

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) NOEL, FRANKLIN L.	2. Court or Organization U. S. DISTRICT COURT	3. Date of Report 07/23/2012
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 01/01/2011 to 12/31/2011
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. Insert signature on last page.		

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 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

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. 1-4/11	University of Minnesota Law School; wages	\$4,000.00
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. 1-12/2011	Marketing Minds, salary; supplemental distribution
2. 1-12/2011	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 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*NONE *(No reportable gifts.)*SOURCEDESCRIPTIONVALUE

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.)*CREDITORDESCRIPTIONVALUE CODE

1.

2.

3.

4.

5.

FINANCIAL DISCLOSURE REPORT

Page 4 of 18

Name of Person Reporting

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07/23/2012

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)		None	J	T					
3. --CNA Financial Group (CNA)	A	Dividend	J	T					
4. --Cost Plus, Inc (CPWM)		None	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	J	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)		None	J	T					
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: (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 5 of 18

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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)		None	J	T					
24. --Sony Corporation (ADR) (SNE)	A	Dividend	J	T					
25. --Sunrise Senior Living, Inc. (SRZ)		None	J	T					
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. --Talbots, Inc. (TLB)		None	J	T					
30. --Todd Shipyards Corporation (TOD)		None			Sold	03/17/11	J	B	
31. --U.S. Bancorp (USB)	A	Dividend	J	T					
32. --Wausau Paper Corp. (WPP)	A	Dividend	J	T					
33. --YRC Worldwide, Inc. (YRCW)		None			Sold	12/05/11	J	A	
34. --Zygo Corporation (ZIGO)		None	J	T					

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FINANCIAL DISCLOSURE REPORT

Page 6 of 18

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35. --Wells Fargo Money Market FD	A	Interest	K	T					
36. Wells Fargo Brokerage Account #2									
37. --BMW Bank of NA CD	A	Interest			Redeemed	02/25/11	K	A	
38. --Discover Bank CD	A	Interest			Redeemed	02/28/11	K	A	
39. --SallieMae Bank CD due 2/25/11	A	Interest			Redeemed	02/25/11	K	A	
40. --Amerisource Bergen Corp. (ABC)	A	Dividend	K	T					
41. --ACE Limited (ACE)	A	Dividend	J	T					
42. --Aviat Networks, Inc. (AVNW)		None	J	T					
43. --Baxter International, Inc. (BAX)	A	Dividend	J	T					
44. --ConAgra Foods, Inc. (CAG)	A	Dividend	J	T					
45. --Center Point Energy, Inc. (CNP)	A	Dividend	K	T					
46. --CONSOL Energy, Inc. (CNX)	A	Dividend	K	T					
47. --CONOCOPHILLIPS (COP)	B	Dividend	K	T					
48. --Dean Foods Company (DF)		None	J	T					
49. --Devon Energy Corporation (DVN)	A	Dividend	K	T					
50. --Embraer, SA (ADR) (ERJ)	A	Dividend	J	T					
51. -- Ford Motor Corp. CAPTRII Conv; PFD	A	Interest			Redeemed	03/15/11	J		

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FINANCIAL DISCLOSURE REPORT

Page 7 of 18

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52. --Harris Corporation (HRS)	A	Dividend	K	T					
53. --Lorillard, Inc. (LO)	B	Dividend	K	T					
54. --Mueller Industries, Inc. (MLI)	A	Dividend	J	T					
55. --Nokia Corporation (ADR) (NOK)	A	Dividend	J	T					
56. --Stanley Black & Decker, Inc. (SWK)	A	Dividend	J	T					
57. --Wells Fargo accounts WF money market FD	A	Interest	N	T					
58. Wells Fargo IRA Account #1									
59. --American Exp. Centurian Bank CD	B	Interest			Redeemed	02/22/11	L	A	
60. --AOL, Inc. (AOL)		None	J	T					
61. --Citigroup, Inc. (C)	A	Dividend	J	T					
62. --Cisco Systems, Inc. (CSCO)	A	Dividend	J	T					
63. --Diageo, plc (ADR) (DEO)	A	Dividend	K	T					
64. --Dodge & Cox Int'l Stock Fund (DODFX)	B	Dividend	K	T					
65. --Wells Fargo Adv. (formerly Evergreen) Int'l Eq Fund WFEAX	A	Dividend	J	T					
66. --International Business Machine Corp. (IBM)	A	Dividend	K	T					
67. --Intel Corporation (INTC)	A	Dividend	K	T					
68. --Nu Skin Enterprises, Inc. (NUS)	A	Dividend	L	T					

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FINANCIAL DISCLOSURE REPORT

Page 8 of 18

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69. --New York Community Bancorp, Inc. (NYB)	B	Dividend	J	T					
70. --Mutual Quest Fund Class A (TEQIX)		None	K	T					
71. --Time Warner Cable, Inc. (TWC)	A	Dividend	J	T					
72. --Time Warner, Inc. (TWX)	A	Dividend	J	T					
73. --cash	A	Interest	N	T					
74. Wells Fargo IRA Account #2									
75. --Capmark Bank CD	A	Interest			Redeemed	04/01/11	L	A	
76. --Goldman Sachs Bank CD	A	Interest			Redeemed	04/01/11	L	A	
77. --Becton, Dickinson and Co. (BDX)	A	Dividend	K	T					
78. --ConocoPhillips (COP)	A	Dividend	K	T					
79. --Mutual Quest Fund Z (MQIFX)		None	L	T					
80. --Novartis, AG (ADR) (NVS)	B	Dividend	K	T					
81. --Proctor & Gamble Company (PG)	A	Dividend	J	T					
82. --The Travelers Companies, Inc. (TRV)	A	Dividend	K	T					
83. --cash	A	Interest	N	T					
84. Wells Fargo IRA Account #3									
85. --Goldman Sachs Bank CD	A	Interest			Redeemed	04/01/11	K	A	

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FINANCIAL DISCLOSURE REPORT

Page 9 of 18

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86. --AOL, Inc. (AOL)		None	J	T					
87. --SPDR ETF fka Diamond Trust Series Mutual Fund (DIA)	B	Dividend	K	T					
88. -- S&P 500 Dep. Recp't Unit Ser I (SPY)	A	Dividend	K	T					
89. --Time Warner (Cable) (TWC)	A	Dividend	J	T					
90. --Time Warner (TWX)	A	Dividend	J	T					
91. --cash	A	Interest	K	T					
92. Wells Fargo Bank Cash Accounts	C	Interest	O	T					
93. Schwab Brokerage Account #1									
94. --BP Pic (ADR) (BP)	B	Dividend	K	T					
95. --Chesapeake Corp. (CSKEQ)		None			Closed	05/09/11	J		Bankruptcy
96. --DaimlerChrysler (CX formerly DDAIF)	A	Dividend	J	T					
97. --Darden Restaurants, Inc. (DRI)	A	Dividend	J	T					
98. --Dow Chemical Company (DOW)	A	Dividend	K	T					
99. --El Paso Corporation (EP)	A	Dividend	J	T					
100. --Energen Corporation (EGN)	A	Dividend	J	T					
101. --Exxon Mobil Corporation (XOM)	A	Dividend	K	T					
102. --Frontier Communications Corp. (FTR)	A	Dividend	J	T					

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FINANCIAL DISCLOSURE REPORT

Page 10 of 18

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103. --General Electric Company (GE)	A	Dividend	K	T					
104. --General Mills, Inc. (GIS)	B	Dividend	K	T					
105. --Honeywell International, Inc. (HON)	B	Dividend	L	T					
106. --Iberdrola SA (IBDRY)	A	Dividend	J	T					
107. --IDEARC (IDARQ) (Y)									see Note C in Part VIII
108. --JM Smucker Company (SJM)	A	Dividend	J	T					
109. --Johnson & Johnson (JNJ)	B	Dividend	K	T					
110. --Kellogg Company (K)	B	Dividend	K	T					
111. --KeyCorp. (KEY)	A	Dividend	J	T					
112. --MBIA, Inc. (MBI)		None	J	T					
113. --Norfolk Southern Corporation (NSC)	A	Dividend	K	T					
114. --Piper Jaffray Companies (PJC)		None	J	T					
115. --Power Shares QQQ trust, Ser. 1 (QQQ)	A	Dividend	J	T					
116. --Proctor & Gamble Company (PG)	A	Dividend	K	T					
117. --SPDR S&P 500 (ETF) (SPY)	A	Dividend	J	T					
118. --SPDR ETF fka Diamond Trust Series Mutual Fund (DIA)	A	Dividend	J	T					
119. --SuperValu, Inc. (SVU)	A	Dividend	J	T					

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Page 11 of 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

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. --Surmodics, Inc. (SRDX)		None	J	T					
121. --Target Corporation (TGT)	A	Dividend	K	T					
122. --Textron, Inc. (TXT)	A	Dividend	J	T					
123. --US Bancorp (USB)	A	Dividend	K	T					
124. --Verizon Communications, Inc. (VZ)	A	Dividend	J	T					
125. --Washington Real Estate Investment T (WRE)	A	Dividend	J	T					
126. --Pimco High Yield Institutional shares (PHIYX)	C	Dividend	K	T					
127. --Schwab S&P 500 Index Fund (SWPPX)	A	Dividend	J	T					
128. --US Treasury due 8/15/23	A	Interest	J	T					
129. --Schwab cash reserves (SWSXX) (X)	A	Interest	M	T					
130. SCHWAB 401(k) account									
131. --Becton Dickinson (BDX)	A	Dividend	K	T					
132. --International Business Machines (IBM)	A	Dividend	K	T					
133. --New York Community Bancorp, Inc. (NYB)	A	Dividend	J	T	Buy	01/14/11	J		
134. --NuSkin Enterprises (NUS)	A	Dividend	K	T	Buy	08/04/11	J		
135.					Buy	08/08/11	J		
136.					Buy	10/03/11	J		

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 12 of 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

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. Charles Schwab Bank	A	Interest	K	T					
138. Morgan Stanley Brokerage Account									
139. --Citicorp Trust	A	Interest			Redeemed	06/17/11	J	A	
140. --Citibank NA	A	Interest	M	T					
141. --AT&T (T)	A	Dividend	J	T					
142. --Alcatel Lucent (ALU)		None	J	T					
143. --Boeing (BA)	B	Dividend	K	T					
144. --Comcast Corp. (CMCSA)	A	Dividend	J	T					
145. --Constellation Energy (CEG)	A	Dividend	J	T					
146. --Dow Chemical (DOW)	A	Dividend	J	T					
147. --Edison International (EIX)	A	Dividend	J	T					
148. --El Paso Corp. (EP)	A	Dividend	J	T					
149. --Energen Corp. (EGN)	A	Dividend	K	T					
150. --Fairpoint Communication (FRCMQ)		None			Closed	02/17/11	J	A	
151. --IBERDROLA (IBDRY)	A	Dividend	J	T					
152. --IDEARC (IDARQ) (Y)									see Note C in Part VIII
153. --LSI Corp. (LSI)		None	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 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

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. --LASERCARD Corp. (LCRD)		None			Sold	02/24/11	J	A	
155. --National Fuel Gas (NFG)	A	Dividend	J	T					
156. --PG&E (PCG)	A	Dividend	J	T					
157. --PNC Financial Services (PNC)	A	Dividend	J	T					
158. --Praxair, Inc. (PX)	A	Dividend	J	T					
159. --Pride Int'l, Inc. (PDE)		None			Sold	05/31/11	K	D	
160. --CenturyLink (CTL) surv. co. of Qwest(former Qwest Comm.Q)	A	Dividend	J	T					
161. --Contra Seahawk (formerly Seahawk Drilling)		None	J	T					
162. --Semptra Energy (SRE)	A	Dividend	K	T					
163. --Tronox (TRXBQ)		None			Sold	02/14/11	J	A	
164. --USEC, Inc. (USU)		None	J	T					
165. --Verizon (VZ)	A	Dividend	J	T					
166. --Vodafone Group (VOD)	A	Dividend	J	T					
167. --Westar Energy, Inc. (WR)	A	Dividend	J	T					
168. --Bobson Capital Corp. (MCI)formerly Mass Mutual Corp Inv.	B	Dividend	J	T					
169. --Mutual Quest (MQIFX)	A	Dividend	J	T					
170. --Mutual Global Disc. (MDISX)	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 14 of 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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	(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. American Century Mutual Funds (Am. Century)									
172. --Growth (TWC GX)	A	Dividend	K	T					
173. --Ultra (TWCUX)	A	Dividend	K	T					
174. --Balanced (TWBIX)	A	Dividend	K	T					
175. Federated Mutual Fund (Federated)	B	Distribution	L	T					
176. Vanguard									
177. --Balanced Index Fund Investors Shares (VBINX)(X)	A	Dividend	J	T					
178. --Tax Exempt Money Market Fund (VMSXX)	A	Dividend	J	T					
179. --Odyssey Marine Expl. (OMEX)		None	J	T					
180. --Prime Money Market Fund (VMMXX)	A	Dividend	N	T					
181. --Windsor Fund Investor Shares (VWNDX)	A	Dividend	K	T					
182. Heartland Value Fund (HRTVX)	C	Distribution	L	T					
183. BNY Mellon (BK) (X)	B	Dividend	K	T					
184. General Mills 401(k)									
185. --General Mills (GIS)		Dividend	K	T					
186. --F five		None	L	T					
187. --Mutual Funds	D	Dividend	N	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
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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 18

Name of Person Reporting

NOEL, FRANKLIN L.

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07/23/2012

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188. Aware Board Non-Qualified Fund Blue Cross Blue Shield	D	Dividend	N	T					
189. Oklahoma Royalty Interest: Yazo County	A	Royalty	J	T					
190. Oklahoma Royalty Interest: Marshall County	A	Royalty	J	T					
191. Oklahoma Royalty Interest: Noble County	A	Royalty	J	T					
192. Oklahoma Royalty Interest: Pottowatomic County	A	Royalty	J	T					
193. Oklahoma Royalty Interest: Payne County	A	Royalty	J	T					
194. Oklahoma Royalty Interest: Oklahoma County	A	Royalty	J	T					
195. Oklahoma Royalty Interest: Caddo County	A	Royalty	J	T					
196. Kansas Royalty Interest: Barton County	A	Royalty	J	T					
197. US Savings Bonds		None	J	T					
198. Mutual Qualified (MQIFX)	A	Dividend	K	T					
199. Mutual Discovery (MDISX)	A	Dividend	K	T					
200. Vanguard Growth Index (VIGRX)	A	Dividend	J	T					
201. Wells Fargo (UTMA)									
202. -- ST Bond (SSTBX) (X)	A	Dividend	J	T					
203. -- AT&T (T)	A	Dividend	J	T					
204. -- Comcast (CMCSA)	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
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FINANCIAL DISCLOSURE REPORT

Page 16 of 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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	(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. -- WFAAdv. MM/cash (X)	A	Interest	J	T					
206. -- Fidelity Cash Reserves (FDRXX)	B	Dividend	L	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	
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(See Column C2)	U = Book Value	V = Other	W = Estimated		

FINANCIAL DISCLOSURE REPORT

Page 17 of 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

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

I have entirely reformed the order of the assets listed in Part VII of this year's Report. Over the past 20 + years, the number of assets that must be reported has grown to nearly 200. Most of the assets came through a series of inheritances from relatives who each had separate and some multiple investment accounts. As new assets were acquired, I would usually simply add them to the end of the list from the prior year's report, without regard to the account in which the asset was located. We have now consolidated all of the assets into a more manageable number of institutions which each provide regular statements in similar and more user friendly formats. I have reformed the order of the assets to correspond to the statements we now receive from the more limited number of institutions.

Further information:

- A. Line ##1; 36; 58; 74; 84; 93; 130; 138; 171; 176; 184; 201 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. Through error and oversight the following line items were not reported on last year's Report. I have designated each with an (X) to indicate that there is no transaction data associated with these line items in 2011: 129; 177; 183; 202; 205. Please let me know if further explanation is need as to any individual line item.
- C. Lines 107; 152. The asset described on these lines became insolvent in 2010. I have designated each with a (Y) to indicate that there is no transaction associated with these line items in 2011, but they will not appear on future reports.
- D. In last year's report I placed a (Y) next to the asset listed in line #74 of last year's Report. The explanation was contained in Part VIII, but mistakenly referred to Line 84, when the explanation in Part VIII should have referred to Line #74 of last year's Report.
- E. Lines 124; 165. Verizon (VZ) stock is held in two separate accounts, as described in these two line items. On last year's Report, I mistakenly listed one of the two holdings twice, resulting in it being listed on last year's Report three times. The entry on Line 144 of last year's Report was listed in error.
- F. Line #92. In accordance with the instructions at p. 37 of the Filing Instructions dated February 2012, I have aggregated several separate checking and savings accounts at Wells Fargo Bank, which in last year's Report appeared on separate lines.
- G. Lines 79; 169; 198. The mutual fund described on each of these lines (MQIFX) is held in three separate accounts in varying values. The asset described in this year's Report at line 169 and listed as having a value of "J" was mistakenly listed as having a value of "L" at line 82 of last year's Report. Line 82 of last year's Report should have listed the value of this asset as "J".
- H. Below I have listed each line item from this year's Report, with a cross reference to where each asset can be found on last year's Report. Following that, I have listed all of the line items from my 2010 Report with a cross reference to where each asset can be found on the instant, (2011) Report.

FINANCIAL DISCLOSURE REPORT

Page 18 of 18

Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

07/23/2012

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
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544

Description; Ticker Symbol	Asset	Line # on 2010 Report	Line # on 2011 Report
K		1	110
General Mills 401(k)		2	185-87
VMMXX		3	180
Bank Accts Wells Fargo		4	92
GIS		5	104
TWBIX		6	174
TWCGX		7	172
TWCUX		8	173
HRTVX		9	182
KAUFX		10	175
US Savings Bond		11	197
DRI		12	97
USB		13	123
SVU		14	119
CSK		15	95
DCX		16	96
DOW		17	98
XOM		18	101
GE		19	103
VZ		20	124
JNJ		21	109
MBI		22	112
NSC		23	113
PG		24	116
US Treasury Bond; 8/15/23		25	128
WRE		26	125
Bank Accts Wells Fargo		27	92
MQIFX		28	198
MDISX		29	199
Bank Accts Wells Fargo		30	92
KEY		31	111
Royalty Interest; Yazoo		32	189
Royalty Interest; Marshall		33	190
Royalty Interest; Noble		34	191
Royalty Interest; Pottowatomie		35	192
Royalty Interest; Payne		36	193
Royalty Interest; Oklahoma		37	194
Royalty Interest; Caddo		38	195
EKZAX		39	65
Royalty Interest; Barton		40	196
DODGX		41	64
Blue Cross/Blue Shield non-qualified		42	188

TGT	43	121
INTC	44	67
CSCO	45	62
TWX	46	72
Wells Fargo MM fund	47	35;57;73;83;91
T	48	141
VIGRX	49	200
SPY	50	88
SWPIX	51	127
QQQQ	52	115
FFIV	53	186
SRDX	54	120
CMCSA	55	144
SJM	56	108
DIA	57	118;87
PJC	58	114
BA	59	143
VWNFX	60	181
TRV	61	82
SRE	62	162
CEG	63	145
CMCSA	64	204
PX	65	158
EIX	66	147
DOW	67	146
VZ	68	165
T	69	203
PCG	70	156
EP	71	148
QQQQ	72	160
EGN	73	149
BZ	74	--
MCI	75	168
PDE	76	159
NFG	77	155
USU	78	164
LCRD	79	154
WR	80	167
MDISX	81	170
MQIFX	82	169
NVS	83	80
IBDRY	84	106
IDARQ	85	107
LSI	86	153
PNC	87	157
TRXBQ	88	163
FRCMQ	89	150

AAPL	90		2
NEM	91		18
GG	92		10
NWL	93		20
SNE	94		24
HD	95		11
IMN	96		14
PLNR	97		21
MRK	98	----	
ADCT	99	----	
DD	100		5
IO	101		15
FDP	102		6
GE	103		9
HDLM	104		12
RGS	105		22
SHAW (NOT SGR)	106		23
STE	107		26
SUP	108		27
TOD	109		30
TECUA	110		28
FLEX	111		7
ZIGO	112		34
WPP	113		32
TLB	114		29
CPWM	115		4
PFE	116	----	
NEWP	117		19
USB	118		31
JOE	119		16
CNA	120		3
GCI	121		8
HUM	122		13
SRZ	123		25
YRCW	124		33
ACE	125		41
ABC	126		40
BAX	127		43
SWK; BDK	128		56
CNP	129		45
CAG	130		44
COP	131		47
CNX	132		46
DF	133		48
DVN	134		49
ERJ	135		50
Ford CAP TR II PFD	136		51

HRS	137		52
LO; LTR	138		53
MLI	139		54
NOK	140		55
AVNW	141		42
Mpls Bond due 12/10	142	--	
TXT	143		122
VZ	144		124
EP	145		148
EGN	146		149
HON	147		105
IAR	148		107
PHIYX	149		126
BP	150		94
FDRXX	151		206
OMEX	152		179
VMSXX	153		178
Bank Accts Wells Fargo	154		92
BDX	155	77;131	
COP	156		78
Capmark Bank CD	157		75
Goldman Sachs Bank CD	158		76
Am Express Centurian Bank CD	159		59
Charles Schwab Bank	160		137
ALU	161		142
VOD	162		166
DEO	163		63
NYB	164		69
NUS	165	68;134	
LUV	166		17
BMW Bank CD	167		37
Sallie Mae Bank CD	168		39
Discover Bank CD	169		38
Goldman Sachs Bank CD	170		85
AOL	171	60;86	
TWC	172	71;89	
Citcorp Trust Bank	173		139
Citibank NA SD CD	174		140
TEQIX	175		70
PG	176		81
MQIFX	177		79
FTR	178		102
HAWK	179		161
IBM	180		66
C	181		61

Asset Description; Ticker Symbol	Line # on 2011 Report		Line # on 2010 Report	
Header; Wells Fargo Brokerage Account # 1	1		HEADER	see note A in Part VIII
AAPL	2		90	
CNA	3		120	
CPWM	4		115	
DD	5		100	
FDP	6		102	
FLEX	7		111	
GCI	8		121	
GE	9		103	
GG	10		92	
HD	11		95	
HDLM	12		104	
HUM	13		122	
IMN	14		96	
IO	15		101	
JOF	16		119	
LUV	17		166	
NEM	18		91	
NEWP	19		117	
NWL	20		93	
PLNR	21		97	
RGS	22		105	
SHAW	23		106	
SNE	24		94	
SRZ	25		123	
STE	26		107	
SUP	27		108	
TECUA	28		110	
TLB	29		114	
TOD	30		109	
USB	31		118	
WPP	32		113	
YRCW	33		124	
ZIGO	34		112	
Wells Fargo Money Market Fund	35		47	
Header; Wells Fargo Brokerage Account	36		HEADER	see note A in Part VIII
BMW BANK OF NA CD	37		167	
DISCOVER BANK CD	38		169	
SALLIEMAE BANK CD 2/25/11	39		168	
ABC	40		126	
ACE	41		125	

AVNW	42		141
BAX	43		127
CAG	44		130
CNP	45		129
CNX	46		132
COP	47		156
DF	48		133
DVN	49		134
ERJ	50		135
Ford CAP TR II PFD	51		136
HRS	52		137
LO	53		138
MLI	54		139
NOK	55		140
SWK	56		128
Wells Fargo Money Market Fund	57		47
Header Wells Fargo IRA Account # 1	58	HEADER	see note A in Part VIII
AMERICAN EXPRESS CENTURIAN BANK CD	59		159
AOL	60		171
C	61		181
CSCO	62		45
DEO	63		163
DODGX	64		41
WFEAX	65		39
IBM	66		180
INTC	67		44
NUS	68		165
NYB	69		164
TEQIX	70		175
TWC	71		172
TWX	72		46
CASH	73		47
Header Wells Fargo IRA Account # 2	74	HEADER	see note A in Part VIII
CAPMARK Bank CD	75		157
Goldman Sachs Bank CD	76		158
BDX	77		155
COP	78		156
MQIFX	79		177
NVS	80		83
PG	81		176
TRV	82		61
CASH	83		47
Header Wells Fargo IRA Account # 3	84	HEADER	see note A in Part VIII
Goldman Sachs Bank CD	85		170
AOL	86		171
DIA	87		57
SPY	88		50

TWC	89		172	
TWX	90		46	
CASH	91		47	
WELLS FARGO BANK CASH ACCOUNTS	92	4;27;30;154		see note F in Part VIII
Header Schwab Brokerage Acct # 1	93	HEADER		see note A in Part VIII
BP	94		150	
CSKEQ	95		15	
DDAIF	96		16	
DRI	97		12	
DOW	98		17	
EP	99		71	
EGN	100		73	
XOM	101		18	
FTR	102		178	
GE	103		19	
GIS	104		5	
HON	105		147	
IBDRY	106		84	
IDARQ	107		85	see note C in Part VIII
SJM	108		56	
JNJ	109		21	
K	110		1	
KEY	111		31	
MBI	112		22	
NSC	113		23	
PJC	114		58	
QQQQ	115		72	
PG	116		176	
SPY	117		50	
DIA	118		57	
SVU	119		14	
SRDX	120		54	
TGT	121		43	
TXT	122		143	
USB	123		13	
VZ	124	20; 144		see note E in Part VIII
WRE	125		26	
PHIYX	126		149	
SWPPX	127		51	
US Treasury note due 8/15/23	128		25	
CASH	129	X		see note B in Part VIII
Header Schwab 401 (k) Account	130			
BDX	131		155	
IBM	132		180	
NYB	133		164	
NUS	134		165	
	135			

	136		
Schwab Bank Account	137	160	
Header Morgan Stanley Brokerage Acct	138	HEADER	see note A in Part VIII
Citicorp Turst	139	173	
Citi bank NA	140	174	
T	141	48	
ALU	142	161	
BA	143	59	
CMCSA	144	55	
CEG	145	63	
DOW	146	67	
EIX	147	66	
EP	148	71	
EGN	149	73	
FRCMQ	150	89	
IBDRY	151	84	
IDARQ	152	85	see note C in Part VIII
LSI	153	86	
LCRD	154	79	
NFG	155	77	
PCG	156	70	
PNC	157	87	
PX	158	65	
PDE	159	76	
CTL; Q	160	72	
HAWK	161	179	
SRE	162	62	
TRXBQ	163	88	
USU	164	78	
VZ	165	68	
VOD	166	162	
WR	167	80	
MCI	168	75	
MQIFX	169	82	see note G in Part VIII
MDISX	170	81	
Header American Mutual Funds	171	HEADER	see note A in Part VIII
TWCGX	172	7	
TWCUX	173	8	
TWBIX	174	6	
KAUFX	175	10	
Header Vanguard	176	HEADER	see note A in Part VIII
VBINX	177	x	see note B in Part VIII
VMSXX	178	153	
OMEX	179	152	
VMMXX	180	3	
VWNDX	181	60	
HRTVX	182	9	

BK	183	X	see note B in Part VIII
Header General Mills 401(k)	184	HEADER	see note A in Part VIII
GIS	185	5	
FFIV	186	53	
MUTUAL FUNDS	187	2	
Aware Board Non-Qualified BCBS	188	42	
Royalty Interest; Yazoo	189	32	
Royalty Interest; Marshall	190	33	
Royalty Interest; Noble	191	34	
Royalty Interest; Pottowatomie	192	35	
Royalty Interest; Payne	193	36	
Royalty Interest; Oklahoma	194	37	
Royalty Interest; Caddo	195	38	
Royalty Interest; Barton	196	40	
US Savings Bond	197	11	
MQIFX	198	28	
MDISX	199	29	
VIGRX	200	49	
Header Wells Fargo UTMA	201	HEADER	see note A in Part VIII
SSTBX	202	X	see note B in Part VIII
T	203	69	
CMCSA	204	64	
CASH	205	x	see note B in Part VIII
FDRXX	206	151	