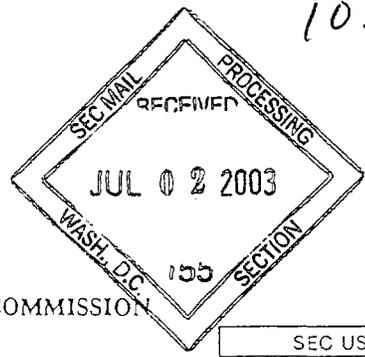


1030914



FORM D



03025577

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

| SEC USE ONLY | |
|---------------|--------|
| Prefix | Serial |
| DATE RECEIVED | |

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

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

Type of Filing: (X)(X)(X) 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) Telephone Number (Including Area Code)

12555 Manchester Road, St. Louis, MO 63131

(314) 515-5240

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

Brief Description of Business

Limited Partnership Holding Company of Securities Broker/Dealer

PROCESSED
JUL 03 2003

Type of Business Organization

- () corporation
- (X)(X)(X) limited partnership, already formed
- () business trust
- () limited partnership, to be formed

() other (please specify):

**THOMSON
FINANCIAL**

Actual or Estimated Date of Incorporation or Organization: Month Year
06 8 7 () 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 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.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|--|-----------------------------|-------------------|---------|---------|
| ALM, KEVIN R. | 17087 LITTLE CHIEF TRAIL | FERGUS FALLS, | MN | 56537 |
| ALLAN J. ANDERSON REVOCABLE LIVING TRUST, DATED 12/31/1996 | 38 SOUTH EATON PLACE | LONDON, | ENGLAND | SWIW9J |
| 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 |
| BAILEY, LEONARD JOHN | 1841 MISSION ROAD | GOULAIS RIVER, ON | CANADA | POS IEO |
| 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 |
| KEVIN D. BASTIEN REVOCABLE TRUST, DATED 02/07/2003 | 1 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 |
| BOUVIER, KARIN J. | 1 HILLSIDE AVE. | EXETER, | NH | 03833 |
| BOX, KENNETH PAUL | 401 VICTORIAN AVE. | WAXAHACHIE, | TX | 75165 |
| BOYD, ROBB L. | 1191 RUSHBROOKE DR. | OAKVILLE, ONTARIO | CANADA | L6M1H8 |
| BRANECKA, AGNIESZKA | 3255 B-LINE ROAD, RR 6 | PEMBROKE, ONTARIO | CANADA | K8A 6W |
| WILLIAM H. BRODERICK, III REVOCABLE LIVING TRUST, DATED 06/13/1996 | 1100 WHEATON HILL CT. | TOWN & COUNTRY, | MO | 63131 |
| 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 |
| THE MARY BURNES REVOCABLE TRUST, DATED 08/10/2002 | 723 BRIAR FORK RD. | ST. LOUIS, | MO | 63131 |
| BURWELL, DONALD JAMES | 1052 OLD OAK DRIVE | OAKVILLE, ONTARIO | CANADA | L6M3K |
| JACK L. CAHILL REVOCABLE TRUST, DATED 12/23/1992 | 13 MUIRFIELD LANE | ST. LOUIS, | MO | 63141 |

THE JONES FINANCIAL COMPANIES, L.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|--|-----------------------------|-----------------|---------|-------|
| BRETT A. CAMPBELL REVOCABLE TRUST, DATED 07/25/2000 | 625 N. CLAY AVE. | KIRKWOOD, | MO | 63122 |
| CAMPBELL, ROBERT JOE | 1343 GREENHILLS ROAD, | GREENFIELD, | IN | 46140 |
| CAMPBELL, WILLIAM F. | 671 SPYGLASS SUMMIT DR. | CHESTERFIELD, | MO | 63017 |
| CARANI, STEVEN G. | 712 CASTLE RIDGE DR. | BALLWIN, | MO | 63021 |
| GUY R. CASCELLA REVOCABLE LIVING TRUST, DATED 12/31/1996 | 14 CLAYTON HILLS LANE | ST. LOUIS, | MO | 63131 |
| PAMELA K. CAVNESS REVOCABLE TRUST, DATED 02/06/2002 | 17446 RADCLIFFE PLACE DRIVE | WILDWOOD, | MO | 63025 |
| CELLA, JR., KENNETH R. | 101 WOODLAND ESTS CRT | LAKE ST. LOUIS | MO | 63367 |
| 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 |
| COLLISON, SCOTT C. | 700 W. ELIZABETH | PIERRE, | SD | 57501 |
| COMFORT, JOHN ALLEN | 13014 W. 128TH TERRACE | OVERLAND PARK, | KS | 66213 |
| COOK-SCHNEIDER, CHERYL J. | 14016 CONWAY ROAD | CHESTERFIELD, | MO | 63017 |
| COON, GARY J. | 33 GRANDE LAKE DR. | PORT CLINTON, | OH | 43452 |
| CRUMP, KYLE RAY | 15051 NORTH 73RD DRIVE | PEORIA, | AZ | 85381 |
| CURRAN, PAUL J. | 606 HIGH STREET | SALEM, | VA | 24153 |
| CURRY, ROBERT THOMAS | 47 LINKS SIDE CT. | KINGWOOD, | TX | 77339 |
| DENTINGER, BRIAN | 2187 N. RIDGE TRAIL | OAKVILLE, | ONTARIO | L6H6W |
| 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 |
| DONALDSON, BRIAN | 1030 RIVER DRIVE | FRANKLIN, | PA | 16323 |
| DORIA, CYNTHIA A. | # 20 HILL DRIVE | GLENDALE, | 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 |
| EVANS, KIRK WILLIAM | 2249 CANDLEWOOD DR. | CHARLOTTE, | MI | 48813 |
| FARLEY, BRIAN EDWARD | 1505 EAST 14TH STREET, #14 | ATLANTIC, | IA | 50022 |
| 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.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| 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 |
| BRADLEY L. FRICK REVOCABLE TRUST, DATED 05/16/01 | 449 SHERWOOD DR. | WEBSTER GROVES, | MO | 63119 |
| FUCITO, WALTER JAMES | 211 MOUNTAIN CIRCLE | LENOIR, | NC | 28645 |
| 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 |
| STEVEN L. GOLDBERG REVOCABLE TRUST, DATED 08/04/1999 | 38 PORTLAND DR. | FRONTENAC, | MO | 63131 |
| RONALD L. GORGEN REVOCABLE TRUST, DATED 02/13/1998 | 1509 CARMAN GLEN COURT | MANCHESTER, | MO | 63021 |
| GREENWALD, ELLIS WILLIAM | 105 SHANNON DRIVE | ANDALUSIA, | AL | 36420 |
| 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. REVOCABLE LIVING TRUST OF MARY BETH HEYING, DATED 04/20/1999 | 9 SIR RYAN DR. 203 WIZARD CT. | CHESTERFIELD, ST. CHARLES, | MO MO | 63017 63304 |
| DOUGLAS E. HILL REVOCABLE LIVING TRUST, DATED 03/29/1985 | 300 CABIN GROVE LANE | ST. LOUIS, | MO | 63141 |
| T. WILLIAM HIZAR, JR. REVOCABLE TRUST, DATED 03/08/2002 | 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 |
| MICHAEL R. HOLMES REVOCABLE TRUST, DATED 07/14/1997 | 13028 PINGRY PLACE | ST. LOUIS, | MO | 63131 |
| HOMRA, W. ALLEN | 2006 HEMME ROAD | STUTTGART, | AR | 72160 |
| JERRY A. HOOD REVOCABLE TRUST, DATED 01/28/2002 | 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 |

THE JONES FINANCIAL COMPANIES, L.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|---|--------------------------|--------------------------|---------|--------|
| 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 |
| INGLETT FAMILY TRUST DATED 05/27/1994 | 168 NORTH GOLDENSPUR WAY | ORANGE, | CA | 92869 |
| JANSEN, JAMES DAVID | 58 LOG HILL LANE | BALLWIN, | MO | 63011 |
| JELKIN, JOEL LYNN | 1967 PARKVIEW | FREMONT, | NE | 68025 |
| 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 |
| JONES, DAVID BRUCE | 809 SOUTH JUNIPER DRIVE | SHEPHERDSTOWN, | WV | 25443 |
| 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 |
| KERSEY, DALLAS MANYETTE | 154 STEEP HILL ROAD | WESTON, | CT | 06883 |
| KIMBEL, LARRY ALAN | # 24 COUNTNEY PLACE | WARRENTON, | MO | 63383 |
| KIMBROUGH, BARB | 16733 N. 108TH WAY | SCOTTSDALE, | AZ | 85259 |
| 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 |
| PAUL J. KRUPELA REVOCABLE TRUST, DATED 10/08/01 | 282 CEDAR BREEZE DRIVE | SULLIVAN, | MO | 63080 |
| RICK AND JANE KRUSE TRUST DATED 03/10/2000 | 1401 WOODRAIL AVENUE | COLUMBIA, | MO | 65203 |
| LANE, DAVID L. | 5155 W. BROOK BLVD. | PADUCAH, | KY | 42001 |
| LAWRENCE, ALAN EDWARD | 27076 OHIO AVENUE, NE | KINGSTON, | WA | 98346 |
| GEOFFREY M. LEOPOLD TRUST, DATED 10/20/1999 | 2671 RANCH RESERVE RIDGE | WESTMINISTER, | CO | 80234 |
| THE REVOCABLE LIVING TRUST OF MICHELE LIEBMAN DATED 08/12/2002 | 449 OAKSHIRE LN. | KIRKWOOD, | MO | 63122 |
| RHONDA L. LIESENFELD REVOCABLE TRUST, DATED 01/10/01 | 980 TIMBER GLEN LANE | BALLWIN, | MO | 63021 |
| LINDSEY REVOCABLE LIVING TRUST DATED 11/10/82 | 12416 WILLOW HILL DRIVE | MOORPARK, | CA | 93021 |
| LINK, RICHARD DAVID | 2271 DESLOGE ESTATES DR. | VILLA RIDGE, | MO | 63089 |
| MICHAEL J. LODES REVOCABLE TRUST, DATED 12/28/1995 | 157 HELFENSTEIN | ST. LOUIS, | MO | 63119 |

THE JONES FINANCIAL COMPANIES, L.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|---|--------------------------------|-------------------|----|-------|
| MAAG, EDWARD THOMAS | RR 1 BOX 119F, PO BOX 148 | BROWNSTOWN, | IL | 62418 |
| MAGUIRE, JR., THOMAS A | 1645 SW THORNBERRY CIRCLE | PALM CITY, | FL | 34990 |
| MALONE, RICHIE L. | 201 PROGRESS PARKWAY | MARYLAND HEIGHTS, | MO | 63043 |
| 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 |
| MICHELMAN, JEREMY LELAND | 7558 W. BRUNO | ST. LOUIS, | MO | 63117 |
| MIGNERON, THOMAS L. | 613 WYNDHAM CROSSING CIRCLE | DES PERES, | MO | 63131 |
| MILLER, RICHARD G., JR. | 109 RUSSELL ST. | MT. PLEASANT, | MI | 48858 |
| MILLION, LARRY ROGER | 5107 ASHFORD GLEN CR. NW | CANTON, | OH | 44718 |
| 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 |
| MOSCA, BARBARA JOAN | 25 NEPTUNE BOULEVARD, APT. 9-D | LONG BEACH, | NY | 11561 |
| NEY, TIMOTHY JAMES | 1514 WEST ORIOLE WAY | CHANDLER, | AZ | 85248 |
| NIEWOEHRNER, JUDITH A. (FORMERLY ZIELMANN) | 6930 RICHFORD LANE | AFFTON, | MO | 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 |
| O'BRYANT, DONNA MAE | 14410 GRANBY ROAD | COLORADO SPRINGS, | CO | 80921 |
| DAVID G. OTTO TRUST, DATED 02/16/01 | 1783 CANYON VIEW COURT | CHESTERFIELD, | MO | 63017 |
| BEVERLY A. PALMER REVOCABLE TRUST, DATED 07/23/01 | 7338 PERSHING AVE. | ST. LOUIS, | MO | 63130 |
| PANCHOT, JEFFREY JOSEPH | 1624 ASHFORD OAK CT. | WILDWOOD, | MO | 63038 |
| PARMER, CAROLYN ANN | 675 LEGENDS VIEW DRIVE | EUREKA, | MO | 63025 |
| PAUL, CURTIS A. | 309 REAMER PL. | OBERLIN, | OH | 44074 |
| PEEL, LISA L. | 2167 RIDING TRAIL DRIVE | CHESTERFIELD, | MO | 63005 |
| THE RANDALL R. PEPMEIER TRUST, DATED 06/04/1998 | 141 E. EASTERN HILLS BOULEVARD | SALEM, | IN | 47167 |
| PETERSON, PETER CHRISTIAN | 2043 S. CAPELLA CT. | COSTA MESA, | CA | 92626 |
| PISA DIMAGGIO, MARIA | 29728 TRIUNFO DRIVE | AGOURA, | CA | 91301 |
| 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 |
| POPE, DONALD RAY | 106 MUSTANG CREEK DRIVE | WAXAHACHIE, | TX | 75165 |
| POWELL, JUDSON ALAN | 1417 WOODRIDGE | ABILENE, | TX | 79605 |
| POWER, DANNY DWAIN | 6903 NORTH MONROE STREET | HUTCHINSON, | KS | 67502 |
| 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 |

THE JONES FINANCIAL COMPANIES, L.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|---|------------------------------|--------------------------|---------|--------|
| 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, | MO | 63021 |
| JAMES L. REGNIER REVOCABLE TRUST, DATED 04/22/2002 | 12614 W. WATSON RD | ST. LOUIS, | MO | 63127 |
| STEVEN ROBERT RICHARDS LIVING TRUST, DATED 01/16/2002 | 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. | 30 APPALOOSA TRAIL | CARLISLE, | ONTARIO | LOR1H |
| 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 LOYOLA A. CRONIN EDJ INT LIVING TRUST, DATED 12/16/1993 | 533 HIGHWAY DD | DEFIANCE, | MO | 63341 |
| 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 |
| SCHACHNER, RICHARD DENNIS | 2521 WELLS DRIVE | SIDNEY | OH | 45365 |
| SCHLOSSER, THOMAS D. | 3637 N.E. BEECHWOOD DRIVE | LEE'S SUMMIT, | MO | 64064 |
| SCHMELTER, DANIEL A. | 16606 PRETTY LAKE ROAD | PLYMOUTH | IN | 46563 |
| 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 |
| SCOTT, BRADLEY STEVEN | 2835 ASTER COURT | HIGHLAND, | IL | 62249 |
| 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 |
| 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 |

THE JONES FINANCIAL COMPANIES, L.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|---|-------------------------------|-----------------|---------|--------|
| 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 |
| SOMA, STEVEN LEVERN | 6763 VALE ROAD | SUN PRAIRIE, | WI | 53590 |
| DAN L. STANLEY III REVOCABLE TRUST, DATED 12/31/2002 | 25122 GUM ROAD | WEBB CITY, | MO | 64870 |
| STAPLETON, HARVEY PRESTON, III | 8 FLINTRIDGE ROAD | MOULTRIE, | GA | 31768 |
| 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 1S |
| DANIEL J. TIMM REVOCABLE TRUST AGREEMENT DATED 01/16/02 | 1421 WHEATFIELD LANE | ST. ALBANS, | MO | 63073 |
| 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 |
| THE VINCENT A. VENTO, JR. REVOCABLE TRUST, DATED 08/05/2002 | 1918 LONE TRAIL LANE | CHESTERFIELD, | MO | 63017 |
| WARD, DAVID PATRICK | 4102 CARNATION DR. | ARLINGTON, | TX | 76016 |
| WARNE, F. KATHARINE | 4638 PERSHING PLACE | ST. LOUIS, | MO | 63108 |
| WEBB, KIM K. | 12449 N. 91ST WAY | SCOTTSDALE, | AZ | 85260 |
| WECHSLER, CAROL ANN | 23 WETHERBY GARDENS | LONDON, | ENGLAND | SW50JH |
| 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 HEIDI WHITFIELD TRUST, DATED 05/05/1993 | 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 |
| WILLIAMS, III, ROBERT W. | 3339 HWY FF | EUREKA, | MO | 63025 |
| WIRTH, PATRICIA DENISE | 12555 MANCHESTER ROAD | ST. LOUIS, | MO | 63131 |

THE JONES FINANCIAL COMPANIES, L.L.P.
GENERAL PARTNER LIST AS OF JULY 1, 2003

| NAME | ADDRESS | CITY | ST | ZIP |
|---|-----------------------------|---------------|----|-------|
| 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 |
| BRADLEY A. YTTERBERG REVOCABLE TRUST, DATED 10/03/01 | 1623 MASON VALLEY RD. | ST. LOUIS, | MO | 63131 |
| MICHAEL E. ZAUN REVOCABLE TRUST, DATED 06/27/01 | 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? \$ 1,000.00

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)

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 | \$ _____ | \$ _____ |
| <input type="checkbox"/> Common <input type="checkbox"/> Preferred | | |
| Convertible Securities (including warrants) | \$ _____ | \$ _____ |
| Partnership Interests .. Subordinated Limited Partnership | \$ 536,612 | \$ 536,612 |
| Other (Specify _____) | \$ _____ | \$ _____ |
| Total | \$ 536,612 | \$ 536,612 |

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>2</u> | \$ <u>536,612</u> |
| Non-accredited Investors | _____ | \$ _____ |
| Total (for filings under Rule 504 only) | <u>2</u> | \$ <u>536,612</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 | <input type="checkbox"/> \$ _____ |
| Printing and Engraving Costs | <input type="checkbox"/> \$ _____ |
| Legal Fees | <input type="checkbox"/> \$ _____ |
| Accounting Fees | <input type="checkbox"/> \$ _____ |
| Engineering Fees | <input type="checkbox"/> \$ _____ |
| Sales Commissions (specify finders' fees separately) | <input type="checkbox"/> \$ _____ |
| Other Expenses (identify) <u>filing/recording/blue sky</u> | <input type="checkbox"/> \$ <u>100.00</u> |
| Total | <input type="checkbox"/> \$ <u>100.00</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."

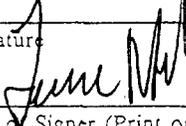
\$ 536,512

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 | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| Purchase of real estate | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| Purchase, rental or leasing and installation of machinery and equipment | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| Construction or leasing of plant buildings and facilities | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| 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) | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| Repayment of indebtedness | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| Working capital | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>536,512</u> |
| Other (specify): _____ | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| _____ | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ _____ |
| Column Totals | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>536,512</u> |
| Total Payments Listed (column totals added) | <input type="checkbox"/> \$ <u>536,512</u> | |

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  | Date 7/1/03 |
| 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.)

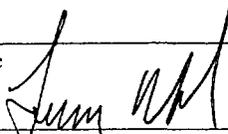
E. STATE SIGNATURE

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

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 7/1/03 |
| 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. Ptnp. | 1 | \$411,612 | | | | |

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 |
| 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 | | | | | | | | | |