

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR/A

Initial quarterly Form 13F holdings report filed by institutional managers [amend]

Filing Date: 2011-11-07 | Period of Report: 2011-06-30  
SEC Accession No. 0001325187-11-000017

(HTML Version on [secdatabase.com](http://secdatabase.com))

FILER

**Herndon Plant Oakley Ltd**

CIK: 1325187 | IRS No.: 742863988 | State of Incorporation: TX | Fiscal Year End: 1231  
Type: 13F-HR/A | Act: 34 | File No.: 028-11388 | Film No.: 111184969

Mailing Address  
800 N SHORELINE  
SUITE 2200 SOUTH  
CORPUS CHRISTI TX 78401

Business Address  
800 N SHORELINE  
SUITE 2200 SOUTH  
CORPUS CHRISTI TX 78401  
361-888-7611

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarterly Ended: June 30, 2011  
Check here is Amendment [X]; Amendment Number: 1  
This Amendment (Check only one.): [X] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing This Report:

Name: Herndon Plant Oakley Ltd.  
Address: 800 North Shoreline, Ste.2200 South  
Corpus Christi, TX 78401

13F File Number: 028-11388

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing This Report on Behalf of Reporting Manager:

Name: Beth Deubel-Ragan  
Title: Managing Director  
Phone: 361-888-7611  
Signature, Place and Date of Signing:

Beth Deubel-Ragan, Corpus Christi, TX November 7, 2011

Report Type (Check only one):

[X] 13F HOLDINGS REPORT.  
[ ] 13F NOTICE.  
[ ] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
Form 13F Information Table Entry Total: 148  
Form 13F Information Table Value Total: 333787  
(X1000)

List of Other Included Managers:

No.	13F File Number	Name
01	N/A	N/A

<TABLE>

FORM 13F INFORMATION TABLE

Voting Authority  
-----

Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscrtcn	Other Managers	Sole	Shared	None
***TELSTRA CORPORATION LIMITED	COM	87969n204	547	35070	SH		Sole				35070
3M COMPANY	COM	88579y101	1720	18138	SH		Sole				18138
ABBOTT LABORATORIES	COM	002824100	7336	139409	SH		Sole				139409
ABERDEEN ASIA PACIFIC INCOME F	COM	003009107	129	17535	SH		Sole				17535
ADVENT CLAYMORE CONV SECS & IN	COM	00764c109	2711	144177	SH		Sole				1144177
AGIC CONV & INCOME FD	COM	001190107	2713	265418	SH		Sole				265418
ALLIANCEBERNSTEIN HOLDING LP U	COM	01881g106	5361	275760	SH		Sole				275760
ALLIANCEBERNSTEIN INCOME FUND	COM	01881e101	1671	211798	SH		Sole				211798
ANNALY CAPITAL MANAGEMENT INC	COM	035710409	3547	196630	SH		Sole				196630
AT&T INC	COM	00206r102	2312	73614	SH		Sole				73614
BASIN WATER INC	COM	07011t306	0	18000	SH		Sole				18000
BLACKROCK INCOME TRUST INC	COM	09247f100	164	23316	SH		Sole				23316
BLACKROCK STRATEGIC BOND TRUST	COM	09249g106	158	11762	SH		Sole				11762
BOEING CO	COM	097023105	307	4152	SH		Sole				4152
BOLIVAR ENERGY CORP	COM	097613103	1	10000	SH		Sole				10000
BRISTOL MYERS SQUIBB CO	COM	110122108	316	10920	SH		Sole				10920
CALAMOS CONV & HIGH INCOME FD	COM	12811p108	3290	251362	SH		Sole				251362
CALAMOS CONVERTIBLE OPPORTUNIT	COM	128117108	2458	187090	SH		Sole				187090
CALAMOS STRATEGIC TOTAL RETURN	COM	128125101	2139	223514	SH		Sole				223514
CELGENE CORP	COM	151020104	1095	18160	SH		Sole				18160
CERNER CORP	COM	156782104	3516	57528	SH		Sole				57528
CHEVRON CORPORATION	COM	166764100	523	5087	SH		Sole				5087
CISCO SYSTEMS INC	COM	17275r102	1195	76563	SH		Sole				76563
CITIGROUP INC NEW	COM	172967424	3434	82474	SH		Sole				82474
CLOUGH GLOBAL OPPORTUNITIES FD	COM	18914e106	6309	469105	SH		Sole				469105
COCA COLA CO	COM	191216100	1422	21127	SH		Sole				21127
COLDWATER CREEK INC	COM	193068103	33	23600	SH		Sole				23600
COMMERCE FINANCIAL CORP *****	COM	1561219	0	20000	SH		Sole				20000
COPANO ENERGY LLC COM UNITS	COM	217202100	478	13967	SH		Sole				13967
DELL INC	COM	24702r101	5178	310588	SH		Sole				310588
DREYFUS STRATEGIC MUNICIPAL BO	COM	26202f107	101	12625	SH		Sole				12625
E I DU PONT DE NEMOURS & CO	COM	263534109	4670	86402	SH		Sole				86402
EAGLE ROCK ENERGY PARTNERS	COM	26985r104	6659	600495	SH		Sole				600495
EATON VANCE SENIOR FLOATING RA	COM	27828q105	471	29363	SH		Sole				29363
EMC CORP-MASS	COM	268648102	5742	208415	SH		Sole				208415
ENBRIDGE ENERGY MANAGEMENT LLC	COM	29250x103	964	31206	SH		Sole				31206
ENBRIDGE ENERGY PARTNERS L P	COM	29250r106	3313	110191	SH		Sole				110191
ENERGY TRANSFER PARTNERS L P U	COM	29273r109	2276	46577	SH		Sole				46577
ENTERPRISE PRODUCTS PARTNERS L	COM	293792107	1789	41410	SH		Sole				41410
EXXON MOBIL CORP	COM	30231g102	10144	124653	SH		Sole				124653
FLAHERTY & CRUMRINE / CLAYMORE	COM	338478100	2740	153953	SH		Sole				153953
FORD MOTOR CO PAR \$0.01	COM	345370860	223	16200	SH		Sole				16200
GABELLI DIVIDEND & INCOME FUND	COM	36242h104	260	15627	SH		Sole				15627
GALLAGHER ARTHUR J & CO	COM	363576109	338	11838	SH		Sole				11838
GENERAL ELECTRIC	COM	369604103	1818	96395	SH		Sole				96395
GENERAL MILLS INC	COM	370334104	316	8480	SH		Sole				8480
GENEREX BIOTECHNOLOGY CORP DEL	COM	371485103	2	10400	SH		Sole				10400
GOODYEAR TIRE & RUBBER CO	COM	382550101	3480	207490	SH		Sole				207490
HALLIBURTON CO	COM	406216101	257	5047	SH		Sole				5047
HARLEY DAVIDSON	COM	412822108	239	5840	SH		Sole				5840
HATTERAS FINANCIAL CORP	COM	41902r103	2908	103000	SH		Sole				103000
HCC INSURANCE	COM	404132102	853	27064	SH		Sole				27064
HESS CORPORATION	COM	42809h107	3532	47248	SH		Sole				47248
HEWLETT PACKARD CO	COM	428236103	659	18097	SH		Sole				18097
HOME DEPOT INC	COM	437076102	240	6620	SH		Sole				6620
HUGOTON ROYALTY TRUST TEXAS UN	COM	444717102	3319	145958	SH		Sole				145958
INERGY L P UNIT LTD PARTNERSHI	COM	456615103	223	6300	SH		Sole				6300
INTEL CORP	COM	458140100	5030	226978	SH		Sole				226978
INTERNATIONAL BUSINESS MACHINE	COM	459200101	399	2327	SH		Sole				2327
INVESCO VAN KAMPEN SR INCOME T	COM	46131h107	1676	332504	SH		Sole				332504
ISHARES BARCLAYS 1-3 YR CREDIT	COM	464288646	896	8535	SH		Sole				8535
ISHARES TRUST BARCLAYS 20+YEAR	COM	464287432	61000	648245	SH		Sole				648245
ISHARES TRUST S&P SMALLCAP 600	COM	464287804	560	7637	SH		Sole				7637
JACK HENRY & ASSOCIATES	COM	426281101	1162	38725	SH		Sole				38725
JOHN HANCOCK PREFERRED INCOME	COM	41013w108	287	13835	SH		Sole				13835
JOHN HANCOCK PREFERRED INCOME	COM	41013x106	2330	112831	SH		Sole				112831
JOHNSON & JOHNSON	COM	478160104	2044	30731	SH		Sole				30731
JPMORGAN CHASE & CO FORMERLY J	COM	46625h100	4307	105207	SH		Sole				105207
KAYNE ANDERSON MLP INVT CO	COM	486606106	220	7284	SH		Sole				7284
KIMBERLY CLARK CORP	COM	494368103	330	4952	SH		Sole				4952
KINDER MORGAN ENERGY PARTNERS	COM	494550106	7744	106664	SH		Sole				106664
KINDER MORGAN MGMT LLC SHS	COM	49455u100	5061	77155	SH		Sole				77155
KULABYTE CORPORATION	COM	2399554	0	76688	SH		Sole				76688
LEAR CORP	COM	521865105	0	10200	SH		Sole				10200
LEGG MASON INC	COM	524901105	3078	93961	SH		Sole				93961
LIBERTY ALL STAR EQUITY FUND	COM	530158104	93	17938	SH		Sole				17938
LSI CORPORATION	COM	502161102	4177	586592	SH		Sole				586592
MASCO CORP	COM	574599106	368	30560	SH		Sole				30560
MCCAMPBELL MINERALS XXX (REST	COM	2562978	0	827925	SH		Sole				827925

MFS INTERMEDIATE INCOME TRUST	COM	55273c107	248	39254	SH	Sole	39254
MICROSOFT CORP	COM	594918104	4565	175581	SH	Sole	175581
NATIONAL PATENT DEVELOPMENT CO	COM	637132101	24	15000	SH	Sole	15000
NATIONWIDE HEALTH PROPERTIES I	COM	638620104	555	13400	SH	Sole	13400
NEW AMERICA HIGH INCOME FUND I	COM	641876800	677	62357	SH	Sole	62357
NICHOLAS-APPLEGATE CONVERTIBLE	COM	65370g109	236	24880	SH	Sole	24880
NUVEEN BUILD AMERICA BOND OPPT	COM	67074q102	528	26247	SH	Sole	26247
NUVEEN EQUITY PREM OPPORTUNITY	COM	6706em102	446	35930	SH	Sole	35930
NUVEEN INSURED MUNICIPAL OPPOR	COM	670984103	509	37679	SH	Sole	37679
NUVEEN INSURED PREMIUM INCOME	COM	6706d8104	229	18675	SH	Sole	18675
NUVEEN INSURED TAX FREE ADVANT	COM	670657105	160	11667	SH	Sole	11667
NUVEEN INVESTMENT QUALITY MUNI	COM	67062e103	450	31883	SH	Sole	31883
NUVEEN MULTI-STRATEGY INCOME A	COM	67073d102	3354	366964	SH	Sole	366964
NUVEEN MULTI-STRATEGY INCOME A	COM	67073b106	244	27685	SH	Sole	27685
NUVEEN MUNICIPAL VALUE FUND IN	COM	670928100	859	92720	SH	Sole	92790
NUVEEN PERFORMANCE PLUS MUNICI	COM	67062p108	799	57710	SH	Sole	57710
NUVEEN PREMIER MUNICIPAL INCOM	COM	670988104	430	32107	SH	Sole	32107
NUVEEN PREMIUM INCOME MUNICIPA	COM	6706k4105	201	16240	SH	Sole	16240
NUVEEN PREMIUM INCOME MUNICIPA	COM	67062t100	280	21119	SH	Sole	21119
NUVEEN QUALITY INCOME MUNICIPA	COM	670977107	443	32794	SH	Sole	32794
NUVEEN TAX-ADVANTAGED FLOATING	COM	6706ev102	26	10288	SH	Sole	10288
OFFICE DEPOT INC	COM	676220106	77	18350	SH	Sole	18350
ONEOK PARTNERS L P UNIT LTD PA	COM	68268n103	1332	15620	SH	Sole	15620
ORACLE CORP	COM	68389x105	5200	158003	SH	Sole	158003
PEPSICO INC	COM	713448108	406	5760	SH	Sole	5760
PEYTO EXPLORATION & DEVELOPMEN	COM	717046106	809	36200	SH	Sole	36200
PFIZER INC	COM	717081103	712	34573	SH	Sole	34573
PHILIP MORRIS INTERNATIONAL IN	COM	718172109	247	3698	SH	Sole	3698
PLAINS ALL AMERICAN PIPELINE L	COM	726503105	2158	33721	SH	Sole	33721
POWERSHARES GLOBAL EXCHANGE TR	COM	73936t565	850	59274	SH	Sole	59274
POWERSHARES QQQ TRUST SERIES 1	COM	73935a104	988	17310	SH	Sole	17310
PROCTER & GAMBLE CO	COM	742718109	389	6120	SH	Sole	6120
PROSHARES SHORT S&P 500 NON-TR	COM	74347r503	12862	31430	SH	Sole	31430
PROSHARES ULTRASHORT ETF EURO	COM	74347w882	283	16880	SH	Sole	16880
PUTNAM MANAGED MUNICIPAL INCOM	COM	746823103	78	10570	SH	Sole	10570
REDWOOD TR INC	COM	758075402	1089	72049	SH	Sole	72049
REPUBLIC SERVICES INC	COM	760759100	232	7517	SH	Sole	7517
S&P 500 EQUAL WGT RYDEX ETF	COM	78355w106	4239	83750	SH	Sole	83750
S&P 500 EQWT ENERGY RYDEX ETF	COM	78355w866	949	13475	SH	Sole	13475
S&P 500 EQWT FINANCIAL RYDEX E	COM	78355w858	1092	39300	SH	Sole	39300
SAN JUAN BASIN ROYALTY TR-UBI	COM	798241105	3091	128274	SH	Sole	128274
SOUTHWEST AIRLINES CO	COM	844741108	120	10505	SH	Sole	10505
SPDR GOLD TRUST ETF	COM	78463v107	1542	10560	SH	Sole	10560
SPDR SER TR S&P DIVIDEND ETF	COM	78464a763	351	6498	SH	Sole	6498
STRYKER CORP	COM	863667101	3917	66732	SH	Sole	66732
TARGA RESOURCES PARTNERS LP UN	COM	87611x105	712	20005	SH	Sole	20005
TELLABS INC	COM	879664100	4535	983811	SH	Sole	983811
TEVA PHARMACEUTICAL ADR	COM	881624209	1076	22306	SH	Sole	22306
TEXAS CAPITAL BANCSHARES	COM	88224q107	705	27286	SH	Sole	27286
TOOTIE PIE COMPANY INC	COM	890515109	9	17300	SH	Sole	17300
TOWERSTREAM CORP	COM	892000100	64	12900	SH	Sole	12900
US AUTO PARTS NETWRK INC	COM	90343c100	80	10380	SH	Sole	10380
VANGUARD INDEX FUND VANGUARD S	COM	922908751	425	5450	SH	Sole	5450
VANGUARD INDEX FUNDS VANGUARD	COM	922908629	306	3800	SH	Sole	3800
VANGUARD INDEX FUNDS VANGUARD	COM	922908769	550	8035	SH	Sole	8035
VANGUARD WORLD FD MEGA CAP 300	COM	921910816	257	5200	SH	Sole	5200
VERIZON COMMUNICATIONS	COM	92343v104	490	13162	SH	Sole	13162
VODAFONE GROUP PLC SPONSORED A	COM	92857w209	3855	144282	SH	Sole	144282
VULCAN MATERIALS	COM	929160109	717	18600	SH	Sole	18600
WAL-MART STORES INC	COM	931142103	4128	77682	SH	Sole	77682
WELLS FARGO ADVANTAGE UTIL & H	COM	94987e109	209	17737	SH	Sole	17737
WESTERN ASSET HIGH INCOME OPPO	COM	95766k109	729	115500	SH	Sole	115500
XL GROUP PLC SHS	COM	g98290102	2395	108947	SH	Sole	108947
ZIX CORPORATION	COM	98974p100	140	36350	SH	Sole	36350
BANK OF AMERICA NON-CUM PERP P		060505765	1035	39548	SH	Sole	39548
CITIGROUP PFD MANDATORY CONVER		172967416	5555	46238	SH	Sole	46238
GOODYEAR TIRE CONVERTIBLE PFD		382550309	10115	181855	SH	Sole	181855
HARTFORD GROUP PFD 7.250% MAND		416515708	11482	441958	SH	Sole	441958
XL COMPANY SWITZERLAND GMBH-EQ		h9709y102	7586	254890	SH	Sole	254890

<S> <C> </TABLE>