --Comcast Corp. (CMCSA)	A	Dividend	J	T					
143. --EXELON Corp (EXC)	A	Dividend	J	T					
144. --Dow Chemical (DOW)	A	Dividend	J	T					
145. --Edison International (EIX)	A	Dividend	J	T					
146. --Kinder/Morgan, Inc. (KMI)	A	Dividend	J	T					
147. --Energen Corp. (EGN)	A	Dividend	K	T					
148. --IBERDROLA (IBDRY)	A	Dividend	J	T					
149. --LSI Corp. (LSI)		None	J	T					
150. --National Fuel Gas (NFG)	A	Dividend	K	T					
151. --PG&E (PCG)	A	Dividend	J	T					
152. --PNC Financial Services (PNC)	A	Dividend	J	T					
153. --Praxair, Inc. (PX)	A	Dividend	J	T					

1. Income Gain Codes: (See Columns B1 and 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 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	

FINANCIAL DISCLOSURE REPORT

Page 13 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)
154. --CenturyLink (CTL) Comm.(Q	A	Dividend	J	T					
155. --Contra Seahawk		None	J	T					
156. --Sempra Energy (SRE)	A	Dividend	K	T					
157. --USEC, Inc. (USU)		None	J	T					
158. --Verizon (VZ)	A	Dividend	J	T					
159. --Vodafone Group (VOD)	A	Dividend	J	T					
160. --Westar Energy, Inc. (WR)	A	Dividend	J	T					
161. --Bobson Capital Corp. (MCI)	B	Dividend	J	T					
162. --Mutual Quest (MQIFX)	A	Dividend	J	T					
163. --Mutual Global Disc. (MDISX)	B	Dividend	L	T					
164. American Century Mutual Funds (Am. Century)									
165. --Growth (TWCXG)	B	Dividend	K	T					
166. --Ultra (TWCUX)	B	Dividend	K	T					
167. --Balanced (TWBIX)	D	Dividend	L	T					
168. Federated Mutual Fund (Federated)	D	Distribution	M	T					
169. Vanguard									
170. --Balanced Index Fund Investors Shares (VBINX)	A	Dividend	J	T					

1. Income Gain Codes: (See Columns B1 and 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 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	

FINANCIAL DISCLOSURE REPORT

Page 14 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)
171. --Tax Exempt Money Market Fund (VMSXX)	A	Dividend	J	T					
172. --Odyssey Marine Expl. (OMEX)		None	J	T					
173. --Prime Money Market Fund (VMMXX)	A	Dividend	P1	T					
174. --Windsor Fund Investor Shares (VWNDX)	A	Dividend	K	T					
175. Heartland Value Fund (HRTVX)	C	Distribution	L	T					
176. Manulife Financial Corp.(MFC)	B	Dividend	K	T					
177. General Mills 401(k)									
178. --Schwab money Mkt Fund (SWMXX)(see part VIII)	A	Dividend	J	T					
179. --General Mills (GIS)	B	Dividend	L	T					
180. --F five		None	K	T					
181. --Mutual Funds	D	Dividend	O	T					
182. Aware Board Non-Qualified Fund Blue Cross Blue Shield									
183. --FID Growth Co., (FGCKX)	D	Dividend	M	T					
184. --SPTN 500 Index (FUSVX)	A	Dividend	K	T	Buy	04/01/13	K		
185. --Times Sq SMCAP (TSCPX)		None	K	T					
186. --Pim Total Rtn (PTTRX)	C	Dividend			Sold (part)	04/01/13	K	D	
187.					Sold (part)	06/10/13	K		

1. Income Gain Codes: (See Columns B1 and 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 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 \$5,000,000	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	

FINANCIAL DISCLOSURE REPORT

Page 15 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)
188.					Sold (part)	07/08/13	K		
189.					Sold (part)	07/18/13	K		
190.					Sold (part)	08/07/13	K		
191.					Sold	09/09/13	K		
192. --TMTL Global Bond (TPINX)	A	Dividend	K	T					
193. --Fidelity Cash Res (FDRXX)	C	Dividend			Sold (part)	01/24/13	K	D	
194.					Sold (part)	02/05/13	K		
195.					Sold (part)	05/06/13	K		
196.					Sold (part)	07/24/13	K		
197.					Sold	12/20/13	K		
198. --Fid Sel Tech (FSPTX)		None	L	T					
199. --Pim Real Return (PRRIX)	B	Dividend			Sold (part)	02/25/13	K	D	
200.					Sold	03/06/13	K		
201. --Artisan Int/Val Inv (ARTKX)	D	Dividend	L	T	Buy	02/25/13	K		
202.					Buy (add'l)	03/06/13	K		
203.					Buy (add'l)	05/06/13	K		
204.					Buy (add'l)	08/07/13	K		

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		

FINANCIAL DISCLOSURE REPORT

Page 16 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)
205.					Buy (add'l)	09/09/13	K		
206. --Fid Sel Energy (FSENX)	B	Dividend	K	T	Buy	04/01/13	K		
207.					Buy (add'l)	06/10/13	K		
208. --Fid Sec Healthcare (FSPHX)	C	Dividend	K	T	Buy	02/05/13	K		
209.					Buy (add'l)	07/24/13	K		
210. --SPTN EXT Index A DV (FSEVX)	B	Dividend	L	T	Buy	03/06/13	K		
211.					Buy (add'l)	04/30/13	K		
212.					Buy (add'l)	05/06/13	K		
213.					Buy (add'l)	06/10/13	K		
214. Oklahoma Royalty Interest: Yazo County	A	Royalty	J	T					
215. Oklahoma Royalty Interest: Marshall County	A	Royalty	J	T					
216. Oklahoma Royalty Interest: Noble County	A	Royalty	J	T					
217. Oklahoma Royalty Interest: Pottowatomic County	A	Royalty	J	T					
218. Oklahoma Royalty Interest: Payne County	A	Royalty	J	T					
219. Oklahoma Royalty Interest: Oklahoma County	A	Royalty	J	T					
220. Oklahoma Royalty Interest: Caddo County	A	Royalty	J	T					
221. Kansas Royalty Interest: Barton County	A	Royalty	J	T					

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

FINANCIAL DISCLOSURE REPORT

Page 17 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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)

222. Louisiana Royalty Interest: Webster County	C	Royalty	J	T					
223. US Savings Bonds (Y)									
224. Mutual Qualified (MQIFX) (Y)									
225. Mutual Discovery (MDISX) (Y)									
226. Vanguard Growth Index (VIGRX) (Y)									
227. Wells Fargo (UTMA) (Y)									
228. -- ST Bond (SSTBX) (Y)									
229. -- AT&T (T) (Y)									
230. -- Comcast (CMCSA) (Y)									
231. -- WFAAdv. MM/cash (Y)									
232. -- Fidelity Cash Reserves (FDRXX) (Y)									
233.									
234.									

1. Income Gain Codes: (See Columns B1 and 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 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 \$5,000,000	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	

FINANCIAL DISCLOSURE REPORT

Page 18 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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

A. Part VII; Line ## 1, 33, 53, 69, 79, 88, 124, 137, 164, 169, 177, 182 and 227 are headers only. Column A describes the accounts in which the assets that follow are located. No information is provided in any column for these line items.

B. Part VII; Line #87. In accordance with the instructions at p. 37 of the Filing Instructions dated February 2013, I have aggregated several separate checking and savings accounts at Wells Fargo Bank.

C. Part VII; Lines 223 to 232 represents assets belonging to my child, who is no longer a dependant, within the meaning of the Ethics in Government Act. I have placed the parenthetical (Y) after each such asset to indicate these assets will not appear on future reports.

D. Part VII; Lines 4, 23: As best as I can understand from the documents at my disposal, On February 13, SHAW Group, Inc (SHAW), merged with Chicago Bridge & Iron Co. (CBI). CBI was the surviving entity. SHAW ceased to exist. Using the words available to me in the Financial Disclosure Report software, I was unable to accurately describe this transaction.

E. Part VII; Line 12: According to records available to me this company dissolved and its share value dropped to \$0. I could not find a word in the software drop-down menu to accurately describe that.

F. Part VII; Line 178: Through oversight on last year's report I failed to include this money market fund (SWMXX) in this account. The same fund is held in other accounts which were reported.

G. Part VII; Lines 2, 12, 16, 51, 186, 193, 199: added type and amount of income for various assets that was omitted through error and oversight on the original report:

H. Part VII; Lines 183-185: added the Value Method Code that was omitted through error and oversight on the original report;

I. Part VII; Line 186; Column C is still left blank, because through the multiple partial sales reported on lines 186-191 all of this asset was sold in 2013. I did not own any of this asset at the end of the reporting period as the last was sold on September 9, 2013 as reported on Line 191; I deleted the parenthetical "part" for line 191 to show that this last sale was the last of that asset.

J. Part VII; Line 192: added the Value Method Code that was omitted through error and oversight on the original report.

K. Part VII; Line 193: Column C is still left blank, because through the multiple partial sales reported on lines 193-197 all of this asset was sold in 2013. I did not own any of this asset at the end of the reporting period as the last was sold on December 20, 2013 as reported on Line 197; I deleted the parenthetical "part" for line 197 to show that this last sale was the last of that asset.

L. Line 198: added Value Method Code that was omitted through error and oversight on the original report.

M. Line 199: Column C is still left blank, because through the multiple partial sales reported on lines 199-200 all of this asset was sold in 2013. I did not own any of this asset at the end of the reporting period as the last was sold on March 6, 2013 as reported on Line 200; I deleted the parenthetical "part" for line 200 to show that this last sale was the last of that asset.

N. Lines 208; 210: added the Value Method Code that was omitted through error and oversight on the original report.

FINANCIAL DISCLOSURE REPORT

Page 19 of 19

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

09/29/2014

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/ **FRANKLIN L. NOEL**

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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