

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2016

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 04/14/2017
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 01/01/2016 to 12/31/2016
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.	

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III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of filing instructions.)***A. Filer's Non-Investment Income**☐ NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> (yours, not spouse's)
1. 1-5/16	University of Minnesota Law School; wages	\$3,000.00
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. 1-12/2016	Marketing Minds, salary; supplemental distribution
2. 1-12/2016	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.				

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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.

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

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount 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. --Chemours Co (CC)	A	Dividend	J	T					
5. --Chicago Bridge (CBI)	A	Dividend	J	T					
6. --E.I. dePont de Nemours (DD)	A	Dividend	J	T					
7. --Fresh DelMonte Produce (FDP)	A	Dividend	J	T					
8. --Flextronics International, Ltd. (FLEX)		None	J	T					
9. --Gannett Co., Inc. (GCI)	A	Dividend	J	T					
10. --General Electric Co. (GE)	A	Dividend	J	T					
11. --Goldcorp Inc. (GG)	A	Dividend	J	T					
12. --Home Depot, Inc. (HD)	A	Dividend	K	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:	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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18. --Newmont Mining Corp. (NEM)	A	Dividend	J	T					
19. --Newport Corporation (NEWP)		None			Sold	05/02/16	J	C	
20. --Newell Rubbermaid, Inc. (NWL)	A	Dividend	J	T					
21. --Regis Corporation (RGS)	A	Dividend	J	T					
22. --Sony Corporation (ADR) (SNE)	A	Dividend	J	T					
23. --Steris Corporation (STE)	A	Dividend	J	T					
24. --Superior Industries Int'l, Inc. (SUP)	A	Dividend	J	T					
25. --Tegna (TGNA)	A	Dividend	K	T					
26. --U.S. Bancorp (USB)	A	Dividend	J	T					
27. --Wausau Paper Corp. (WPP)		None			Sold	01/22/16	J	A	
28. --Wells Fargo Money Market FD	A	Interest	L	T					
29. Wells Fargo Brokerage Account #2									
30. --Amerisource Bergen Corp. (ABC)	A	Dividend	K	T					
31. --ACE Limited (ACE) *See Part VIII	A	Dividend			Merged (with line 32)	01/15/16	K	A	
32. --CHUBB, Ltd (CB) *See Part VIII	A	Dividend	K	T		01/15/16			
33. --Aviat Networks, Inc. (AVNW)		None	J	T					
34. --Baxter International, Inc. (BAX)	A	Dividend	J	T					

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

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35. --Baxalta, Inc (BXL) * See Part VIII	A	Dividend				06/03/16	J	A	
36. --Shire, PLC, (SHPG) * See Part VIII	A	Dividend	J	T	Merged (with line 35)	06/03/16	J		
37. --ConAgra Foods, Inc. (CAG), Shire, PLC (SHPG)	A	Dividend	J	T					
38. --Center Point Energy, Inc. (CNP)	A	Dividend	K	T					
39. --CONSOL Energy, Inc. (CNX)	A	Dividend	J	T					
40. --CONOCOPhillips (COP)	A	Dividend	K	T					
41. --Phillips 66 (PSX)	A	Dividend	K	T					
42. --Dean Foods Company (DF)		None	J	T					
43. --Devon Energy Corporation (DVN)	A	Dividend	K	T					
44. --Embraer, SA (ADR) (ERJ)	A	Dividend	J	T					
45. --Harris Corporation (HRS)	A	Dividend	K	T					
46. --Mueller Industries, Inc. (MLI)	A	Dividend	K	T					
47. --Nokia Corporation (ADR) (NOK)	A	Dividend	J	T					
48. --Reynolds American, Inc. (RAI)	B	Dividend	K	T					
49. --Stanley Black & Decker, Inc. (SWK)	A	Dividend	K	T					
50. --Whiteware Foods (WWAV)		None	J	T					
51. --Wells Fargo accounts WF money market FD	A	Interest	N	T					

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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	

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52. Wells Fargo IRA Account #1									
53. --Citigroup, Inc. (C)	A	Dividend	J	T					
54. --Cisco Systems, Inc. (CSCO)	A	Dividend	J	T					
55. --Diageo, plc (ADR) (DEO)	A	Dividend	K	T					
56. --Dodge & Cox Int'l Stock Fund (DODFX)	A	Dividend	L	T					
57. --Wells Fargo Adv. Int'l Eq Fund (WFEAX)	A	Dividend	K	T					
58. --International Business Machine Corp. (IBM)	A	Dividend	K	T					
59. --Intel Corporation (INTC)	A	Dividend	K	T					
60. --Nu Skin Enterprises, Inc. (NUS)	B	Dividend	L	T					
61. --New York Community Bancorp, Inc. (NYCB)	B	Dividend	K	T					
62. --Mutual Quest Fund Class A (TEQIX)	B	Dividend	K	T					
63. --Time Warner Cable, Inc. (TWC)		None			Merged (with line 64)	05/20/16	J	A	
64. --Charter Communications (CHTR) * See Part VIII	A	Dividend	J	T		05/20/16			
65. --Time Warner, Inc. (TWX)	A	Dividend	J	T					
66. --Time, Inc. (TIME)	A	Dividend	J	T					
67. --Pimco All Asset Fund (PAUCX)	B	Dividend	K	T					
68. --cash	A	Interest	M	T					

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69. Wells Fargo IRA Account #2									
70. --Becton, Dickinson and Co. (BDX)	A	Dividend	L	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	L	T					
77. --Pimco Inc. Fund (PONCX)	B	Dividend	L	T					
78. --cash	A	Interest	M	T					
79. Wells Fargo IRA Account #3									
80. --AOL, Inc. (AOL) *See Part VIII		None			Sold	06/30/15	J	A	
81. --SPDR ETF (DIA)	B	Dividend	L	T					
82. -- S&P 500 Dep. Recp't Unit Ser 1 (SPY)	A	Dividend	K	T					
83. --Time Warner (Cable) (TWC)	A	Dividend			Merged (with line 84)	05/20/16	J	A	
84. --Charter Communications (CHTR) *See Part VIII	A	Dividend	J	T		05/20/16			
85. --Time Warner (TWX)	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
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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	

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86. --Time, Inc (TIME)	A	Dividend	J	T					
87. --cash	A	Interest	K	T					
88. Wells Fargo IRA Account #4--WF Adv Large Cap Fund (STRFX)		None	J	T					
89. Wells Fargo Bank Cash Accounts	C	Interest	O	T					
90. Schwab Brokerage Account #1									
91. --Alphabet, Inc (GOOGL)		None	L	T					
92. --BP Pic (ADR) (BP)	B	Dividend	K	T					
93. --DaimlerChrysler (CX formerly DDAIF)	A	Dividend	J	T					
94. --Darden Restaurants, Inc. (DRI)	A	Dividend	K	T					
95. --Dow Chemical Company (DOW)	A	Dividend	K	T					
96. --Energen Corporation (EGN)	A	Dividend	J	T					
97. --Exxon Mobil Corporation (XOM)	A	Dividend	K	T					
98. --Four Corners Property (FCPT)		None	J	T					
99. --Frontier Communications Corp. (FTR)	A	Dividend	J	T					
100. --General Electric Company (GE)	A	Dividend	K	T					
101. --General Mills, Inc. (GIS)	B	Dividend	L	T					
102. --Honeywell International, Inc. (HON)	B	Dividend	M	T					

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103. --Iberdrola SA (IBDRY)	A	Dividend	J	T					
104. --JM Smucker Company (SJM)	A	Dividend	J	T					
105. --Johnson & Johnson (JNJ)	B	Dividend	L	T					
106. --Kellogg Company (K)	B	Dividend	L	T					
107. --KeyCorp. (KEY)	A	Dividend	J	T					
108. --MBIA, Inc. (MBI)		None	J	T					
109. --Norfolk Southern Corporation (NSC)	A	Dividend	K	T					
110. --Nu Skin (NUS)	A	Dividend	K	T					
111. --Piper Jaffray Companies (PJC)		None	J	T					
112. --Power Shares QQQ trust, Ser. 1 (QQQ)	A	Dividend	K	T					
113. --Proctor & Gamble Company (PG)	A	Dividend	K	T					
114. --SPDR S&P 500 (ETF) (SPY)	A	Dividend	K	T					
115. --SPDR ETF fka Diamond Trust Series Mutual Fund (DIA)	A	Dividend	J	T					
116. --SuperValu, Inc. (SVU)	A	Dividend	J	T					
117. --Surmodics, Inc. (SRDX)		None	J	T					
118. --Target Corporation (TGT)	A	Dividend	K	T					
119. --Textron, Inc. (TXT)	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	

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Name of Person Reporting

NOEL, FRANKLIN L.

Date of Report

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

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount 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. --US Bancorp (USB)	A	Dividend	K	T					
121. --Verizon Communications, Inc. (VZ)	A	Dividend	K	T					
122. --Washington Real Estate Investment T (WRE)	A	Dividend	K	T					
123. --Pimco High Yield Institutional shares (PHIYX)	C	Dividend	K	T					
124. --Schwab S&P 500 Index Fund (SWPPX)	A	Dividend	K	T					
125. --US Treasury due 8/15/23	A	Interest	J	T					
126. --Schwab cash reserves (SWSXX)	A	Interest	N	T					
127. --Kinder/Morgan (KMI) including WARRANTS (KMIWS)	A	Dividend	J	T					
128. -- Advansix, Inc. (ASIX)		None	J	T	Spinoff (from line 102)	10/13/16	J		
129. SCHWAB 401(k) account									
130. --Schwab Money Mkt Fund (SWMXX)	A	Dividend	M	T					
131. --Becton Dickinson (BDX)	A	Dividend	L	T					
132. --International Business Machines (IBM)	B	Dividend	K	T					
133. --New York Community Bancorp, Inc. (NYCB)	B	Dividend	K	T					
134. --NuSkin Enterprises (NUS)	B	Dividend	K	T					
135. --Novartis (NVS)	A	Dividend	J	T					
136. --Nuance (NUAN)		None	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	

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Name of Person Reporting

NOEL, FRANKLIN L.

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

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount 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. --OAKMARK Intl Fund (OAKIX)	B	Dividend	K	T					
138. --GABELLI Small Cap (GABSX)	A	Dividend	J	T					
139. Charles Schwab Bank	A	Interest	K	T					
140. Morgan Stanley Brokerage Account									
141. --Citibank NA*See Part VIII	A	Interest			Closed	06/02/15	N	A	
142. --Morgan Stanley Private Bank NA * See Part VIII	A	Interest	N	T	Open	06/02/15	N		
143. --AT&T (T)	B	Dividend	K	T					
144. --Alcatel Lucent (ALU)		None			Redeemed	06/02/16	J		
145. --Boeing (BA)	D	Dividend	M	T					
146. --Comcast Corp. (CMCSA)	A	Dividend	J	T					
147. --EXELON Corp (EXC)	A	Dividend	J	T					
148. --Dow Chemical (DOW)	A	Dividend	J	T					
149. --Edison International (EIX)	A	Dividend	J	T					
150. --Kinder/Morgan, Inc. (KMI)	A	Dividend	J	T					
151. --Energen Corp. (EGN)	A	Dividend	K	T					
152. --IBERDROLA (IBDRY)	A	Dividend	J	T					
153. --LSI Corp. (LSI) *See Part VIII		None			Redeemed	05/06/14	J	A	

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	

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NOEL, FRANKLIN L.

Date of Report

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

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount 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. --National Fuel Gas (NFG)	A	Dividend	K	T					
155. --PG&E (PCG)	A	Dividend	J	T					
156. --PNC Financial Services (PNC)	A	Dividend	J	T					
157. --Praxair, Inc. (PX)	A	Dividend	J	T					
158. --CenturyLink (CTL) Comm.(Q	A	Dividend	J	T					
159. --Contra Seahawk		None	J	T					
160. --Semptra Energy (SRE)	B	Dividend	K	T					
161. --Verizon (VZ)	A	Dividend	J	T					
162. --Vodafone Group (VOD)	A	Dividend	J	T					
163. --Westar Energy, Inc. (WR)	A	Dividend	J	T					
164. --Babson Capital Corp/fka fBarrings Corp, Inc. (MCI)*See Part VIII	B	Dividend	K	T		09/12/16			
165. --Mutual Quest (MQIFX)	A	Dividend	J	T					
166. --Mutual Global Disc. (MDISX)	B	Dividend	L	T					
167. --Centrus Energy (LEU)		None	J	T					
168. American Century Mutual Funds (Am. Century)									
169. --Growth (TWCXG)	C	Dividend	L	T					
170. --Ultra (TWCUX)	B	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	

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NOEL, FRANKLIN L.

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

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

A. Description of Assets (including trust assets) Place "X" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount 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. --Balanced (TWBIX)	B	Dividend	L	T					
172. Federated Kaufman Fund R (KAUFX)	E	Distribution	M	T					
173. Vanguard									
174. --Balanced Index Fund Investors Shares (VBINX)	A	Dividend	L	T					
175. --Tax Exempt Money Market Fund (VMSXX)	A	Dividend			Sold	10/17/16	J	A	
176. --Odyssey Marine Expl. (OMEX)		None	J	T					
177. --Prime Money Market Fund (VMMXX)	A	Dividend	P1	T					
178. --Windsor Fund Investor Shares (VWNDX)	C	Dividend	L	T					
179. Heartland Value Fund (HRTVX)	D	Distribution	L	T					
180. Manulife Financial Corp.(MFC)	A	Dividend	K	T					
181. General Mills 401(k)									
182. --Schwab money Mkt Fund (SWMXX)	A	Dividend	J	T					
183. --General Mills (GIS)	A	Dividend	M	T					
184. --F five		None	L	T					
185. --2020 Target Retirement Fund		None	L	T					
186. --Diversified US Equity Fund		None	M	T					
187. --Growth Equity Fund		None	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 \$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	

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NOEL, FRANKLIN L.

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

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

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount 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. --International Developed Market Fund		None	L	T					
189. --SP500 Fund		None	M	T					
190. --Small Midcap Equity Fund		None	L	T					
191. --Value Equity Fund		None	L	T					
192. -- Brokerage Window *See Part VIII		None	L	T					
193. Aware Board Non-Qualified Fund Blue Cross Blue ShieldBe									
194. --FID Growth Co., (FGCKX)	D	Dividend	M	T					
195. --SPTN 500 Index (FUSVX)	A	Dividend	L	T					
196. --Times Sq SMCAP (TSCPX)		None	K	T					
197. --TMTL Global Bond (TPINX)	A	Dividend	K	T					
198. --Fid Sel Tech (FSPTX)		None	L	T					
199. --Artisan Int/Val Inv (ARTKX)	D	Dividend	L	T					
200. --Fid Sel Energy (FSENX)	B	Dividend	K	T					
201. --Fid Sec Healthcare (FSPHX)	C	Dividend	L	T					
202. --SPTN EXT Index A DV (FSEVX)	B	Dividend	M	T					
203. Oklahoma Royalty Interest: Yazo County	A	Royalty	J	T					
204. Oklahoma Royalty Interest: Marshall County	A	Royalty	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	
	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		

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Name of Person Reporting

NOEL, FRANKLIN L.

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04/14/2017

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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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. Oklahoma Royalty Interest: Noble County	A	Royalty	J	T					
206. Oklahoma Royalty Interest: Pottowatomic County	A	Royalty	J	T					
207. Oklahoma Royalty Interest: Payne County	A	Royalty	J	T					
208. Oklahoma Royalty Interest: Oklahoma County	A	Royalty	J	T					
209. Oklahoma Royalty Interest: Caddo County	A	Royalty	J	T					
210. Kansas Royalty Interest: Barton County	A	Royalty	J	T					
211. Louisiana Royalty Interest: Webster County	A	Royalty	J	T					
212.									
213.									

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	

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NOEL, FRANKLIN L.

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

- A. Part VII; Line ## 1, 29, 52, 69, 79, 90, 129, 140, 168, 173, 181, and 193 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 #89. I have aggregated several separate checking and savings accounts at Wells Fargo Bank.
- C. Part VII; Lines 31 & 32. On June 15, 2016 ACE (ACE) merged with Chubb, Ltd (CB). There was no gain. ACE (ACE) shares were effectively replaced by Chubb, Ltd (CB) shares.
- D. Part VII; Lines 35 & 36. On June 3, 2016, Baxalta (BXL) merged with Shire, PLC (SHPG). For each share of BXL, I received a fraction of a share of SHPG and a sum of cash. The Value Code in column D (3) of Line 35 represents the combined value of the stock and the cash on the merger date of June 3, 2016. The Gain Code in column D(4) of Line 35 represents the capital gain on this transaction as reported on my 2016 Income Tax Return as calculated by my accountant. Column C(1) of Line 35 is left blank because I no longer held any BXL stock on December 31, 2016. The Value Codes in Columns C(1) and D(3) on Line 36 represents the value of only the SHPG stock on December 31, 2016 and June 3, 2016, respectively.
- E. Part VII; Line 80. On June 30, 2015, the six shares I held of AOL, Inc., were sold for cash at the time of the Verizon purchase of AOL. I overlooked this when I prepared my 2015 Annual Report.
- F. Part VII; Line 63, 64, 83, 84. On May 20, 2016, Time Warner Cable (TWC) merged with Charter Communications (CHTR). For value purposes there was no gain, TWC shares were effectively replaced by CHTR shares.
- G. Part VII; Lines 141 & 142. In June of 2015, The Morgan Stanley Brokerage account moved the cash holdings in this account from Citibank, NA to Morgan Stanley Private Bank. I overlooked this change on my 2015 Annual Report. The amount of cash did not change, only the bank in which it was held. Future reports will only show Morgan Stanley Private Bank for this entry.
- H. Part VII; Line 153. In May 2014, this security (LSI) was redeemed. I overlooked it on my 2014 and 2015 Reports. It is included here to correct that oversight.
- I. Part VII; Line 164. On September 12, 2016, Babson Capital Corporate Investors changed its name to Barings Corporate Investors. It still trades under the same trading symbol, MCI.
- J. Part VII; Line 192. Brokerage Window. Last year, when I filed an Amended Annual Report, in response to an inquiry from the committee, I listed several proprietary funds unique to my [REDACTED] General Mills 401(k) account, which [REDACTED] holds by virtue of [REDACTED] former employment with a General Mills' predecessor, The Pillsbury Company. In so doing, I neglected to include one of the eight funds in which [REDACTED] is invested. I am now including it here to correct that oversight.

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NOEL, FRANKLIN L.

Date of Report

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IX. CERTIFICATION.

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

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