

PROCESSED

FEB 06 2002

THOMSON
FINANCIAL

FORM D

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION



02013091

SEC USE ONLY	
Prefix	Serial
DATE RECEIVED	

Name of Offering (☐ check if this is an amendment and name has changed, and indicate change.)

The Jones Financial Companies, L.L.L.P. - Subordinated Limited Partnership Offering

Filing Under (Check box(es) that apply): ☐ Rule 504 ☐ Rule 505 ☐ Rule 506 ☐ Section 4(6) ☒ ULOE

Type of Filing: ☒ New Filing ☐ Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer (☐ check if this is an amendment and name has changed, and indicate change.)

The Jones Financial Companies, L.L.L.P.

Address of Executive Offices (Number and Street, City, State, Zip Code)
12555 Manchester Road, St. Louis, MO 63131

Telephone Number (Including Area Code)
(314) 515-5240

Address of Principal Business Operations (Number and Street, City, State, Zip Code)
(if different from Executive Offices)

Telephone Number (Including Area Code)

Brief Description of Business

Limited Partnership Holding Company of Securities Broker/Dealer

U.S. POST OFFICE
DELAYED

Type of Business Organization

☐ corporation

☒ limited partnership, already formed

☐ other (please specify):

☐ business trust

☐ limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization: Month **06** Year **87** ☒ Actual ☐ Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:
CN for Canada; FN for other foreign jurisdiction) **MO**

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☒ General and/or Managing Partner

Full Name (Last name first, if individual)

John W. Bachmann (Managing Partner)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

(See following pages for a continuation of the General Partners)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

THE JONES FINANCIAL COMPANIES, L.P.,L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
ALLAN J. ANDERSON REVOCABLE LIVING TRUST, DATED 12/31/1996	38 SOUTH EATON PLACE	LONDON,	ENGLAND	SWIW9JJ
ARMSTRONG, JR., CHARLES E.	2616 ARROWHEAD	GRAND ISLAND,	NE	68801
ARNONE, SCOTT WILLIAM	3680 NICKLAUS DR.	CLARKSTON,	WA	99403
AVEN, DONALD HALL	1580 HIGHLAND VALLEY CIRCLE	CHESTERFIELD,	MO	63005
JOHN W. BACHMANN REVOCABLE LIVING TRUST, DATED 05/14/1998	801 SO. SKINKER, APT. 16A	ST. LOUIS,	MO	63105
BAHR, RODNEY THOMAS	2462 CHRISTOPHER WINDS LANE	ST. LOUIS,	MO	63129
BALDRIDGE, ROBERT	10586 SUNSET PINES COURT	ST. LOUIS,	MO	63128
BARBER, JIM	1696 NATCHEZ TRACE	GREENSBORO,	NC	27455
BARROWS, JOSEPH LELAND	1155 N. HIGH STREET	LANCASTER,	OH	43130
BASTIEN, KEVIN D.	I E. PAWNEE COURT	COLUMBIA,	IL	62236
BAUMGARTEL, ARMIN C.	6341 MURRAY CT. NW	OLYMPIA,	WA	98502
ROBERT BECK EDJ INTEREST REVOCABLE LIVING TRUST, DATED 12/24/1992	21 RIVER TRAIL DRIVE	ST. CHARLES,	MO	63303
BENNETT, DOUGLAS BRADFORD	2214 PREVIN COURT	BURLINGTON, ON	CANADA	L7P 4J3
BERTSCH, THOMAS L.	3709 34TH STREET	COLUMBUS,	NE	68601
JOHN BEUERLEIN, TTEE, THE JOHN BEUERLEIN REV. LIVING TRUST, DATED 06/14/1993	13315 TREE TOP VIEW COURT	ST. LOUIS,	MO	63141
BOKHOVEN, HOWARD W.	255 LAKEVIEW DR.	SANFORD,	NC	27330
BOSCHERT, JR., DONALD WILLIAM	353 WOODMERE	ST. CHARLES,	MO	63303
BOX, KENNETH PAUL	401 VICTORIAN AVE.	WAXAHACHIE,	TX	75165
BOYD, ROBB L.	1191 RUSHBROOKE DR.	OAKVILLE, ONTARIO	CANADA	L6M1H8
WILLIAM H. BRODERICK, III REVOCABLE LIVING TRUST, DATED 06/13/1996	1100 WHEATON HILL CT.	TOWN & COUNTRY,	MO	63131

THE JONES FINANCIAL COMPANIES, L.P.,L.L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
MORTON L. BROWN, TRUSTEE, MORTON L. BROWN JR. TRUST, DATED 07/06/1994	1707 MASON KNOLL ROAD	ST. LOUIS,	MO	63131
BRUNS, DAVID CARL	2760 COPPOCK ROAD	WASHINGTON,	IA	52353
BUDD, SCOTT HOWARD	571 GLEN GARRY ROAD	CARY,	IL	60013
BURKETT, SHEILA ANNETTE	610 TUXEDO BLVD.	WEBSTER GROVES,	MO	63119
DANIEL BURKHARDT REVOCABLE TRUST, DATED 08/20/1992	13630 STURBRIDGE	TOWN & COUNTRY,	MO	63131
BURNES, MARY ANN	723 BRIAR FORK RD.	ST. LOUIS,	MO	63131
BURWELL, DONALD JAMES	1052 OLD OAK DRIVE	OAKVILLE, ONTARIO	CANADA	L6M3K5
JACK L. CAHILL REVOCABLE TRUST, DATED 12/23/1992	13 MUIRFIELD LANE	ST. LOUIS,	MO	63141
BRETT A. CAMPBELL REVOCABLE TRUST, DATED 07/25/2000	625 N. CLAY AVE.	KIRKWOOD,	MO	63122
CAMPBELL, ROBERT JOE	1343 GREENHILLS ROAD,	GREENFIELD,		46140
CAMPBELL, WILLIAM F.	671 SPYGLASS SUMMIT DR.	CHESTERFIELD,	IN	
JOHN J. & SUSAN M. CARUSO LIVING TRUST, DATED 09/09/1992	5400 CHAPELFORD LANE	ST. LOUIS,	MO	63017
			MO	63119
GUY R. CASCELLA REVOCABLE LIVING TRUST, DATED 12/31/1996	14 CLAYTON HILLS LANE	ST. LOUIS,	MO	63131
CAVNESS, PAMELA K.	17446 RADCLIFFE PLACE DRIVE	WILDWOOD,	MO	63025
CHARETH, MARC DAVID	1 HARVEST VIEW DRIVE	AMHERST	NH	03031
CHARLES, III, JAMES WILEY	123 DANSWORTH LANE	OAK RIDGE,	TN	37830
RICHARD A. CHRISTENSEN, JR., REVOCABLE TRUST, DATED 07/23/1996	55 WEST MEATH RING	ST. CHARLES,	MO	63304
CIAPCIAK, ROBERT J.	9851 WATERBURY	ST. LOUIS,	MO	63124
CLEMENT, STEPHEN P.	41 CHESHIRE DRIVE	MARYVILLE,	IL	62062

THE JONES FINANCIAL COMPANIES, L.P., L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
COOK-SCHNEIDER, CHERYL J.	14016 CONWAY ROAD	CHESTERFIELD,	MO	63017
COON, GARY J.	33 GRANDE LAKE DR.	PORT CLINTON,	OH	43452
TERRY E. CROW REVOCABLE TRUST, DATED 04/21/1994	6828 PERSHING	UNIVERSITY CITY,	MO	63130
CURRAN, PAUL J.	606 HIGH STREET	SALEM,	VA	24153
CURRY, ROBERT THOMAS	47 LINKS SIDE CT.	KINGWOOD,	TX	77339
THE PAUL RUDOLPHE DANIELS REVOCABLE TRUST DECLARATION, DATED 03/30/1999	103 PONDEROSA	SEARCY,	AR	72143
DELEVAN, JOHN M.	129 SAND PINE PLACE	NEW SMYRNA BEACH,	FL	32168
DENTINGER, BRIAN	3630 WESTMOOR DRIVE.	MOORHEAD	MN	56560
DILLE, JOHN P.	221 SOUTHWOODS DR.	FREDERICKSBURG,	TX	78624
DOCKSEY, JAMES E.	15716 93RD AVENUE	CHIPPEWA FALLS,	WI	54729
DOLLINGER, EDWARD JOSEPH	604 TIMBERLINE DRIVE	JOLIET,	IL	60431
DORIA, CYNTHIA A.	# 20 HILL DRIVE	GLENDAL,	MO	63122
DOSMANN, GREGORY B.	18015 LITTLE PINE CT.	WILDWOOD,	MO	63005
DUDE, KENNETH MICHAEL	137 MORNINGSIDE	KIRKWOOD	MO	63122
DWYER, JR., WILLIAM T.	4432 HILLCREST DR.	SALEM,	IL	62881
EAKER, NORMAN L.	#20 COUNTRY CLUB WOODS	ST. CHARLES,	MO	63303
EASTERLING, KENNETH LANE	218 DEER TRACE	PRATTVILLE,	AL	63067
MICHAEL J. ESSER, TTEE, THE MICHAEL J. ESSER REVOCABLE LIVING TRUST, DATED 12/17/1993	109 FOREST CLUB	CHESTERFIELD,	MO	63005
WILLIAM E. FIALA TRUST, U/T/A, DATED 10/28/1999	657 WESTLEDGE COURT	ST. LOUIS,	MO	63131
FICKEN, ANN M.	42 WOLVERTON CT.	ST. CHARLES,	MO	63301
FINN, TIMOTHY VINCENT	16309 IDLEWOOD COURT	CHESTERFIELD,	MO	63005
KEVIN N. FLATT EDJ INTEREST REVOCABLE LIVING TRUST, DATED 12/22/1992	14285 DINSMOOR DR.	CHESTERFIELD,	MO	63017

THE JONES FINANCIAL COMPANIES, L.P.,L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
TRUST AGREEMENT OF LAURENS W. FLOYD, JR., DATED 03/10/1993	2807 BROWNSFIELD WAY	SUMTER,	SC	29150
FLYNN, TIMOTHY JOSEPH	#5 HILLCREST PLACE	KIRKWOOD,	MO	63122
DANIEL F. FORCADE TRUST DATED 08/16/2000	548 CLAYMONT PLACE DR.	BALLWIN,	MO	63011
FRASER, JOHN DAVID	2822 TEAL DR.	NEW IBERIA,	LA	70560
FRASER, STEVEN J.	1836 KEHRSWOOD DRIVE	CHESTERFIELD,	MO	63005
FRICK, BRADLEY LEWIS	449 SHERWOOD DR.	WEBSTER GROVES,	MO	63119
GAITHER, LAURENCE GREGORY	3200 CHERRY PLACE	MUSKOGEE,	OK	74403
GEE, RODNEY CARLTON	17840 WEST HAMPTON WOODS DRIVE	WILDWOOD,	MO	63005
GILKISON, CHRIS A.	14140 BAYWOOD VILLAGES DR.	CHESTERFIELD,	MO	63017
GOLDBERG, STEVEN L.	38 PORTLAND DR.	FRONTENAC,	MO	63131
RONALD L. GORGEN REVOCABLE TRUST, DATED 02/13/1998	1509 CARMAN GLEN COURT	MANCHESTER,	MO	63021
KEVIN C. HAARBERG REVOCABLE TRUST, DATED 01/13/1999	937 FAIRVIEW DRIVE	WOODLAND,	CA	95695
HAMILTON, STUART E.	15 DEERFIELD ROAD	COVINGTON,	GA	30209
HANSELL, PAUL J.	603 MT. LUCAS RD.	PRINCETON,	NJ	08540
HARGISS, BRYAN EUGENE	6562 GALEWOOD CT.	ST. LOUIS,	MO	63129
HAYNES, RANDY KEITH	38 KENSINGTON PLACE COURT	ST. CHARLES,	MO	63304
HERBSTER, STEVEN LEE	11060 CR 10	MIDDLEBURY,	IN	46540
HEIDARI, ALEX GHOBAD	16314 PEPPERMILL DR.	CHESTERFIELD,	MO	63005
HEISLER, PETER R.	567 S.E. VISTA DR.	NEWPORT,	OR	97365
HELBERT, CLIFTON L.	9 SIR RYAN DR.	CHESTERFIELD,	MO	63017
REVOCABLE LIVING TRUST OF MARY BETH HEYING, DATED 04/20/1999	203 WIZARD CT.	ST. CHARLES,	MO	63304

THE JONES FINANCIAL COMPANIES, L.P., L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
DOUGLAS E. HILL REVOCABLE LIVING TRUST, DATED 03/29/1985	300 CABIN GROVE LANE	ST. LOUIS,	MO	63141
HIZAR, JR. , THOMAS WILLIAM	449 EAST BODLEY AVE.	ST. LOUIS,	MO	63122
HOACHLANDER, JEFFREY LYNN	910 WENRICH STREET	HARRISBURG,	PA	17112
HOCHSTETLER, WILLIAM H.	502 TRINITY DRIVE	THIBODAUX,	LA	70301
HOLMES, MICHAEL RYAN	13028 PINGRY PLACE	ST. LOUIS,	MO	63131
HOOD, JERRY A.	2305 SUNDANCE DRIVE	GREAT FALLS,	MT	59404
HOOVER, JR., CHARLES RUSSELL	761 CHESTNUT COURT	PORT TOWNSEND,	WA	98368
HOPE, III, RUBEN WERT	7210 FOSTER ISLAND DR.	RICHMOND,	TX	77469
HOWARD, DON R.	# 6 WOODHAVEN	HENDERSON,	TX	75652
GLENNON D. HUNN & PATRICIA L. HUNN, TTEES OF THE GLENNON D. HUNN LIVING TRUST, DATED 05/28/1993	1673 LOCHCREST DR.	CHESTERFIELD,	MO	63017
HUSS, JULIE MODDE	6975 DELMAR BLVD.	UNIVERSITY CITY,	MO	63130
JELKIN, JOEL LYNN	1967 PARKVIEW	FREMONT,	NE	68025
JEZAK-WEBB, KIM K.	715 RIETZKE MOUNTAIN TRAIL	BALLWIN,	MO	63021
JOHNSON, JOHN E.	2210 KEHRS RIDGE DR.	CLARKSON VALLEY,	MO	63005
JAMES J. JOHNSTON TRUST, DATED 07/05/2000	411 LAKEVIEW BLVD.	ALBERT LEA,	MN	56007
KECHELY, JR., DARROLL DEAN	5460 MCFARREN BLVD.	MISSISSAUGA, ONTARIO,	CANADA	L5M5Y3
KEELEY, JOHN MICHAEL	2420 FAWN LAKE CIRCLE	NAPERVILLE,	IL	60564
MYLES P. KELLY, TRUSTEE, MYLES P. KELLY REVOCABLE TRUST, DATED 01/19/1994	2150 RIDING TRAIL DRIVE	CHESTERFIELD,	MO	63005
KELLY, TIMOTHY MICHAEL	481 HILLBROOK	BALLWIN,	MO	63011
KIMBEL, LARRY ALAN	# 24 COUNTNEY PLACE	WARRENTON,	MO	63383
KIMBROUGH, BARB	16733 N. 108TH WAY	SCOTTSDALE,	AZ	85259

THE JONES FINANCIAL COMPANIES, L.P.,L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
BRET DAVID KIMES REVOCABLE TRUST, DATED 08/29/00	265 BLACKMER PLACE	WEBSTER GROVES,	MO	63119
KING, KENNETH G.	6978 CORNELL	UNIVERSITY CITY,	MO	63130
KIRLEY, TIMOTHY J.	5 PALACE GATE, FLAT # 4	LONDON,	ENGLAND	W85LS
KLIETHERMES, THOMAS M.	6 CRESTWOOD CIRCLE	FAIRMONT,	WV	26554
KOEHL, TIMOTHY J.	1658 SIR MONTY'S DRIVE	MISSISSAUGA, ONTARIO	CANADA	L5N4R4
JAMES A. KREKELER REVOCABLE TRUST, DATED 06/28/1996	18 THORNDALL DRIVE	RICHMOND HEIGHTS,	MO	63117
KRUPELA, PAUL JOSEPH	282 CEDAR BREEZE DRIVE	SULLIVAN,	MO	63080
RICK AND JANE KRUSE TRUST DATED 03/10/2000	1401 WOODRAIL AVENUE	COLUMBIA,	MO	65203
LANDRY, DAVID SCOTT	1571 THIBORDEAUX	BATON ROUGE,	LA	70806
LANE, DAVID L.	5155 W. BROOK BLVD.	PADUCAH,	KY	42001
LAWRENCE, ALAN EDWARD	27076 OHIO AVENUE, NE	KINGSTON,	WA	98346
LEVERENZ, MARK A.	608 RUSHOLM COURT	MANCHESTER,	MO	63021
LIEBMAN, MICHELE MARY	449 OAKSHIRE LN.	KIRKWOOD,	MO	63122
RHONDA L. LIESENFIELD REVOCABLE TRUST, DATED 01/10/01	980 TIMBER GLEN LANE	BALLWIN,	MO	63021
LINDSEY, JOHN CUNNINGHAM	12416 WILLOW HILL DRIVE	MOORPARK,	CA	93021
LINK, RICHARD DAVID	2271 DESLOGE ESTATES DR.	VILLA RIDGE,	MO	63089
MALONE, RICHIE L.	18926 WILDHORSE CREEK ROAD	WILDWOOD,	MO	63005
MANGUM, J. KEVIN	2203 LAKE FOREST DRIVE	WEATHERFORD,	TX	76087
MARKLAND, JAMES EDWARD	13 TIMBERWOOD	MARYVILLE,	IL	62062
MAYO, DAVID ALBERT	7329 VAN GOGH DR.	O'FALLON,	MO	63366
TIMOTHY J. MCCOY REVOCABLE TRUST, DATED 07/07/2000	717 LAKESHORE RIDGE CT.	WILDWOOD,	MO	63038
MCGREGOR, ROBIN BRUCE	24445 SE STRAWBERRY	BORING	OR	97009
MIGNERON, THOMAS L.	613 WYNDHAM CROSSING CIRCLE	DES PERES,	MO	63131

THE JONES FINANCIAL COMPANIES, L.P.,L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
MILLER, RICHARD G., JR.	109 RUSSELL ST.	MT. PLEASANT,	MI	48858
MILLION, LARRY ROGER	5107 ASHFORD GLEN CR. NW	CANTON,	OH	44718
THOMAS W. MILTENBERGER AND SUSAN Y. MILTENBERGER REVOCABLE TRUST, DATED 07/14/1998	340 SOUTH ELM AVENUE	WEBSTER GROVES,	MO	63119
MONSO, WENDY LYNN	7246 COLGATE AVE.	UNIVERSITY CITY	MO	63130
MORIARTY, WILLIAM SIDNEY	15505 PEACH HILL ROAD, # 1012	CHESTERFIELD,	MO	63017
MERRY L. MOSBACHER REVOCABLE TRUST, DATED 12/05/1998	1025 BRISTOL MANOR DRIVE	BALLWIN,	MO	63011
MOSKOWITZ, WILLIAM ALAN	528 DARTMOUTH CROSSING DR.	WILDWOOD,	MO	63011
NEY, TIMOTHY JAMES	1230 WESTRUN DR.	BALLWIN,	MO	63021
NIEWOEHRNER, JUDITH A. (FORMERLY ZIELMANN)	6930 RICHFORD LANE	AFTON,		63123
STEVEN NOVIK, TRUSTEE, STEVEN NOVIK REVOCABLE TRUST, DATED 08/30/1994	6431 WYDOWN BLVD.	ST. LOUIS,	MO	63105
NYBERG, ROBERT K.	4069 GARDEN AVENUE	WESTERN SPRINGS,	IL	60558
DAVID G. OTTO TRUST, DATED 02/16/01	1783 CANYON VIEW COURT	CHESTERFIELD,		63017
PALMER, BEVERLY A.	7338 PERSHING AVE.	ST. LOUIS,	MO	63130
PANCHOT, JEFFREY JOSEPH	1624 ASHFORD OAK CT.	WILDWOOD,	MO	63038
PAUL, CURTIS A.	309 REAMER PL.	OBERLIN,	OH	44074
PEPMEIER, RANDALL ROBERT	141 E. EASTERN HILLS BOULEVARD	SALEM,	IN	47167
PHILLIPS, JAMES H.	138 CHURCH ST.	WAYNESVILLE,	NC	28786
DARRYL L. POPE REVOCABLE TRUST, DATED 12/17/1992	# 2 LOG CABIN LN.	LAKE ST. LOUIS,	MO	63367
POWELL, JUDSON ALAN	1417 WOODRIDGE	ABILENE,	TX	79605
POWER, DANNY DWAIN	6903 NORTH MONROE STREET	HUTCHINSON,	KS	67502

THE JONES FINANCIAL COMPANIES, L.P., L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
DAVID F. POWERS REVOCABLE LIVING TRUST, DATED 07/15/2000	762 SOUTHERN HILLS DR.	EUREKA,	MO	63025
REVOCABLE TRUST OF COLLEEN RALEY, DATED 08/05/1999	258 ELM AVE.	ST. LOUIS,	MO	63122
RALEY, JR., RAY W.	1467 CROOKED STICK DRIVE	O'FALLON,	MO	63366
REAMEY, GARY D.	1164 CLOVERBRAE CRESENT	MISSISSAUGA, ONTARIO,	CANADA	L5H2Z8
TREVOR D. REESE, JR., TRUSTEE, TREVOR D. REESE JR. REVOCABLE LIVING TRUST DATED 09/01/1994	714 RIETZKE MOUNTAIN TERRACE	ELLISVILLE,		63021
REGNIER, JAMES L.	12614 W. WATSON RD	ST. LOUIS,	MO	63127
RICHARDS, STEVEN RICHARD	104 COLLINSON DRIVE	CHAPEL HILL,	NC	27514
THE RAY L. ROBBINS JR. REVOCABLE TRUST, DATED 02/27/1993	114 SHADY VALLEY	CHESTERFIELD,	MO	63017
ROGERS, CHARLES N.	2150 ENGLEWOOD TERRACE CT.	CHESTERFIELD	MO	63017
ROOT, MICHAEL K.	612 WILDWOOD DR.	ENTERPRISE,	AL	36330
DOUGLAS L. ROSEN EDJ INTEREST REVOCABLE LIVING TRUST, DATED 12/24/1992	507 OAK CREEK MEADOWS CT.	CHESTERFIELD,	MO	63017
LOYOLA A. CRONIN, TTEE, THE	533 HIGHWAY DD	DEFIANCE,	MO	63341
LOYOLA A. CRONIN EDJ INT				
RUSSELL, ARTHUR VICTOR	108 BEACON HILL DR.	ST. CHARLES,	MO	63301
TIMOTHY W. RUPP REVOCABLE TRUST, DATED 05/04/1999	11785 FOREST LAKE DR.	ROLLA,	MO	65401
H. JOHN SAUER, III, TRUSTEE, H. JOHN SAUER, III. REVOCABLE LIVING TRUST, DATED 12/06/1994	232 WOODCLIFFE PLACE DR.	CHESTERFIELD,	MO	63005
SCARIANO, RONALD JAMES	11 STANFORD COURT	BILLINGS,	MT	59102

THE JONES FINANCIAL COMPANIES, L.P., L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
SCHACHNER, RICHARD DENNIS	2521 WELLS DRIVE	SIDNEY	OH	45365
SCHLOSSER, THOMAS D.	3637 N.E. BEECHWOOD DRIVE	LEE'S SUMMIT,	MO	64064
KENNETH EDWARD SCHUTTE TRUST, DATED 07/13/1999	1326 WEBSTER PATH DRIVE	WEBSTER GROVES,	MO	63119
PHILLIP SCHWAB, TTEE, THE PHILLIP SCHWAB REVOCABLE LIVING TRUST, DATED 12/02/1993	523 TIMBERWYCK	FRONTENAC	MO	63131
SEIBEL, GREGORY LYNN	2000 BRIARCLIFF	EMPORIA,	KS	66801
SEIFERT, STEPHEN RICHARD	414 E. ARGONNE	KIRKWOOD,	MO	63122
SGROI, ANTHONY JAMES	16738 DEVERONNE CIRCLE	CHESTERFIELD,	MO	63005
FESTUS SHAUGHNESSY III, TTEE, THE FESTUS SHAUGHNESSY III REVOCABLE LIVING TRUST, DATED 12/31/1993	312 EAST BODLEY	KIRKWOOD,	MO	63122
SHILLINGSTAD, ROBERT D.	1226 GLENWOOD COURT	RICHLAND,	WA	99352
CONNIE M. SILVERSTEIN REVOCABLE TRUST, DATED 01/20/1999	222 ORRICK LANE	KIRKWOOD,	MO	63122
SKINNER, DAVID BENSON	3042 E. STATE RD 61	VINCENNES,	IN	47591
SKINNER, DAVID J.	1826 SHADOWWOOD	COLLEGE STATION,	TX	77840
ALAN F. SKRAINKA, TRUSTEE, ALAN F. SKRAINKA REVOCABLE LIVING TRUST, DATED 07/19/1994	2181 WHITE LANE DRIVE	CHESTERFIELD,	MO	63017
SLOOP LIVING TRUST, DATED 06/17/1992	560 MOORWAY	ST. ALBANS,	MO	63073
SMITH, RANDALL L.	1615 NORTH FOURTH STREET	WAHPETON,	ND	58075
SNAPP, GREGORY JAMES	5 ST. MARY'S GATE	LONDON,	ENGLAND	W85UA
LAWRENCE R. SOBOL REVOCABLE LIVING TRUST, DATED 02/19/1981	14021 MONTRACHET LANE	CHESTERFIELD,	MO	63017

THE JONES FINANCIAL COMPANIES, L.P., L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
SOMA, STEVEN LEVERN	6763 VALE ROAD	SUN PRAIRIE,	WI	53590
STAPLETON, HARVEY PRESTON, III	8 FLINTRIDGE ROAD	MOULTRIE,	GA	31768
STAUDACHER, LEO	4109 SHANNON PLACE	BAY CITY,	MI	48706
SUCHOCKI, ROBERTA LOUISE	208 VILLA DRIVE	LAKE ST. LOUIS,	MO	63367
SUIRE, OLEN J.	50 GLEN COVE DRIVE	CARTERSVILLE,	GA	30120
LAWRENCE E. THOMAS REVOCABLE LIVING TRUST, DATED 02/23/1995	11204 TRI LANE	CREVE COUER,	MO	63141
THOMPSON, ROBERT GEORGE	11 QUEEN MARY'S DRIVE	TORONTO, ON	CANADA	M8X 1S1
TMM, DANIEL J.	1421 WHEATFIELD LANE	ST. ALBANS,	MO	63073
TOMETICH, JOHN JOSEPH	319 3RD AVENUE, SE	SIDNEY,	MT	59270
RICHARD G. UNNERSTALL REVOCABLE LIVING TRUST, DATED 04/25/2000	309 LOCUST ST.	WASHINGTON,	MO	63090
VAN GENDEREN, SCOTT DEE	804 PEBBLEFIELD TERRACE	MANCHESTER,	MO	63021
VAN LOO, LOREN RICHARD	18109 WOODBINE DRIVE	ARLINGTON,	WA	98223
SUSAN S. VENN REVOCABLE TRUST, DATED 05/24/1999.	870 PHEASANT WOODS	ST. LOUIS,	MO	63021
VENTO JR., VINCENT A.	1918 LONE TRAIL LANE	CHESTERFIELD,	MO	63017
WALTER, DONALD E.	1341 RUSTIC VIEW	MANCHESTER,	MO	63011
WARD, DAVID PATRICK	4102 CARNATION DR.	ARLINGTON,	TX	76016
WARNE, F. KATHARINE	4638 PERSHING PLACE	ST. LOUIS,	MO	63108
WECHSLER, CAROL ANN	23 WETHERBY GARDENS	LONDON,	ENGLAND	SW50IP
JAMES D. WEDDLE REVOCABLE LIVING TRUST AGREEMENT, DATED 01/02/1991	121 PLANT AVE.	WEBSTER GROVES,	MO	63119
WEISENFELDER, STEVEN RICHARD	1740 BAXTER FOREST VALLEY CT.	CHESTERFIELD,	MO	63005
WESTPHAL, THOMAS J.	68 RIVER BEND DRIVE	CHESTERFIELD,	MO	63017

THE JONES FINANCIAL COMPANIES, L.P.,L.L.L.P.
GENERAL PARTNER LIST AS OF JANUARY 31, 2001

NAME	ADDRESS	CITY	ST	ZIP
WHITFIELD-SOWATSKY, HEIDI L.	1534 WILD GOOSE RUN	ST. CHARLES,	MO	63303
WIPF, EUGENE CURTIS	19734 YORK ST.	ELK RIVER,	MN	55330
WILKINS, MARY LINDSEY	14 CEDAR CREST ST.	LADUE,	MO	63132
REVOCABLE LIVING TRUST OF PRICE PURVIS WOODWARD, DATED 03/05/1997	1460 HIGHLAND VALLEY CIRCLE	ST. LOUIS,	MO	63005
WRAY, JR., LOUIS EARL	200 LINKS LANE	WATERLOO,	IL	62298
ALAN T. WRIGHT AGREEMENT OF TRUST, DATED 08/04/1999	6212 WATERMAN	ST. LOUIS,	MO	63130
YOON, THOMAS JANG YOUNG	255 LANSBROOKE DR.	CHESTERFIELD,	MO	63005
YTTERBERG, BRADLEY A.	1623 MASON VALLEY RD.	ST. LOUIS,	MO	63131
ZAUN, MICHAEL EUGENE	214 ST. GEORGES DR.	ST. ALBANS,	MO	63073

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No
☐ ☒

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual? \$ 1,000

3. Does the offering permit joint ownership of a single unit? Yes No
☐ ☒

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only..

Full Name (Last name first, if individual)

None - No Solicitation Remuneration

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

- (Check "All States" or check individual States) ☐ All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

- (Check "All States" or check individual States) ☐ All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

- (Check "All States" or check individual States) ☐ All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box ☐ and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$	\$
Equity	\$	\$
☐ Common ☐ Preferred		
Convertible Securities (including warrants)	\$	\$
Partnership Interests ... Subordinated Limited Partnership	\$ <u>500,000</u>	\$ <u>500,000</u>
Other (Specify)	\$	\$
Total	\$ <u>500,000</u>	\$ <u>500,000</u>

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	<u>1</u>	\$ <u>500,000</u>
Non-accredited Investors		\$
Total (for filings under Rule 504 only)	<u>1</u>	\$ <u>500,000</u>

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505		\$
Regulation A		\$
Rule 504		\$
Total		\$

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	☐	\$
Printing and Engraving Costs	☐	\$
Legal Fees	☐	\$
Accounting Fees	☐	\$
Engineering Fees	☐	\$
Sales Commissions (specify finders' fees separately)	☐	\$
Other Expenses (identify) <u>filing/recording/blue sky</u>	☐	\$ <u>200</u>
Total	☐	\$ <u>200</u>

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."

\$ 499,800

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees	☐ \$	☐ \$
Purchase of real estate	☐ \$	☐ \$
Purchase, rental or leasing and installation of machinery and equipment	☐ \$	☐ \$
Construction or leasing of plant buildings and facilities	☐ \$	☐ \$
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	☐ \$	☐ \$
Repayment of indebtedness	☐ \$	☐ \$
Working capital	☐ \$	☐ \$ 499,800
Other (specify):	☐ \$	☐ \$
.....	☐ \$	☐ \$
.....	☐ \$	☐ \$
Column Totals	☐ \$	☐ \$ 499,800
Total Payments Listed (column totals added)	☐ \$ 499,800	

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) The Jones Financial Companies, L.L.L.P.	Signature <i>Lawrence R. Sobol</i>	Date 01/31/02
Name of Signer (Print or Type) Lawrence R. Sobol	Title of Signer (Print or Type) General Partner	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

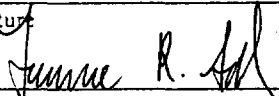
E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.252(c), (d), (e) or (f) presently subject to any of the disqualification provisions of such rule? ☐ Yes ☒ No **XXX**

See Appendix, Column 5, for state response.

2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) The Jones Financial Companies, L.L.L.P.	Signature 	Date 01/31/02
Name (Print or Type) Lawrence R. Sobol	Title (Print or Type) General Partner	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR									
CA									
CO									
CT									
DE									
DC									
FL									
GA									
HI									
ID									
IL									
IN									
IA									
KS									
KY									
LA									
ME									
MD									
MA									
MI									
MN									
MS									
MO		X	Sub. Ltd. Ptrs. 500,000	1	500,000				X

APPENDIX

[illegible]