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**990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

OMB No. 1545-0052

**2008**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

G Check all that apply:  Initial return  Final return  Amended return  Address change  Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.**FRED & AMANDA GLADE FOUNDATION**See Specific  
Instructions.

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

**1419 STAGECOACH RD**

City or town, state, and ZIP code

**GRAND ISLAND NE 68801**H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end  
of year (from Part II, col. (c),  
line 16) ► \$ **670,843**J Accounting method:  Cash  Accrual Other (specify) \_\_\_\_\_Part I: **Analysis of Revenue and Expenses** (The  
total of amounts in columns (b), (c), and (d) may not necessarily  
equal the amounts in column (a) (see pg. 11 of the instructions).)(a) Revenue and  
expenses per  
books (b) Net investment  
income (c) Adjusted net  
income (d) Disbursements  
for charitable  
purposes  
(cash basis only)

<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	<b>509</b>	<b>509</b>	<b>509</b>
	4 Dividends and interest from securities	<b>20,128</b>	<b>20,128</b>	<b>20,128</b>
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	<b>STMT 1</b>	<b>-174,930</b>	
	b Gross sales price for all assets on line 6a	<b>794,899</b>		
	7 Capital gain net income (from Part IV, line 2)		<b>82</b>	
	8 Net short-term capital gain			<b>0</b>
	9 Income modifications			
	10a Gross sales less returns & allowances	<b>RECEIVED</b>		
	b Less: Cost of goods sold	<b>STMT 1 JUN 14 2010</b>		
	c Gross profit or (loss) (attach schedule)			
	11 Other income (attach schedule)	<b>STMT 2</b>	<b>76</b>	<b>76</b>
	12 Total. Add lines 1 through 11	<b>IT</b>	<b>-154,217</b>	<b>20,795</b>
				<b>20,713</b>

<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	<b>STMT 3</b>	<b>4,200</b>	
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see page 14 of the instructions)	<b>STMT 4</b>	<b>109</b>	<b>109</b>
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (att. sch.)	<b>STMT 5</b>	<b>9,890</b>	<b>9,890</b>
	24 Total operating and administrative expenses.			
	Add lines 13 through 23		<b>14,199</b>	<b>9,999</b>
	25 Contributions, gifts, grants paid		<b>47,000</b>	<b>47,000</b>
	26 Total expenses and disbursements. Add lines 24 and 25		<b>61,199</b>	<b>9,999</b>
				<b>0</b>
				<b>47,000</b>
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses & disbursements		<b>-215,416</b>	
	b Net investment income (if negative, enter -0-)			<b>10,796</b>
	c Adjusted net income (if negative, enter -0-)			<b>20,713</b>

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2008)

<b>Part III Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		<b>Beginning of year</b>	<b>End of year</b>	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing	7,685	54,977	54,977
	2 Savings and temporary cash investments	179,904	304,568	304,568
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (att. schedule) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) <b>SEE STMT 6</b>	524,463	140,721	112,268
	c Investments—corporate bonds (attach schedule)			
<b>Liabilities</b>	11 Investments—land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach sch.) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) <b>SEE STATEMENT 7</b>	269,393	277,474	199,030
	14 Land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach sch.) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	981,445	777,740	670,843
<b>Net Assets or Fund Balances</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	981,445	777,740	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	981,445	777,740	
		981,445	777,740	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	981,445
2 Enter amount from Part I, line 27a	2	-215,416
3 Other increases not included in line 2 (itemize) ► <b>SEE STATEMENT 8</b>	3	11,711
4 Add lines 1, 2, and 3	4	777,740
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	777,740

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 1 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a ALLIANCEBERNSTEIN HOLDING LP</b>				
<b>b MULTIFINANCIAL 4YH-013478</b>				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 6			6	
b 76			76	
c				
d				
e				
Complete, only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			6	
b			76	
c				
d				
e				
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	82
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007		951,764	
2006		23,511	
2005		2,032	
2004		964	
2003	847	630	1.344444

2 Total of line 1, column (d) 2 1.344444

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 1.344444

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 4 903,072

5 Multiply line 4 by line 3 5 1,214,130

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 108

7 Add lines 5 and 6 7 1,214,238

8 Enter qualifying distributions from Part XII, line 4 8 47,000

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1  
Date of ruling letter. (attach copy of ruling letter if necessary—see instructions) 1 216

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b 2 0

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) 3 216

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 0

3 Add lines 1 and 2 5 216

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 6 0

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 7 216

6 Credits/Payments:

6a	992
6b	
6c	
6d	

7 Total credits and payments. Add lines 6a through 6d 8 992

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached 9 0

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 776

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 560

11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ► 216 Refunded ►

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a Yes  No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 1b Yes  No

c Did the foundation file Form 1120-POL for this year? 1c Yes  No

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation. ► \$ \_\_\_\_\_ (2) On foundation managers. ► \$ \_\_\_\_\_

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. 2 Yes  No

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 3 Yes  No

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes  No

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b Yes  No

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 5 Yes  No

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  
● By language in the governing instrument, or  
● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 6 Yes  No

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV 7 Yes  No

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► **NE** 8b Yes  No

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation 9 Yes  No

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV 10 Yes  No

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 11 Yes  No

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	<input type="checkbox"/> 11 <input checked="" type="checkbox"/> X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12 <input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	<input type="checkbox"/> 13 <input checked="" type="checkbox"/> X
14	The books are in care of ► <b>FRED GLADE</b> <b>1419 STAGECOACH RD</b> Located at ► <b>GRAND ISLAND, NE</b>	Telephone no. ► <b>308-382-6277</b>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	ZIP+4 ► <b>68801</b> ► <b>15</b> ► <input type="checkbox"/>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b>	► <input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	<b>N/A</b>	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	<b>N/A</b>	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)	<b>N/A</b>	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	<b>4b</b>	<input checked="" type="checkbox"/>

**Part VIII Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	► <input type="checkbox"/>	5b
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	► <input type="checkbox"/>	6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	► <input type="checkbox"/>	7b
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRED M GLADE 1419 STAGECOACH RD	GRAND ISLAND NE 68801	DIRECTOR 2	0	0
STEPHEN A GLADE 2022 WEST BARBARA AVE	GRAND ISLAND NE 68803	DIRECTOR 2	0	0
KATHIE A HUWALDT 7035 EAST BRONCO DR	PARADISE VALLEY AZ 85253	DIRECTOR 2	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000



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47-0805638

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

### Total number of others receiving over \$50,000 for professional services

## Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	SEE STATEMENT 9	
2		30,000
3		
4		

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	
2		

All other program-related investments. See page 24 of the instructions.

**Total. Add lines 1 through 3**

**Total. Add lines 1 through 3**

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Form 990-PF (2008)

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	876,885
b	Average of monthly cash balances	1b	39,939
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	916,824
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	916,824
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	13,752
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	903,072
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	45,154

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	45,154
2a	Tax on investment income for 2008 from Part VI, line 5	2a	216
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	216
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	44,938
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	44,938
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	44,938

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1.	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	47,000
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	47,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	47,000

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII: Undistributed Income (see page 26 of the instructions)**

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7 .....				<b>44,938</b>
2 Undistributed income, if any, as of the end of 2007: a Enter amount for 2007 only .....			<b>46,596</b>	
b Total for prior years: 20 ____ , 20 ____ , 20 ____ .....				
3 Excess distributions carryover, if any, to 2008 a From 2003 .....				
b From 2004 .....				
c From 2005 .....				
d From 2006 .....				
e From 2007 .....				
f Total of lines 3a through e .....				
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ <b>47,000</b> .....			<b>46,596</b>	
a Applied to 2007, but not more than line 2a .....				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) .....				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions) .....				
d Applied to 2008 distributable amount .....				<b>404</b>
e Remaining amount distributed out of corpus .....				
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).) .....				
6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 .....				
b Prior years' undistributed income. Subtract line 4b from line 2b .....				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed .....				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions .....				
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions .....				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009 .....				<b>44,534</b>
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) .....				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) .....				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a .....				
10 Analysis of line 9: a Excess from 2004 .....				
b Excess from 2005 .....				
c Excess from 2006 .....				
d Excess from 2007 .....				
e Excess from 2008 .....				



**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
a Paid during the year <b>SEE STATEMENT 10</b>				<b>47,000</b>
<b>Total</b>			► 3a	<b>47,000</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			► 3b	

Part XVI-A Analysis of Income-Producing Activities

**Enter gross amounts unless otherwise indicated**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue:</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					<b>509</b>
<b>4 Dividends and interest from securities</b>					<b>20,128</b>
<b>5 Net rental income or (loss) from real estate:</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					<b>76</b>
<b>8 Gain or (loss) from sales of assets other than inventory</b>					<b>-174,930</b>
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue. a</b>					
b					
c					
d					
e					
<b>12 Subtotal. Add columns (b), (d), and (e)</b>		0		0	<b>-154,217</b>
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>				<b>13</b>	<b>-154,217</b>

(See worksheet in line 13 instructions on page 28 to verify calculations.)

## **Part XVI-B: Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions.)
N/A	

**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of.**

(1) Cash .....  
(2) Other assets .....

**b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization .....
- (2) Purchases of assets from a noncharitable exempt organization .....
- (3) Rental of facilities, equipment, or other assets .....
- (4) Reimbursement arrangements .....
- (5) Loans or loan guarantees .....
- (6) Performance of services or membership or fundraising solicitations

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market

value of the goods, other assets, or services given by the reporting organization. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date

## **DIRECTOR**

**Title**

Sign Here	Paid Preparer's Use Only	Preparer's signature ➤ 	Date	Check if self-employed ➤ <input type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions)
		JOEL WIEGAND, CPA	5/27/10	P00036206	
Firm's name (or yours if self-employed), address, and ZIP code ➤		CONTRYMAN ASSOCIATES, P.C., CPA'S PO BOX 700 GRAND ISLAND, NE 68802-0700		EIN ➤ 47-0623143	Phone no 308-382-5720

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## Federal Statements

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### Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description	How Received		Cost	Expense	Depreciation	Net Gain / Loss
		Date Acquired	Sale Price				
TOTAL		\$ 794,817	\$ 969,829	\$ 0	\$ 0	\$ 0	\$ -175,012

### Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
	\$ 76	\$ 76	\$ 76
TOTAL	\$ 76	\$ 76	\$ 76

### Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net
	\$ 4,200	\$ 0	\$ 0
TOTAL	\$ 4,200	\$ 0	\$ 0

### Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net
	\$ 62	\$ 62	\$ 62
FOREIGN TAX WITHHELD 4 YH-013452	\$ 10	\$ 10	\$ 10
FOREIGN TAX WITHHELD 4 YH-013460	\$ 4	\$ 4	\$ 4
FOREIGN TAX WITHHELD 4 YH-013478	\$ 33	\$ 33	\$ 33
FOREIGN TAX WITHHELD 4 YH-004493	\$ 109	\$ 109	\$ 109
TOTAL			\$ 0

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**Federal Statements**

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**Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses**

<u>Description</u>	<u>\$ Total</u>	<u>\$ Net Investment</u>	<u>\$ Adjusted Net</u>	<u>\$ Charitable Purpose</u>
EXPENSES				
ADVISORY FEES 08Z-100862	3,562	3,562		
ADVISORY FEES 4YH-013478	1,643	1,643		
ADVISORY FEES 4YH-013460	1,046	1,046		
ADVISORY FEES 4YH-013452	2,923	2,923		
ADVISORY FEES 4YH-004493	631	631		
ALLIANCEBERNSTEIN HOLDING LP	71	71		
OFFICE EXPENSE	14	14		
TOTAL	<u><u>\$ 9,890</u></u>	<u><u>\$ 9,890</u></u>	<u><u>\$ 0</u></u>	

**Federal Statements****Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MULTI-FINANCIAL	\$ 524,463	\$ 140,721	COST	\$ 112,268
SEE ATTACHED SCHEDULE				
<b>TOTAL</b>	<b>\$ 524,463</b>	<b>\$ 140,721</b>		<b>\$ 112,268</b>

**Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
WELLS REIT	\$ 104,345	\$ 112,426	MARKET	\$ 112,426
MUTUAL FUNDS	165,048	165,048	MARKET	86,604
<b>TOTAL</b>	<b>\$ 269,393</b>	<b>\$ 277,474</b>		<b>\$ 199,030</b>

**Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases**

Description	Amount
MARKET VALUE ADJUSTMENT	\$ 11,711
<b>TOTAL</b>	<b>\$ 11,711</b>

**Federal Statements****Statement 9 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities**

Description	
GI PUBLIC LIBRARY FOUNDATION	5,000
SENIOR CITIZENS INDUSTRY	5,000
STUHR MUSEUM FOUNDATION	5,000
SALVATION ARMY	5,000
YWCA	5,000
HOPE HARBOR	5,000

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## Federal Statements

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### Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
CHRISTMAS' CHEER	818 W 3RD			DONATION	1,000
GRAND ISLAND NE 68801					
HEARTLAND UNITED WAY	410 W 2ND ST			DONATION	1,000
GRAND ISLAND NE 68801					
GI PUBLIC LIBRARY FOUND	211 N WASHINGTON ST			DONATION	5,000
GRAND ISLAND NE 68801					
SENIOR CITIZENS INDUSTRY	304 E 3RD ST			DONATION	5,000
GRAND ISLAND NE 68801					
STUHR MUSEUM FOUNDATION	3133 HWY 34			DONATION	5,000
GRAND ISLAND NE 68801					
SALVATION ARMY	818 W 3RD ST			DONATION	5,000
GRAND ISLAND NE 68801					
YWCA	211 E FONNER PARK RD			DONATION	5,000
GRAND ISLAND NE 68801					
HOPE HARBOR	610 W DIVISION ST			DONATION	5,000
GRAND ISLAND NE 68801					
CENTRAL NE HUMANE SOCIETY	1312 N SKY PARK RD			DONATION	2,500
GRAND ISLAND NE 68801					
GOODWILL INDUSTRIES	2223 N WEBB RD			DONATION	2,500
GRAND ISLAND NE 68803					
GI LITTLE THEATRE	3180 HWY 34			DONATION	2,500
GRAND ISLAND NE 68801					
GRAND ISLAND EDUCATION	123 S WEBB RD			DONATION	2,500
GRAND ISLAND NE 68803					
YMCA	222 E 3 ST			DONATION	2,500
GRAND ISLAND NE 68801					
CENTRAL PLAINS RED CROSS	404 E 3RD ST			DONATION	2,500
GRAND ISLAND NE 68801					
TOTAL					<u>47,000</u>