

FINANCIAL DISCLOSURE REPORT
NOMINATION FILING

1. Person Reporting (last name, first, middle initial) Gilsstrap, James R.	2. Court or Organization US District Court, Eastern District of Texas	3. Date of Report 05/19/2011
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) ☒ Nomination Date 05/19/2011 ☐ Initial ☐ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2010 to 04/30/2011
7. Chambers or Office Address 100 West Houston Street Marshall, TX 75670	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.)

POSITION	NAME OF ORGANIZATION/ENTITY
1. Trustee	Foundation #1
2. Trustee	Foundation #2
3. Trustee	Trust #1
4. Co-Trustee	Trust #2
5.	

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

☐ NONE (No reportable agreements.)

DATE	PARTIES AND TERMS
1. 2002	Texas County & District Employees Pension Fund; pension upon retirement age 61
2.	
3.	

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. 2009	Smith & Gilsstrap- salary and distributions	\$969,296.00
2. 2010	Smith & Gilsstrap- salary and distributions	\$420,000.00
3. 2011	Smith & Gilsstrap- salary and distributions	\$140,000.00
4. 2009	Foundation #1	\$2,400.00
5. 2010	Foundation #1	\$1,400.00
6. 2011	Foundation #1	\$600.00
7. 2009	Foundation #2	\$600.00
8. 2010	Foundation #2	\$600.00
9. 2011	Foundation #2	\$200.00
10.		

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. 2010	Marshall Floral Co.-salary
2. 2011	Marshall Floral Co.-salary
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. Exempt				

FINANCIAL DISCLOSURE REPORT
Page 3 of 28

Name of Person Reporting

Gilstrap, James R.

Date of Report

05/19/2011

2.

3.

4.

5.

FINANCIAL DISCLOSURE REPORT
Page 4 of 28

Name of Person Reporting

Gilstrap, James R.

Date of Report

05/19/2011

V. GIFTS. *(Includes those to spouse and dependent children; see pp. 38-39 of filing instructions.)*

☐ NONE *(No reportable gifts.)*

SOURCE

DESCRIPTION

VALUE

1. Exempt

2.

3.

4.

5.

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing instructions.)*

☒ NONE *(No reportable liabilities.)*

CREDITOR

DESCRIPTION

VALUE CODE

1.

2.

3.

4.

5.

VII. INVESTMENTS and TRUSTS -- Income, value, transactions (includes those of spouse and dependent children; see pp. 14-60 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 (I-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yyyy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. American Electric Power common stock	C	Dividend	L	T					
2. Bank of America common stock	A	Dividend	J	T					
3. Boeing Co. common stock	B	Dividend	L	T					
4. Citigroup common stock		None	J	T					
5. Dillards Department Stores common stock	A	Dividend							
6. Disney Co. common stock	A	Dividend	K	T					
7. Exxon Mobil common stock	A	Dividend	K	T					
8. Ford Motor Co. common stock		None	K	T					
9. General Electric common stock	D	Dividend	N	T					
10. Home Depot common stock	A	Dividend	K	T					
11. Intel common stock	B	Dividend	K	T					
12. JNJ common stock	C	Dividend	M	T					
13. McDonalds Corp. common stock	B	Dividend	L	T					
14. Norfolk Southern Co. common stock	C	Dividend	M	T					
15. Pfizer common stock	B	Dividend	K	T					
16. Southern Co. common stock	B	Dividend	K	T					
17. MMM common stock	C	Dividend	M	T					

1. Income Gain Codes: (See Columns B) and D-I)	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 H - \$1,000,001 - \$5,000,000	D - \$5,001 - \$15,000 I - More than \$5,000,000	E - \$15,001 - \$50,000
2. Value Codes (See Columns C) and D-I)	J - \$15,000 or less K - \$250,001 - \$500,000 L - \$525,000,001 - \$50,000,000	M - \$15,001 - \$50,000 N - \$500,001 - \$1,000,000	O - \$100,001 - \$1,000,000 P - \$1,000,001 - \$5,000,000 Q - Above \$5,000,000	R - \$15,001 - \$50,000 S - \$50,001 - \$100,000 T - \$100,001 - \$250,000 U - \$250,001 - \$500,000 V - \$500,001 - \$1,000,000 W - \$1,000,001 - \$5,000,000 X - More than \$5,000,000	
3. Value Method Codes (See Column C2)	Q - Appraisal U - Book Value	A - Cost (Real Estate Only) V - Other	S - Agreement W - Estimated	T - Cash Market	

VII. INVESTMENTS and TRUSTS – Income, value, transactions (Includes those of spouse and dependent children; see pp. 14-60 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. Woodside Petroleum common stock		None	J	T					
19. Weyerhaeuser common stock	A	Dividend	J	T					
20. Mineral Rights, Harrison Co. TX, Comstock Ros #2 GU	A	Royalty	J	Q					
21. Mineral Rights, Harrison Co. TX, Comstock-Kennedy GU	C	Royalty	J	Q					
22. Mineral Rights, Harrison Co. TX H.T. Newman GU	B	Royalty	J	Q					
23. AT&T common stock	A	Dividend	J	T					
24. Alcatel Lucent common stock		None	J	T					
25. BP common stock		None	K	T					
26. Berkshire Hathaway Class B common stock		None	J	T					
27. Comcast Corp. common stock	A	Dividend	J	T					
28. Cisco Systems common stock		None	J	T					
29. Coca Cola Co. common stock	B	Dividend	K	T					
30. Corning Inc. common stock	A	Dividend	J	T					
31. Dell Inc. common stock		None	J	T					
32. Microsoft common stock	A	Dividend	J	T					
33. Proctor & Gamble common stock	B	Dividend	L	T					
34. Invesco Large Cap. Growth Fund class B		None	J	T					

1. Income Code:	A = \$1,000 or less	H = \$1,001 - \$2,500	C = \$2,501 - \$5,000	D = \$5,001 - \$10,000	E = \$10,001 - \$50,000
(See Columns M1 and M4)	F = \$50,001 - \$100,000	G = \$100,001 - \$1,000,000	I11 = \$1,000,001 - \$5,000,000	I12 = More than \$5,000,000	
2. Value Code:	J = \$1,000 or less	K = \$1,001 - \$50,000	L = \$50,001 - \$100,000	M = \$100,001 - \$250,000	
(See Columns C1 and C3)	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 Code:	Q = Appraisal	R = Cost (Real Estate Only)	S = Assessment	T = Cash Market	
(See Column C2)	U = Book Value	V = Other	W = Estimated		

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)
35. Alliance-Bernstein Large Cap Growth Fund class A		None	J	T					
36. Mass Investors Growth Stock Fund class A		None	J	T					
37. Target Stores common stock	A	Dividend	J	T					
38. Schlumberger Ltd. common stock	A	Dividend	K	T					
39. JP Morgan Chase common stock	A	Dividend	J	T					
40. Emerson Electric common stock	A	Dividend	J	T					
41. IBM common stock	A	Dividend	J	T					
42. Frontier Communications common stock	A	Dividend	J	T					
43. Verizon Communications common stock	A	Dividend	J	T					
44. Muni Bond-Bell Co. TX Cert of Oblg.	B	Interest	K	T					
45. Muni Bond-El Paso TX Cert of Oblg.	B	Interest	K	T					
46. Muni Bond-Harris Co. TX Util Dist.	B	Interest	L	T					
47. Muni Bond-Irving TX ISD GO	B	Interest	L	T					
48. Muni Bond-Lake Worth TX ISD GO	B	Interest	L	T					
49. Muni Bond-Montgomery Co. TX GO	B	Interest	K	T					
50. Muni Bond-Mt. Pleasant TX Util Dist Rev	A	Interest	L	T					
51. Muni Bond-N. Ft. Bend TX Water Dist	B	Interest	L	T					

1. Income Code Codes:
(See Columns B1 and B4)

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

2. Value Codes:
(See Columns C1 and C2)

B – \$1,001 – \$2,500
G – \$100,001 – \$1,000,000
K – \$35,001 – \$50,000
O – \$300,001 – \$1,000,000

3. Value Method Codes:
(See Column C3)

Q – Appraisal
U – Block Value
R – Cost (Real Estate Only)
V – Other

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
S – Assumed
W – Estimated

D – \$5,001 – \$15,000
H2 – More than \$5,000,000
H4 – \$500,001 – \$250,000
P2 – \$5,000,001 – \$25,000,000
T – Cash Market

E – \$15,001 – \$50,000

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)
52. Muni Bond-N. TX Water Dist Rev.	A	Interest	K	T					
53. Muni Bond-Portland TX Cert of Oblg.	A	Interest	K	T					
54. Muni Bond-Remington Util Dist Rev	A	Interest	L	T					
55. Muni Bond-San Marcos TX Water Rev.	B	Interest	L	T					
56. Muni Bond-Univ of Houston Rev	B	Interest	K	T					
57. Muni Bond-Victoria TX Cert of Oblg.	B	Interest	K	T					
58. Muni Bond-West Harris Co. TX Water	B	Interest	L	T					
59. Muni Bond-VA. Housing Dev. Auth Rev.	A	Interest	K	T					
60. Muni Bond-San Marcos TX Wastewater Rev.	D	Interest	K	T					
61. Muni Bond-Galveston Co. TX Housing Rev.	B	Interest	K	T					
62. Muni Bond-Valley A.L. Hosp. Rev	B	Interest	K	T					
63. Muni Bond-TN Housing Dev Rev.	B	Interest	K	T					
64. Muni Bond-Denver CO. Convention Ctr. Rev.	B	Interest	K	T					
65. Muni Bond-Zapata Co. TX GO	B	Interest	K	T					
66. Muni Bond-Destin FL Rev.	D	Interest	K	T					
67. Muni Bond-MS State GO	B	Interest	K	T					
68. Muni Bond-MS State Univ. Rev	B	Interest	K	T					

1. Facsimile 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 P1 – \$25,000,001 – \$50,000,000	B – \$1,001 – \$2,500 G – \$100,001 – \$1,000,000 K – \$15,001 – \$50,000 Q – \$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 P2 – More than \$50,000,000	D – \$5,001 – \$15,000 J2 – 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 Column C)	Q – Appraised U – Book Value	R – Cost (Real Estate Only) V – Other	S – Amortization W – Estimated	T – Cash Market	

VII. INVESTMENTS and TRUSTS – Income, value, transactions (includes those of spouse and dependent children; see pp. 11-88 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)
69. Muni Bond-Tyler TX Jr. College Rev.	A	Interest	K	T					
70. Muni Bond-Dickens Co. TX Pub. Fac. Rev.	B	Interest	K	T					
71. Muni Bond-Leander TX ISD Zero Coupon Bond		None	L	T					
72. Muni Bond-Williamson Co. TX GO	B	Interest	K	T					
73. Muni Bond-TN Energy Acq. Rev.	B	Interest	K	T					
74. Muni Bond-Monett MO Tax Incr. Rev.	A	Interest	J	T					
75. Muni Bond-Bowling KY GO	B	Interest	K	T					
76. Muni Bond-Harris Co. TX Toll Road Rev	A	Interest	K	T					
77. Muni Bond-Knox Co. TN Health Fac. Rev.	B	Interest	K	T					
78. Muni Bond-Mincola TX GO	B	Interest	K	T					
79. Mineral Rights, Harrison Co. TX NFR-Dinkle GU	D	Royalty	K	Q					
80. Mineral Rights, Harrison Co. TX NFR-Blaock GU	C	Royalty	K	Q					
81. Mineral Rights, Harrison Co. TX Forest Oil-Dickard GU	A	Royalty	J	Q					
82. Mineral Rights, Harrison Co. TX DP-Frank Davis GU	B	Royalty	J	Q					
83. Mineral Rights, Harrison Co. TX Penn Va-Foreman GU	D	Royalty	K	Q					
84. Mineral Rights, Harrison Co. TX Valence Oper-Mobley GU	B	Royalty	K	Q					
85. Mineral Rights, Harrison Co. TX Valence-A. Snider GU	A	Royalty	J	Q					

1. Income Gain Codes:
(See Columns B1 and D4)

2. Value Codes:
(See Columns C1 and D3)

3. Value Method Codes:
(See Column C3)

A - \$1,000 or less

F - \$50,001 - \$100,000

N - \$110,001 - \$500,000

P3 - \$115,000,001 - \$50,000,000

Q - Appraisal

U - Black Value

B - \$1,001 - \$2,500

G - \$100,001 - \$1,000,000

K - \$115,001 - \$50,000

O - \$130,001 - \$1,000,000

R - Cost (Real Estate Only)

V - Other

C - \$2,501 - \$5,000

L11 - \$1,000,001 - \$5,000,000

L - \$50,001 - \$100,000

T1 - \$1,000,001 - \$5,000,000

T4 - More than \$50,000,000

S - Assessed

W - Estimated

D - \$5,001 - \$15,000

L12 - More than \$5,000,000

M - \$100,001 - \$250,000

P2 - \$5,000,001 - \$25,000,000

T - Cash Market

E - \$15,001 - \$50,000

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)
86. 70 acres Harrison Co., TX Timber Tract		None	M	Q					
87. 178.66 acres Harrison Co. TX Timber Tract		None	L	Q					
88. 52 acres Harrison Co. TX Timber Tract		None	M	Q					
89. 23.86 acres Harrison Co. TX Timber Tract		None	L	Q					
90. 476 acres Cass Co. TX Timber Tract		None	N	Q					
91. Mineral Rights, Panola Co. TX Vice Shivers GU	A	Royalty	J	Q					
92. CapitalOne Bank-Marshall TX various bank accts	D	Interest	N	T					
93. BancorpSouth-Marshall TX checking acct.		None	J	T					
94. First St. Bank-Hallsville TX CD	B	Interest	M	T					
95. Chase Bank-Marshall TX M/Mkt. acct #1	A	Interest	J	T					
96. First St. Bank Carthage TX M/Mkt. acct	D	Interest	N	T					
97. Edward Jones Cash Mgmt. Acct.#1	B	Interest	M	T					
98. TX Bank & Trust; M/Mkt accts	B	Interest	M	T					
99. CapitalOne Bank-Marshall TX Agency CMA acct.	A	Interest	K	T					
100. Chase Bank-Marshall, TX M/Mkt. acct. #2	B	Interest	L	T					
101. BancorpSouth Marshall, TX CD	B	Interest	M	T					
102. Panola Natl Bank CD	B	Interest	M	T					

1. Income Code:	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 Column B1 and D1)	F – \$50,001 - \$100,000	G – \$100,001 - \$1,000,000	H – \$1,000,001 - \$5,000,000	I – More than \$5,000,000	
2. Value Code:	J – \$15,000 or less	K – \$15,001 - \$50,000	L – \$50,001 - \$100,000	M – \$100,001 - \$250,000	
(See Column 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 Code:	Q – Appraisal	R – Cost (Real Estate Only)	S – Assessed	T – Cash Market	
(See Column C7)	U – Bank Value	V – Other	W – Estimated		

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/yyyy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
103. Edward Jones Cash Mgmt. Acct #2	C	Interest	O	T					
104. Denton TX Util. Dist. Rev Muni	C	Interest	L	T					
105. Sumter Co. AL GO Muni	C	Interest	L	T					
106. Carriage Service Corp. common stock		None	J	T					
107. Reassure America universal life policy	B	Interest	K	T					
108. Foundation #1	F	Int./Div.	P1	T					
109. -CapOne checking acct.									
110. -Fidelity MMkt Acct.									
111. -Accenture common stock									
112. -Frontline Common stock									
113. -AT&T common stock									
114. -Atria Group common stock									
115. -American Express common stock									
116. -Amgen common stock									
117. -Apache corp. common stock									
118. -Auto Data Processing common stock									
119. -Beeton Dickinson common stock									

1. Income Gain Codes: (See Columns B1 and D4)	A - \$1,000 or less F - \$50,001 - \$100,000 N - \$250,001 - \$500,000 P1 - \$500,001 - \$1,000,000	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 H - \$5,001 - \$10,000 L - \$10,001 - \$100,000 P1 - \$1,000,001 - \$5,000,000 P4 - More than \$50,000,000	D - \$5,001 - \$15,000 I1 - \$15,000,001 - \$5,000,000 I2 - More than \$5,000,000 M1 - \$100,001 - \$150,000 P2 - \$5,000,001 - \$25,000,000	E - \$15,001 - \$50,000 I2 - More than \$5,000,000 M1 - \$100,001 - \$150,000 P2 - \$5,000,001 - \$25,000,000
2. Value Codes: (See Columns C1 and D3)	J - \$15,000 or less N - \$250,001 - \$500,000 P1 - \$500,001 - \$1,000,000	K - \$15,001 - \$50,000 O - \$500,001 - \$1,000,000	L - \$10,001 - \$100,000 P1 - \$1,000,001 - \$5,000,000 P4 - More than \$50,000,000	M1 - \$100,001 - \$150,000 P2 - \$5,000,001 - \$25,000,000	
3. Value Method Codes: (See Column C2)	Q - Appraised U - Book Value	R - Cost (Real Estate Only) V - Other	S - Assumed W - Estimated	T - Cash Market	

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.)

Table with 10 columns: A. Description of Assets, B. Income during reporting period, C. Gross value at end of reporting period, D. Transactions during reporting period (subdivided into 5 columns: (1) Type, (2) Date, (3) Value, (4) Gain, (5) Identity of buyer/seller). Rows 120-136 list various common stocks.

Legend table with 6 columns defining codes for Income Gain, Value, and Value Method. Includes codes A through Z and their corresponding numerical ranges or descriptions.

VII. INVESTMENTS and TRUSTS – Income, value, transactions (Includes those of spouse and dependent children; see pp. 11-19 of filing instructions)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Asset (including trust assets) Place "(X)" after each asset except 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 (I-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (I-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
137. -Fluor Corp. common stock									
138. -GE common stock									
139. -Goldman Sachs common stock									
140. -HP common stock									
141. -Home Depot common stock									
142. -Honeywell common stock									
143. -Intel common stock									
144. -IBM common stock									
145. -EAFE Index Fund									
146. -Russell 2000 Value Index Fund									
147. -Chase common stock									
148. -JNJ common stock									
149. -Eli Lilly common stock									
150. -McDonald's common stock									
151. -McKesson common stock									
152. -Medtronic common stock									
153. -Microsoft common stock									

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$10,001 - \$100,000	D = \$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 J = 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 P = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P = \$1,000,001 - \$5,000,000 W = More than \$50,000,000	M = \$100,001 - \$250,000 R = \$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 = Assessed W = Estimated	T = Cash Market	

VII. INVESTMENTS and TRUSTS – Income, value, transactions (includes those of spouse and dependent children; see pp. 34-80 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 values at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code I (A-I)	(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-I)	(5) Identity of buyer/seller (if private transaction)
154. -Molson-Coors common stock									
155. -Monsanto common stock									
156. -Nike common stock									
157. -Northern Trust common stock									
158. -Novartis common stock									
159. -Oracle common stock									
160. -Pepsico common stock									
161. -Philip Morris common stock									
162. -PG common stock									
163. -Qualcomm common stock									
164. -S&P 500 Eft Trust									
165. -S&P 400 Midcap Eft Trust									
166. -Schumberger common stock									
167. -Sempra Energy common stock									
168. -Simon Pty Group common stock									
169. -Sysco common stock									
170. -Teva Pharma common stock									

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 H = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 I = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$150,001 - \$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 = Allotment W = Estimated	T = Cash Market	

VII. INVESTMENTS and TRUSTS -- Income, value, transactions (includes those of spouse and dependent children; see pp. 14-16 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 3 (A-J)	(5) Identity of buyer/seller (if private transaction)
171. -Texas Instr. common stock									
172. -3M common stock									
173. -Travelers common stock									
174. -United Tech.s common stock									
175. -Verizon common stock									
176. -Visa common stock									
177. -Vodafone Group common stock									
178. -Wal-Mart common stock									
179. -Wells Fargo common stock									
180. -Thornburg Internat'l Value Fund class I									
181. -Am. Gen. Med. Term Sr. Notes due 04/01/2013									
182. -Am. Gen. Med. Term Sr. Notes due 12/15/2011									
183. -Am. Gen. Med. Term Sr. Notes due 09/15/2012									
184. -Bear Stearns Sr. Notes due 02/01/2012									
185. -Verizon Deb. Scr. A due 03/15/2013									
186. -Wells Fargo new Sub. Notes due 08/01/2011									
187. -Vanguard Total Bond Mkt. Index Fund									

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 P1 = \$25,000,001 - \$50,000,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$11,001 - \$10,000 Q = \$100,001 - \$1,000,000 R = Coll (Real Estate Only) V = Other	C = \$2,501 - \$5,000 H = \$1,000,001 - \$5,000,000 L = \$10,001 - \$100,000 P1 = \$3,000,001 - \$5,000,000 P4 = \$500,001 - \$1,000,000 S = Assessment W = Estimated	D = \$5,001 - \$15,000 I2 = \$100,001 - \$250,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$15,000,000 T = Cash Market	E = \$15,001 - \$50,000 I2 = \$100,001 - \$250,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$15,000,000 T = Cash Market
--	--	--	---	---	--

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 Asset (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. -CapitalOne checking/operating acct.									
189. -Mineral Rights; BP-W.E. Jackson GU									
190. -Mineral Rights; BP-Findley-B GU									
191. -Mineral Rights; BP-Gco. Slaughter-B GU									
192. Trust #1	E	Royalty	K	Q					
193. -Mineral Rights; Comstock-Winston #1 GU									
194. -Mineral Rights; WIMCO-Longwood Well #1									
195. -Mineral Rights; Matador Energy GU									
196. -CapitalOne Bank; checking acct.									
197. Foundation #2	E	Int./Div.	P1	T					
198. -CapitalOne Bank-checking									
199. -3300 acres timberland in NW Harrison Co., TX									
200. -Ally Bank CD									
201. -Emerson Electric common stock									
202. -JNJ common stock									
203. -Pepsico common stock									
204. -PG common stock									

1. Income/Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$30,001 - \$100,000 J = \$13,000 or less N = \$230,001 - \$500,000 P1 = \$33,000,001 - \$50,000,000	B = \$1,001 - \$2,300 G = \$100,001 - \$1,000,000 K = \$13,001 - \$32,900 O = \$500,001 - \$1,000,000 R = Cost (Real Estate Only) U = Other	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$10,001 - \$100,000 P3 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 S = Assessment W = Estimated	D = \$5,001 - \$15,000 I12 = More than \$5,000,000 M = \$400,001 - \$230,000 P2 = \$5,000,001 - \$25,000,000 T = Cash Market	E = \$15,001 - \$50,000
--	--	--	---	--	-------------------------

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. -Royal Dutch Shell common stock-ADR									
206. -Mineral Rights; TexOk-Davidson #3 oil unit									
207. -Mineral Rights; TexOk-Davidson #7 oil unit									
208. -Mineral Rights; TexOk-Davidson #13 oil unit									
209. -Mineral Rights; Harleton O&G-Davidson well									
210. Trust #2	G	Int./Div.	P2	T					
211. -Bancorp South Bank-checking account									
212. -925 acres Limerland, NW Harrison County Texas									
213. -Muni Bond-Williamson Co., TX GO series A									
214. -Muni Bond-Austin, TX Water Sys Rev Bond									
215. -Muni Bond-Washington State GO									
216. -Muni Bond-S. Lyon MI Schools GO									
217. -Muni Bond-Bryan TX Water Sys Rev Bond									
218. -Muni Bond-Lower Colo. River Auth. Rev. Bond									
219. -Muni Bond-Springdale AR. School GO Bond									
220. -Muni Bond-Burlison, TX GO Bond									
221. -Muni Bond-Port Neches Groves ISD GO Bond									

1. Income Code Codes: (See Columns B1 and D1)	A-\$1,000 or less F-\$50,001 - \$100,000	B-\$1,001 - \$7,500 G-\$100,001 - \$1,000,000	C-\$7,501 - \$5,000 H-\$1,000,001 - \$5,000,000	D-\$5,001 - \$15,000 I-\$15,001 - \$50,000	E-\$15,001 - \$50,000 J-\$50,001 - \$100,000
2. Value Codes: (See Columns C1 and D3)	J-\$15,000 or less N-\$15,001 - \$500,000 P-\$500,001 - \$1,000,000	K-\$15,001 - \$50,000 Q-\$50,001 - \$1,000,000	L-\$50,001 - \$100,000 R-\$100,001 - \$500,000 S-\$500,001 - \$1,000,000	M-\$100,001 - \$250,000 P-\$250,001 - \$500,000	N-\$250,001 - \$500,000 O-\$500,001 - \$1,000,000
3. Value Method Codes: (See Column C2)	Q-Appraisal U-Bank Value	R-Cost (Real Estate Only) V-Other	S-Adjusted W-Estimated	T-Cash Market	

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. -Muni Bond-McKinney, TX GO Bond									
223. -Muni Bond-Seattle, WA. Light & Power Rev. Bond									
224. -Muni Bond-Lubbock Co, TX Cert of Oblig. GO Bond									
225. -Muni Bond-Webster, TX GO Bond									
226. -Muni Bond-Decatur, AL. GO series E Bond									
227. -Muni Bond-Riverdale, Ill. GO series E Bond									
228. -Muni Bond-Pearland, TX GO Bond									
229. -Muni Bond-Yavapi Co. AZ College Dist GO Bond									
230. -Muni Bond-McKinney, TX Water Sys Rev. Bonds									
231. -Muni Bonds-Carson City NV water GO Bond									
232. -Muni Bond-St Charles, Ill. GO Bond									
233. -Muni Bond-Richardson, TX ISD GO Bond									
234. -Muni Bond-Bryan, TX Waterworks Rev Bond									
235. -Muni Bond-Ennis, TX GO Bond									
236. -Muni Bond-Indiana Power Agency Rev Bond									
237. -Muni Bond-Dorchester Co., SC Trans. GO Bond									
238. -Muni Bond-N. TX Tollway Auth. series A Bond									

1. Income Gain Codes: (See Columns B) and D4)	A – \$1,000 or less F – \$30,001 - \$100,000 J – \$15,001 or less N – \$210,001 - \$300,000 P3 – \$25,000,001 - \$50,000,000	H – \$1,001 - \$2,101 G – \$100,001 - \$1,000,000 K – \$15,001 - \$30,000 Q – \$300,001 - \$1,000,000	C – \$2,101 - \$1,000 I1 – \$1,000,001 - \$5,000,000 L – \$50,001 - \$100,000 F1 – \$8,000,001 - \$5,000,000 F4 – More than \$20,000,000	D – \$5,001 - \$15,000 I2 – More than \$5,000,000 S1 – \$100,001 - \$250,000 P2 – \$5,000,001 - \$25,000,000	E – \$15,001 - \$50,000
2. Value Method Codes: (See Column C2)	Q – Appraisal U – Book Value	R – Cash (Rc) Estate Only V – Other	S – Ascertain W – Estimated	T – Cash Market	

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 except 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)
239. -Muni Bond-Laredo TX Comm. Col. Dist. GO Bond									
240. -Muni Bond-Temple, TX Util Rev Bond									
241. -Muni Bond-Texas State Water Finl. series A GO Bond									
242. -Muni Bond-Harris Co. TX Mun. Util. Dist. GO series A									
243. -Muni Bond-Dallas, TX ISD GO Bond									
244. -Muni Bond-Irving, TX ISD GO Bond									
245. -Muni Bond-Spring TX ISD GO Bond									
246. -Muni Bond-Klein TX ISD GO Bond									
247. -Muni Bond-Tyler TX Jr. Coll. Dist. Rev. Bond									
248. -Muni Bond-Rockwall, TX ISD GO Bond									
249. -Muni Bond-Aledo, TX ISD GO Bond									
250. -AT&T common stock									
251. -Caterpillar common stock									
252. -Chevron common stock									
253. -ConocoPhillips common stock									
254. -Coca Cola common stock									
255. -Emerson Electric common stock									

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$7,500 G = \$100,001 - \$1,000,000	C = \$1,501 - \$9,000 H = \$1,000,001 - \$3,000,000	D = \$5,001 - \$15,000 I = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes: (See Columns C1 and U3)	J = \$15,000 or less N = \$250,001 - \$500,000 P = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 R = \$1,000,001 - \$5,000,000 T = More than \$50,000,000	M = \$100,001 - \$250,000 Q = \$5,000,001 - \$15,000,000	
3. Value Method Codes: (See Column C2)	Q = Appraisal U = Book Value	R = Corp (Real Estate Only) Y = Other	S = Assessment W = Uninsured	T = Cash Market	

VII. INVESTMENTS and TRUSTS - Income, value, transactions (Includes those of spouse and dependent children; see pp. 34-40 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)
256. -JNJ common stock									
257. -Kellogg common stock									
258. -Nextera Energy common stock									
259. -PG common stock									
260. -Realty Income Corp. common stock									
261. -MMM common stock									
262. -Enbridge Energy Partners Ltd Partnership									
263. -Energy Transfer Equity LP									
264. -Enterprise Products Partners, LP									
265. -Kinder-Morgan Energy Partners, LP									
266. -ONEOK Partners, LP									
267. -Edward Jones M/Mkt. Account									
268. -Muni Bond-Travis Co, TX Cert of Oblig Bond									
269. -Muni Bond-Merced CA Comm. Coll. Imp. Dist. Bond									
270. -Muni Bond-Highland Village TX GO Bond									
271. -Muni Bond-Hillsborough CA Sch. Dist.GO series A									
272. -Muni Bond-Brazos River Auth. Rev. Bond									

1. Treasury Gain Codes: (See Columns III and IV)	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 H-\$5,000,001 - \$1,000,000	D-\$5,001 - \$15,000 I7-More than \$1,000,000	E-\$15,001 - \$10,000
2. Value Codes (See Columns C1 and C2)	J-\$15,000 or less N-\$110,001 - \$500,000 P1-\$25,000,001 - \$50,000,000	K-\$15,001 - \$50,000 O-\$100,001 - \$1,000,000	L-\$50,001 - \$100,000 P1-\$1,000,001 - \$5,000,000 P2-More than \$50,000,000	M-\$100,001 - \$250,000 P1-\$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C3)	Q=Appraisal U=Mark Value	X=Cost (Real Estate Only) V=Other	S=Amortment W=Estimated	T=Cash Market	

VII. INVESTMENTS and TRUSTS – Income, value, transactions (Includes those of spouse and dependent children; see pp. 14-50 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 3 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
273. -Muni Bond-Freemont CA Sch. Dist. GO Bond									
274. -Muni Bond-Rowlett, TX GO Bond									
275. -Muni Bond-San Francisco CA Airport Rev Bond									
276. -Muni Bond-San Diego CA Sch Dist GO series C									
277. -Muni Bond-N TX Tollway Rev. Bond series A									
278. -Muni Bond-Laredo TX Comm. Coll. GO Bond									
279. -Muni Bond-Temple TX Util Sys. Rev. Bond									
280. -Muni Bond-Harris Co TX Mun Util Dist GO series A									
281. -Muni Bond-Harris Co TX Health Facs Dev. Rev Bond									
282. -Muni Bond-Spring TX ISD GO Bond									
283. -Muni Bond-Klein TX ISD KFDG GO Bond									
284. -CenturyLink common stock									
285. -Exxon Mobil common stock									
286. -GE common stock									
287. -Kimberly Clark common stock									
288. -Lockheed common stock									
289. -Medco Health Sys common stock									

1. Income Gain Codes: (See Columns B1 and D1)	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 H – \$1,000,001 – \$5,000,000	D – \$5,001 – \$15,000 I – More than \$15,000,000	E – \$15,001 – \$50,000
2. Value Codes (See Columns C1 and D3)	J – \$15,000 or less N – \$150,001 – \$300,000 P – \$175,000,001 – \$50,000,000	K – \$15,001 – \$50,000 O – \$500,001 – \$1,000,000	L – \$50,001 – \$100,000 R1 – \$1,000,001 – \$3,000,000 P4 – More than \$30,000,000	M – \$100,001 – \$250,000 R2 – \$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 – Amortized W – Estimated	T – Cash Market	

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 Asset (including unit assets) Place "(X)" after each asset except for 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)
290. -Merck common stock									
291. -Pfizer common stock									
292. -United Technologies common stock									
293. -Disney common stock									
294. -Wal-Mart common stock									
295. -Mineral Rights-NFR-Marshall Pottery GU, Harrison Co TX									
296. -Mineral Rights-NFR-Moseley #1 & #2 GU Harrison Co TX									
297. -Mineral Rights-Samson-SW Med Found GU Harrison Co TX									
298. -Mineral Rights-Forest Oil Co-Wms GU Harrison Co TX									
299. -Mineral Rights-Berry Oil Co-Byrne GU Harrison Co TX									
300. -Mineral Rights-XTO-Delta Hughes GU Harrison Co TX									
301. -Mineral Rights-BP-Findley GU Harrison Co. TX									
302. -Mineral Rights-McElroy GU Harrison Co TX									
303. -Mineral Rights-T Mosely GU Harrison Co TX									
304. -Mineral Rights-BP Nesbitt GU Harrison Co TX									
305. -Mineral Rights-Exco-Jville GU Harrison Co TX									
306. -Mineral Rights-Waldron GU Harrison Co TX									

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$7,300 G = \$100,001 - \$1,000,000	C = \$2,301 - \$9,000 H = \$1,000,001 - \$5,000,000	D = \$9,001 - \$15,000 I = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$13,000 or less K = \$250,001 - \$500,000 P1 = \$25,000,001 - \$50,000,000	L = \$13,001 - \$50,000 O = \$500,001 - \$1,000,000	M = \$10,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	N = \$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 = Assessed W = Estimated	T = Cash Market	

VII. INVESTMENTS and TRUSTS — (income, value, transactions (includes those of spouse and dependent children; see pp. 34-50 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)
307. -Mineral Rights-Crockett B GU Harrison Co TX									
308. -Mineral Rights-BP-Brane GU Harrison Co TX									
309. -Mineral Rights-Shelby-JIC Fee GU Harrison Co TX									
310. -Mineral Rights-BP-Hynson GU Harrison Co TX									
311. -Mineral Rights-BP-Resch GU Harrison Co TX									
312. -Mineral Rights-GMX-Blocker Ware Harrison Co TX									
313. -Mineral Rights-GMX S Moore GU Harrison Co TX									
314. -Mineral Rights-NFR-Pilot GU Harrison Co TX									
315. -Mineral Rights-Beckham GU Harrison Co TX									
316. -Mineral Rights-Berry-Haynes GU Harrison Co TX									
317. -Mineral Rights-BP-Allen GU Harrison Co TX									
318. -Mineral Rights-BP-JE Jackson GU Harrison Co TX									
319. -Min.RightsGMX-Underwood GU Harrison Co TX									
320. -Mineral Rights-Gill GU Harrison Co TX									
321. -Mineral Rights-SD Hall GU Harrison Co TX									
322. -Mineral Rights-PennVa Hardern GU Harrison Co TX									
323. -Mineral Rights-BP-Hurd GU Harrison Co TX									

1. Income/Gain Codes (See Columns B1 and D4)	A - \$1,000 or less F - \$50,001 - \$100,000	B - \$1,001 - \$1,500 G - \$100,001 - \$1,000,000	C - \$1,501 - \$5,000 H - \$5,000,001 - \$5,000,000	D - \$5,001 - \$15,000 I - More than \$5,000,000	E - \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J - \$15,000 or less N - \$150,001 - \$500,000 P - \$25,000,001 - \$50,000,000	K - \$15,001 - \$50,000 O - \$500,001 - \$1,000,000	L - \$50,001 - \$100,000 R - \$1,000,001 - \$5,000,000 T - More than \$50,000,000	M - \$100,001 - \$250,000 Q - \$5,000,001 - \$15,000,000	
3. Value Method Codes (See Column C2)	Q - Appraisal U - Book Value	R - Cost (Real Estate Only) V - Other	S - Assessed W - Estimated	Y - Cash Market	

VII. INVESTMENTS and TRUSTS – Income, value, transactions (includes those of spouse and dependent children; see pp. 34-68 of filing instructions)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset except 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., intl. 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)
324. -Mineral Rights-Chopper GU Harrison Co TX									
325. -Mineral Rights-BP-Davis GU Harrison Co TX									
326. -Mineral Rights-BP-Lee GU Harrison Co TX									
327. -Mineral Rights-BP-Pope GU Harrison Co TX									
328. -Mineral Rights-BP-Allen GU Harrison Co TX									
329. -Mineral Rights-BP-JG Brown GU Harrison Co TX									
330. -Mineral Rights-BP-Lewis GU Harrison Co TX									
331. -Mineral Rights-BP-Britton GU Harrison Co TX									
332. -Mineral Rights-BP-Caldwell GU Harrison Co TX									
333. -Mineral Rights-YP-Slaughter GU Harrison Co TX									
334. -Mineral Rights-Hutchinson GU Harrison Co TX									
335. -Mineral Rights-NFR-Emmitt GU Harrison Co TX									
336. -Min. Rights-Tex-OK-Baker GU Harrison Co TX									
337. -Mineral Rights-Tex OK-Ben Gena Field Harrison Co TX									
338. -Mineral Rights-Bhalock GU Harrison Co TX									
339. -Mineral Rts-GMX-Bradley GU Harrison Co TX									
340. -Mineral Rights-Buffin GU Harrison Co TX									

1. Income Gain Codes: (See Columns B1 and D4)	A – \$1,000 or less F – \$300,001 – \$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 I – Above \$5,000,000	E – \$15,001 – \$50,000
2. Value Codes: (See Columns C1 and C2)	J – \$15,000 or less N – \$250,001 – \$500,000 P – \$1,000,001 – \$50,000,000	K – \$15,001 – \$50,000 O – \$100,001 – \$1,000,000	L – \$50,001 – \$100,000 Q – \$1,000,001 – \$5,000,000 R – Above \$50,000,000	M – \$100,001 – \$250,000 P – \$5,000,001 – \$25,000,000	
3. Value Method Codes: (See Column C3)	Q – Appraisal U – Direct Value	R – Cost (Real Estate Only) V – Other	S – Assessment W – Estimated	T – Cash Market	

VII. INVESTMENTS and TRUSTS - Income, value, transactions (includes those of spouse and dependent children; see pp. 34-40 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset except from prior disclosure	D. 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/yyyy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-I)	(5) Identity of buyer/seller (if private transaction)
341. -Mineral Rights-B Cain GU Harrison Co TX									
342. -Mineral Rights-ETBC GU Harrison Co TX									
343. -Mineral Rights-Corde GU Harrison Co TX									
344. -Mineral Rights-BP-Dudeck GU Harrison Co TX									
345. -Mineral Rights-XTO-Dunn GU Harrison Co TX									
346. -Mineral Rights-Dukee GU Harrison Co TX									
347. -Mineral Rights-Gilstrap GU Harrison Co TX									
348. -Mineral Rights-Fair Oil-Fox GU Harrison Co TX									
349. -Mineral Rights-Exco-Jube GU Harrison Co TX									
350. -Mineral Rights-Comstock Kennedy GU Harrison Co TX									
351. -Mineral Rights-DP Kingsree GU Harrison Co TX									
352. -Mineral Rights-Kirkpatrick GU Harrison Co TX									
353. -Mineral Rights-XTO-Dee Knox GU Harrison Co TX									
354. -Mineral Rights-BP-Roden GU Harrison Co TX									
355. -Mineral Rights-Matthews GU Harrison Co TX									
356. -Mineral Rights-Newton GU Harrison Co TX									
357. -Mineral Rights-DP-Peggy Pierce GU Harrison Co TX									

1. Income Code:	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 D1 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 Code:	I - \$15,000 or less	J - \$15,001 - \$50,000	K - \$50,001 - \$100,000	L - \$100,001 - \$150,000	M - \$150,001 - \$250,000
(See Columns C1 and C3)	N - \$250,001 - \$500,000	O - \$500,001 - \$1,000,000	P1 - \$1,000,001 - \$5,000,000	P2 - More than \$5,000,000	
3. Value Method Code:	Q - Appraisal	R - Cost (Real Estate Only)	S - Assessed	T - Cash Market	
(See Column C2)	U - Other Value	V - Other	W - Estimated		

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-V)	(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)
358. -Mineral Rights-Rosborough GU Harrison Co TX									
359. -Mineral Rights-Exco-Rudd GU Harrison Co TX									
360. -Mineral Rights-Vincent GU Harrison Co TX									
361. -Mineral Rights-weir GU Harrison Co TX									
362. -Mineral Rights-BP-P. Whaley GU Harrison Co TX									
363. -Mineral Rights-XTO-Wilson GU Harrison Co TX									
364. -Mineral Rights-Woodlawn GU Harrison Co TX									
365. -CapitalOne Bank-checking account									

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 H-\$1,000,001 - \$5,000,000	D-\$5,001 - \$15,000 I-\$15,001 - \$50,000,000	E-\$15,001 - \$50,000
2. Value Codes: (See Columns C1 and D3)	J-\$15,000 or less N-\$250,001 - \$500,000 P-\$250,000,001 - \$50,000,000	K-\$15,001 - \$50,000 O-\$500,001 - \$1,000,000	L-\$50,001 - \$100,000 M-\$1,000,001 - \$5,000,000 P4-Above \$5,000,000	P1-\$1,000,001 - \$5,000,000 P2-\$5,000,001 - \$25,000,000	P3-\$25,000,001 - \$50,000,000
3. Value Method Codes: (See Column C2)	Q-Average U-Market Value	R-Cost (Real Estate Only) V-Other	S-Appraisal W-Estimated	T-Cash Market	

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

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 James R. Gilstrap

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)

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

FINANCIAL STATEMENT

NET WORTH

Provide a complete, current financial net worth statement which itemizes in detail all assets (including bank accounts, real estate, securities, trusts, investments, and other financial holdings) all liabilities (including debts, mortgages, loans, and other financial obligations) of yourself, your spouse, and other immediate members of your household.

ASSETS				LIABILITIES			
Cash on hand and in banks	2	718	282	Notes payable to banks-secured			
U.S. Government securities				Notes payable to banks-unsecured			
Listed securities -- see schedule	1	803	552	Notes payable to relatives			
Unlisted securities				Notes payable to others			
Accounts and notes receivable:				Accounts and bills due			
Due from relatives and friends				Unpaid income tax			
Due from others				Other unpaid income and interest			
Doubtful				Real estate mortgages payable-see schedule			
Real estate owned -- see schedule	1	569	040	Chattel mortgages and other liens payable			
Real estate mortgages receivable				Other debts-itemize:			
Autos and other personal property		50	000				
Cash value-life insurance		27	360				
Other assets itemize:							
- Municipal bonds	1	333	652				
				Total liabilities			0
				Net Worth	7	501	886
Total Assets	7	501	886	Total liabilities and net worth	7	501	886
CONTINGENT LIABILITIES				GENERAL INFORMATION			
As endorser, comaker or guarantor				Are any assets pledged? (Add schedule)	NO		
On leases or contracts				Are you defendant in any suits or legal actions?	NO		
Legal Claims				Have you ever taken bankruptcy?	NO		
Provision for Federal Income Tax							
Other special debt							