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OMB No 1545-0052

2009

# **50rm 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 **Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements

		ndar year 2009, or tax y	<u> </u>	<u> </u>		ding 12-31-		
G	Che	ck all that apply	_	eturn of a former publ		•	al return	
		A mended r	eturn Address cha	nge Name	chan	ge A Employer id	entification numbe	<u></u>
Use	e the I	Name of foundation THE SPOTTS TRUST HAL LAIN	ISON TRUSTEE				chemication number	-1
^+	label.					47-6126112		. 6 + l t
Οt	herwi: print	Number and street (or P O box PO BOX 366	x number if mail is not deliver	ed to street address) Roc		<b>B</b> Telephone nu	mber (see page 10 o	of the instructions)
	rtype	÷.		Suit	e	(402) 462-4141		
	Spec truction		de			<b>C</b> If exemption	application is pendin	g, check here 🕨 🦵
		HASTINGS, NE 68902				<b>D 1.</b> Foreign o	ganızatıons, check he	ere 🕨 🖵
н с ь	راج بارم	pe of organization Section	n F01/a)/3) avamnt neva	ata faundation		3 Foreign o	raanizations mooting	the 95% test
		4947(a)(1) nonexempt charita	· · · · · · —		n		rganizations meeting e and attach comput	
		et value of all assets at end	J Accounting method	Cash Accr			indation status was t	
ofy	/ear <i>(f</i>	rom Part II, col. (c),	Other (specify)	MODIFIED CASH			n 507(b)(1)(A), chec ation is in a 60-montl	
		<b>\$</b> 1,566,319	(Part I, column (d) musi	t be on cash basıs.)			n 507(b)(1)(B), chec	
Pa	rt I	Analysis of Revenue a total of amounts in columns (b), (		(a) Revenue and	(b) I	Net investment	(c) Adjusted net	(d) Disbursements for charitable
		necessanly equal the amounts in c		expenses per books	(5)	income	income	purposes
		the instructions) )						(cash basis only)
	1 2	Contributions, gifts, grants, etc , rece						
	3	Check Frif the foundation is <b>not</b> Interest on savings and temporary						
	4	Dividends and interest from se	•	35,973		35,973		
	5a	Gross rents	scullies	33,373		33,373		
	b	Net rental income or (loss)						
Reveilue	6a	Net gain or (loss) from sale of		-147,887				
	ь	Gross sales price for all assets on line		211,111				
	7	Capital gain net income (from	·			0		
8	8	Net short-term capital gain .						
	9	Income modifications						
	10a	Gross sales less returns and allowand	1					
	ь	Less Cost of goods sold						
	c	Gross profit or (loss) (attach s						
	11	Other income (attach schedul	e)	2,386		405		
	12	Total. Add lines 1 through 11		-109,528		36,378		
	13	Compensation of officers, dire	ctors, trustees, etc	0		0		0
	14	Other employee salaries and v	wages					
Ř	15	Pension plans, employee bene	fits					
Ψ	16a	Legal fees (attach schedule) .						
Expenses	ь	Accounting fees (attach sched	dule)	12,459		12,459		0
	c	Other professional fees (attac	h schedule)	18,736		18,736		0
Administrative	17	Interest						
훒	18	Taxes (attach schedule) (see page 1	4 of the instructions)	<b>%</b> 814		814		0
п	19	Depreciation (attach schedule	a) and depletion					
<b>₽</b> €	20	Occupancy						
and 4	21	Travel, conferences, and meet						
	22	Printing and publications						
Operating	23	Other expenses (attach sched	iule)	113		113		0
¥at	24	Total operating and administra	<del>-</del>					
Ä		Add lines 13 through 23				32,122		0
_	25	Contributions, gifts, grants pa						86,933
	26	Total expenses and disbursemen	ts. Add lines 24 and 25	119,055		32,122		86,933
	27	Subtract line 26 from line 12						
	а	Excess of revenue over expens		-228,583		4.355		
	Ь	Net investment income (If neg	,			4,256		
	С	Adjusted net income (if negati	ive, enter -0 -)					L

) a	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year		End of			<u>'</u>	
<u>u</u>		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	<b>(b)</b> Boo		-	(c) Fair M	Market Value	
	1	Cash—non-interest-bearing	36,475		49,.	230		49,230	
	2	Savings and temporary cash investments				$\dashv$			
	3	Accounts receivable							
		Less allowance for doubtful accounts 🕨				$\dashv$			
	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							
		ınstructions)							
	7	Other notes and loans receivable (attach schedule) 🟲							
		Less allowance for doubtful accounts ►							
إ ي	_	· · · · · · · · · · · · · · · · · · ·				$\dashv$			
H^^4	8	Inventories for sale or use				$\dashv$			
τ	9	Prepaid expenses and deferred charges	22.756	0557	24			21.260	
	10a	Investments—U S and state government obligations (attach schedule)	22,756			909		21,369	
		Investments—corporate stock (attach schedule)	1,222,946	_	1,039,			1,139,949	
	С	Investments—corporate bonds (attach schedule)	37,131	95	33,.	232		36,718	
	11	Investments—land, buildings, and equipment basis -							
		Less accumulated depreciation (attach schedule)				_			
	12	Investments—mortgage loans				$\dashv$			
	13	Investments—other (attach schedule)	387,566	<u>%</u>	332,	798		318,849	
	14	Land, buildings, and equipment basis 🟲							
		Less accumulated depreciation (attach schedule)				_			
	15	Other assets (describe 🟲)	187	<b>%</b>		204	<u> </u>	204	
	16	<b>Total assets</b> (to be completed by all filers—see the							
		ınstructions Also, see page 1, item I)	1,707,061		1,476,	583		1,566,319	
	17	Accounts payable and accrued expenses				_			
	18	Grants payable				_			
£	19	Deferred revenue				_			
3011	20	Loans from officers, directors, trustees, and other disqualified persons							
5	21	Mortgages and other notes payable (attach schedule)	••			_			
-	22	Other liabilities (describe)	1,895	759		$\stackrel{\circ}{-}$			
	23	Total liabilities (add lines 17 through 22)	1,895			0			
		Foundations that follow SFAS 117, check here				$\dashv$			
		and complete lines 24 through 26 and lines 30 and 31.							
<u>۵</u>	24	Unrestricted							
or Fund Balances	25	Temporarily restricted				$\neg$			
<u></u>	26	Permanently restricted				$\exists$			
#		Foundations that do not follow SFAS 117, check here				$\dashv$			
되		and complete lines 27 through 31.							
-	27	Capital stock, trust principal, or current funds	697,184		697,	184			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0			0			
Assets	29	Retained earnings, accumulated income, endowment, or other funds	1,007,982		779,	399			
ã	30	Total net assets or fund balances (see page 17 of the			,	$\dashv$			
ž	30	Instructions)	1,705,166		1,476,	583			
2	31	Total liabilities and net assets/fund balances (see page 17 of	2,7.00,200			$\dashv$			
	J.	the instructions)	1,707,061		1,476,	583			
		•	, ,		, ,				
'a	rt II	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 a	gree					
		with end-of-year figure reported on prior year's return)			1	$ldsymbol{ldsymbol{ldsymbol{eta}}}$		1,705,166	
2		Enter amount from Part I, line 27a			2	$ldsymbol{ldsymbol{ldsymbol{eta}}}$		-228,583	
3		Other increases not included in line 2 (itemize)			3	<u> </u>		0	
4		Add lines 1, 2, and 3			4	<u> </u>		1,476,583	
5		Decreases not included in line 2 (itemize) 🟲			5	$\vdash$		0	
6		Total net assets or fund balances at end of year (line 4 minus line 5)—F	Part II, column (b), l	ine 30	6	L		1,476,583	

		kınd(s) of property sold (e g , re e, or common stock, 200 shs M	•	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	( <b>d)</b> Date sold (mo , day, yr )	
1 a	PUBLICLY TRADED SEC	URITIES		Р			
ь	Capital Gains Dividends			Р			
С							
d							
е					1		
(€	e) Gross sales price	(f) Depreciation allowed (or allowable)	100	t or other basis pense of sale	e (e) plus (f) minus (g)		
а	987,1	83		1,135,58	5	-148,402	
b	5	15				51!	
С							
d							
e							
Со	mplete only for assets show	ring gain in column (h) and owne	<u> </u>			(h) gain minus	
(i)	FM V as of 12/31/69	(j) Adjusted basis as of 12/31/69		ess of col (1) ol (j), if any		less than -0-) <b>or</b> om col (h))	
а		us 01 12/31/03	07616	.01 (3), 11 4119	,	-148,40	
						51	
с							
d							
е							
			If gain, also enter	ın Part I lına 7 İ			
2	Capital gain net income o	r (net capital loss)	If (loss), enter -0-			-147,88	
,	Not short-tarm capital da	يا In or (loss) as defined in section	ns 1222(5) and (6)	) \	2	-147,88	
3	, -				1		
	If gain, also enter in Part If (loss), enter -0- in Part	I, line 8, column (c) (see pages : I, line 8		nstructions)	}  3		
Part		er Section 4940(e) for R	<del></del>		<u>, i                                   </u>		
Vas the f "Yes,	" the foundation does not qu	ction 4942 tax on the distributa alify under section 4940(e) Do	not complete this	part		┌ Yes ┌ No	
<b>1</b> En	ter the appropriate amount i	n each column for each year, se	ee page 18 of the ir	nstructions before	making any entries		
	(a) e period years Calendar or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	(c) Net value of nonchai		<b>(d)</b> Distribution (col (b) divided	n ratio	
	2008	116,219		1,738,683	, , ,	0 066843	
	2007	107,627		2,782,434		0 038681	
	2006	101,720		2,240,890		0 045393	
	2005	99,486		2,114,447		0 047051	
	2004	92,960		2,024,048		0 045928	
2	Total of line 1, column (d)				2	0 24389	
3		for the 5-year base period—div			3	0 04877	
	the number of years the fo	oundation has been in existence	e ir iess than 5 yeai	rs	3	0 04877	
4	Enter the net value of non	charitable-use assets for 2009	from Part X, line 5		4	1,363,24	
5	Multiply line 4 by line 3.				5		
6 Enter 1% of net investment income (1% of Part I, line 27b) 6					66,49		
6	Linter 1 /0 Of flet fillyestiffe	nt income (1% of Part I, line 27	7b)		6		
6 7	Add lines 5 and 6	nt income (1% of Part I, line 27	7b)		7	4.	
7	Add lines 5 and 6				7	66,498 4: 66,54: 86.93:	
	Add lines 5 and 6	ont income (1% of Part I, line 27  ons from Part XII, line 4 ater than line 7, check the box i			7 8	66,54 86,93	

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	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of	the ins	structio	ns)	
1a	Exempt operating foundations described in section 4940(d)(2), check here T and enter "N/A" on line 1				
	Date of ruling or determination letter (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check				43
	here Fand enter 1% of Part I, line 27b				
с	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				0
3	Add lines 1 and 2				43
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0				43
6	C redits/P ayments				
а	2009 estimated tax payments and 2008 overpayment credited to 2009 <b>6a</b>				
b	Exempt foreign organizations—tax withheld at source 6b				
c	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld 6d				
7	Total credits and payments Add lines 6a through 6d				0
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attached.				
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9				43
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid • 10				
11	Enter the amount of line 10 to be Credited to 2010 estimated tax				
Par	t VII-A Statements Regarding Activities				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did			Yes	No
	ıt participate or intervene in any political campaign?		. 1a		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)?		. 1b		No
	If the answer is "Yes" to <b>1a</b> or <b>1b,</b> attach a detailed description of the activities and copies of any materials				
	published or distributed by the foundation in connection with the activities.				
C	Did the foundation file Form 1120-POL for this year?	. •	1c		No
d	Enter the amount (If any) of tax on political expenditures (section 4955) imposed during the year				
	(1) On the foundation $\blacktriangleright$ \$0 (2) On foundation managers $\blacktriangleright$ \$0				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed				
	on foundation managers 🕨 \$0				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		. 2		No
	If "Yes," attach a detailed description of the activities.				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, article	S	_		
_	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		. 5		No
_	If "Yes," attach the statement required by General Instruction T.				
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	
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	
, 8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the		<b>–</b>	1.63	<u> </u>
Ja	instructions) NE				
ь	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.		8b	Yes	
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on				
	page 27)? If "Yes," complete Part XIV		. 9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		No

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Pai	*t 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)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ►N/A			
14	The books are in care of ►MR HAL LAINSON TRUSTEE Telephone no ►(402	1462-	4141	
	Located at ▶2ND ST JOSEPH AVE HASTINGS NE ZIP+4 ▶68901	,		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here		'	-
	and enter the amount of tax-exempt interest received or accrued during the year			
Pai	t 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? Yes V No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes V 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)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	ıf 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 ) <b>Yes</b> 🔽 <b>No</b>			
b	If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
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 2009?	1c		No
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))			
а	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d			
	and 6e, Part XIII) for tax year(s) beginning before 2009?			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
ь	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions )	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
	<b>▶</b> 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?			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation			
	or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b>			
	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 2009.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
ь	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 2009?	4b		No

Pa	rt VII-B	Statements Rega	rdii	ng Activities for	Wŀ	nich Form 4720	May	Be Required (conti	nued)		- rage <del>u</del>
5a		year did the foundation									
	_	on propaganda, or othe		·		ıslatıon (section 494	45(e	))? <b> </b>	- No		
		nce the outcome of any		•	_	•	•				
	• •	ectly or indirectly, any	•	•		* *		•	- No		
		e a grant to an individu					_	☐ Yes ☑			
		e a grant to an organiza					s c rıb	·			
		-			-			tions) \ Yes 🗸	- No		
	(5) Provide for any purpose other th							, , , , , , , , , , , , , , , , , , , ,			
	educational purposes, or for th							Yes ▽	- No		
ь	<b>b</b> If any answer is "Yes" to 5a(1)-(5										
	· ·			-				page 22 of the instructio	ns)?	5b	
									_		
c	-	wer is "Yes" to question						,			
_		·	•	• •		•		Yes .	- No		
		tach the statement requ					•	, ,			
6a		undation, during the yea		-							
-									- No		
ь								penefit contract?		6b	No
_		6b, file Form 8870.	, թ	, p	,	,,			-		<del>-  </del>
7a		ne during the tax year, v	as t	ne foundation a party	/ to :	a prohibited tay shel	tar tr	ansaction?   Yes	- No		
								he transaction?		7b	
_								n Managers, Highly			lovees
Pa	3 38 VA	and Contractors		neers, Director.	, .	rustees, rounda		i Managers, mgmy	raia	шр	ioyees,
1			s, fo	undation managers a	ınd t	heir compensation (	see p	age 22 of the instruction	ıs).		
			(b)	Title, and average		c) Compensation	1	(d) Contributions to	(e) F	xnens	e account,
	<b>(a)</b> Nan	ne and address	4	hours per week evoted to position	(	If not paid, enter	1	mployee benefit plans deferred compensation			owances
HAI I	AINSON			STEE		<b>-0-)</b>		0			0
	30 X 366		5 00			O		O			U
	TINGS, NE	68902									
CHAR	LES HERMES		TRU	USTEE		0		0			0
PO E	30 X 366		5 00	)							
HAS	TINGS, NE	68902									
DAVII	BRANDT		-	ST ACCT		0		0		,	
	30 X 366		5 00	)							
	TINGS, NE				<u> </u>						
2		ion of five highest-paid iter"NONE."	lemp	oloyees (ot her t han	t hos	e included on line 1–	-see	page 23 of the instruction	ns).		
	II liolie, ei	iter NONE.				1		(d) Contributions to			
(a)		address of each employ	/ee	(b) Title, and aver hours per week		(c) Compensatio	v n	employee benefit	(e) E	xpens	e account,
	paid more than \$50,000			devoted to positi		(c) Compensation	,,,,	plans and deferred	otl	ner all	owances
				<u> </u>				compensation			
NON	I E			_							
				_							
											·
				1							
<del>-</del> -				+ = 0 0 0 0		1					

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Part VIII Information About Officers, Directors, To and Contractors (continued)	rustees, Foundation Managers, Highly	Paid Employees,
3 Five highest-paid independent contractors for professional serv	vices (see page 23 of the instructions). If none, e	nter "NONE".
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional serv	ıces	0
Part IX-A Summary of Direct Charitable Activities		
·		
List the foundation's four largest direct charitable activities during the tax year. Incluorganizations and other beneficiaries served, conferences convened, research paper	ude relevant statistical information such as the number of rs produced, etc	Expenses
1		
2		
_		
3		
4		
•		
Part IX-B Summary of Program-Related Investme	<b>nts</b> (see page 23 of the instructions)	
Describe the two largest program-related investments made by the foundation of		A mount
1		
2		
-		
All other program-related investments See page 24 of the instru-	ctions	
3		
Total. Add lines 1 through 3		0
		Form <b>990-PF</b> (2009)

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

	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		
а	A verage monthly fair market value of securities	1a	1,338,065
b	A verage of monthly cash balances	1b	45,943
c	Fair market value of all other assets (see page 24 of the instructions)	<b>1</b> c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,384,008
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,384,008
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25		
	of the instructions)	4	20,760
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,363,248
6	Minimum investment return. Enter 5% of line 5	6	68,162
Pai	<b>Distributable Amount</b> (see page 25 of the instructions) (Section 4942(j)(3) and (j)( foundations and certain foreign organizations check here F and do not complete t		
1	Minimum investment return from Part X, line 6	1	68,162
_ 2a	Tax on investment income for 2009 from Part VI, line 5		
ь	Income tax for 2009 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b.	2c	43
3	Distributable amount before adjustments Subtract line 2c from line 1	3	68,119
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	68,119
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	68,119
			·
Par	Qualifying Distributions (see page 25 of the instructions)		
1	A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	86,933
b	Program-related investments—total from Part IX-B	1b	0
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,		
	purposes	2	
3	A mounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3Ь	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	86,933
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	ıncome Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	43
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,890
	<b>Note:</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating wheth the section 4940(e) reduction of tax in those years	ner the	foundation qualifies for

2 Undistributed income, if any, as of the end of 2008 a Enter amount for 2008 only. b Total for prior years 20, 20		ondistributed income (see page	26 of the mstruct	ons)		
1. Distributable amount for 2009 from Part XI, Ime 7 2. Undistributed income, if any, as of the end of 2008 a. Enter amount for 2008 only						
a Enter amount for 2008 only	1	Distributable amount for 2009 from Part XI, line 7	· · · · · · · · · · · · · · · · · · ·			68,119
Be Enter amount for 2008 only		· •				
b Total for pror years 20					0	
3. Excess distributions carryover, if any, to 2009 a From 2004		· · · · · · · · · · · · · · · · · · ·		0		
a From 2004						
b From 2005		. 1				
c From 2006						
d   From 2007.						
e From 2008. 20,694  f Total of lines 3a through e						
f Total of lines 3 a through e						
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 65,933			20,694			
XII, line 4  \$ \$ 86,933 a Applied to 2008, 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 2009 distributable amount. e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2009 (If an amount appears in column (a), 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. Undistributed income for 2008 Subtract line 4a from line 2 Taxable amount—see page 27 of the instructions.  o Undistributed income for 2009 Subtract line 4a from line 2 Taxable amount—see page 27 of the instructions.  o Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 494(a)(3) (see page 27 of the instructions).  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).  0 Subtract lines 4 face and 5 from line 7 (see page 27 of the instructions).		- · · · · · · · · · · · · · · · · · · ·				
a Applied to 2008, 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 2009 distributable amount						
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 2009 distributable amount e Remaining amount distributed out of corpus  Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)  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 2008 Subtract line 4a from line 2 a Taxable amount—see page 27 of the instructions.  o Undistributed income for 2009 Subtract line 4a from line 2 a Taxable amount—see page 27 of the instructions.  of Undistributed income for 2009 Subtract line 4a da 4a da 5 from line 1 This amount must be distributed in 2010.  A 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).  Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).  B Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).	а				0	
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).  d Applied to 2009 distributable amount		· · · · · · · · · · · · · · · · · · ·				
required—see page 26 of the instructions).  d Applied to 2009 distributable amount		(Election required—see page 26 of the instructions)		0		
d Applied to 2009 distributable amount	c	' '				
e Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2009 (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		required—see page 26 of the instructions)	0			
S Excess distributions carryover applied to 2009 (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		• • •				68,119
(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	е	Remaining amount distributed out of corpus				
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	5	Excess distributions carryover applied to 2009	0			0
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		, , , , , , , , , , , , , , , , , , , ,				
indicated below:  a Corpus Add lines 3f, 4c, and 4e Subtract line 5  b Prior years' undistributed income Subtract line 4b from line 2b	_	` ` ` ` `				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b	6					
b Prior years' undistributed income Subtract line 4b from line 2b	а		39,508			
Iline 4b from line 2b		· · · · · · · · · · · · · · · · · · ·	,			
income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed	_	•		0		
been issued, or on which the section 4942(a) tax has been previously assessed	c	Enter the amount of prior years' undistributed				
tax has been previously assessed		•				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions  e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0		
amount—see page 27 of the instructions		· · · · · ·				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions	a			0		
4a from line 2a Taxable amount—see page 27 of the instructions	e					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010						
lines 4d and 5 from line 1 This amount must be distributed in 2010		of the instructions			0	
be distributed in 2010	f					
7 A mounts 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)						0
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	7	<b>1</b>				
section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	•					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)						
applied on line 5 or line 7 (see page 27 of the instructions)		of the instructions)	0			
Instructions)	8	·				
			0			
0. Execute distributions correspond to 2010		Excess distributions carryover to 2010.				
Subtract lines 7 and 8 from line 6a	9		39,508			
10 Analysis of line 9	10	<b>.</b>				
a Excess from 2005		· · · · · · · · · · · · · · · · · · ·				
<b>b</b> Excess from 2006						
c Excess from 2007						
<b>d</b> Excess from 2008 20,694	d	Excess from 2008 20,694				
<b>e</b> Excess from 2009 18,814	е	Excess from 2009 18,814				

For	m 990-PF (2009)					Page <b>10</b>
	Part XIV Private Operating Four		_		rt VII-A, question	9)
1a	If the foundation has received a ruling or d foundation, and the ruling is effective for 2					
b	Check box to indicate whether the organize	ation is a private o	perating foundation	n described in secti	on   4942(j)(3) o	r 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(e) Total
	income from Part 1 or the minimum investment return from Part X for each	<b>(a)</b> 2009	<b>(b)</b> 2008	(c) 2007	( <b>d</b> ) 2006	
	yearlisted					
	85% of line 2a					
	Qualifying distributions from Part XII, line 4 for each year listed					
	Amounts included in line 2c not used directly for active conduct of exempt activities					
е	Q ualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
а	"Assets" alternative test—enter					
	(1) Value of all assets			1		
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c	"Support" alternative test—enter					
	(1) Total support other than gross					
	investment income (interest, dividends, rents, payments					
	on securities loans (section					
	512(a)(5)), or royalties)					
	(2) Support from general public					
	and 5 or more exempt organizations as provided in					
	section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income			1		
Pa	art XV Supplementary Information	n (Complete 1	this part only if	f the organizati	on had \$5,000 d	or more in
	assets at any time during	thè year—see	page 27 of the	instructions.)		
1 a	Information Regarding Foundation Managers of the foundation who had before the close of any tax year (but only i	ave contributed mo				dation
b	List any managers of the foundation who ov ownership of a partnership or other entity)				lly large portion of th	he
2	Information Regarding Contribution, Grant					
	Check here F if the foundation only ma unsolicited requests for funds If the found under other conditions, complete items 2a	atıon makes gıfts,	to preselected char grants, etc (see p	ritable organizations age 28 of the instru	s and does not accep ections) to individual	ot s or organizations
ā	The name, address, and telephone numbe	r of the person to v	whom applications s	should be addressed	d	
ŀ	The form in which applications should be s	ubmitted and info	rmation and materi	als they should incl	ude	
-	: Any submission deadlines					
_	Any restrictions or limitations on awards, factors	such as by geogra	aphical areas, chari	table fields, kinds o	f institutions, or othe	er

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to status of A mount any foundation manager contribution Name and address (home or business) recipient or substantial contributor a Paid during the year See Additional Data Table 86,933 **b** Approved for future payment

orm 990-PF (2009)  Part XVI-A Analysis of Income-Produc	cing Activitie	 S			Page <b>1</b> 2
nter gross amounts unless otherwise indicated		isiness income	Excluded by section	512, 513, or 514	(e)
<b>1</b> Program service revenue	(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	Related or exemp function income (See page 28 of the instructions)
a					,
b					
с					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
Membership dues and assessments					
Interest on savings and temporary cash investments Dividends and interest from securities			14	35,973	
Net rental income or (loss) from real estate	'		1	33,313	
a Debt-financed property					
<b>b</b> Not debt-financed property					
Net rental income or (loss) from personal property					
Other investment income			14	405	
Gain or (loss) from sales of assets other than inventory			18	-147,887	
Net income or (loss) from special events					
Gross profit or (loss) from sales of inventory FEDERAL INCOME TAX	·		01	1,981	
Other revenue <b>a</b> REFUND				1,901	
b					
c					
d					
e					
<b>2</b> Subtotal Add columns (b), (d), and (e)		(	1	-109,528	
3 Total. Add line 12, columns (b), (d), and (e).			1	.3	-109,528
(See worksheet in line 13 instructions on page Part XVI-B Relationship of Activities t			Evemnt Durnes	96	
Explain below how each activity for whethe accomplishment of the organization page 28 of the instructions )					
<del>-</del>					

Form 99	0-PF (2										Рa	ge <b>13</b>
Part	XVII	Information Re Noncharitable				Transac	tions and	Relati	ionships With			
1 Did th	ne organiz	ation directly or indirectly				ther organiz	ation described	ın section	l		Yes	No
501(c	c) of the (	Code (other than section 5	501(c)(3) org	ganızatı	ons) or in section 527,	relating to p	olitical organiza	tions?				
<b>a</b> Tran	sfers fro	om the reporting foun	dation to a	nonc	harıtable exempt o	rganızatıc	n of					
(1)	Cash.									. 1a(1)		No
(2)	O ther a	ssets								1a(2)		No
<b>b</b> Othe	er transa	actions										
(1)	Sales o	fassets to a nonchar	rıtable exe	mpt o	rganızatıon					. 1b(1)		No
(2)	Purchas	ses of assets from a r	noncharita	ble ex	empt organization.					1b(2)		No
(3)	Rental	of facilities, equipmer	nt, or other	asse	ts					. 1b(3)		No
(4)	Reımbu	rsement arrangement	ts							. 1b(4)		No
(5)	Loans c	r loan guarantees.								. 1b(5)		No
<b>(6)</b> F	erforma	ance of services or m	nembers hıp	or fu	ndraising solicitation	ons				. 1b(6)		No
<b>c</b> Shar	ing of fa	icilities, equipment, n	mailing list	s, oth	er assets, or paid e	mployees				. 1c		No
of th	e goods	r to any of the above , other assets, or ser action or sharing arra	rvices give	n by t	he reporting found	ation Ifth	ie foundation	receive	d less than fair m	arket value		
(a) Line I	Vo (	( <b>b</b> ) Amount involved	(c) Name o	of nonch	narıtable exempt organ	ızatıon	(d) Descriptio	n of trans	fers, transactions, and	sharing arra	ingemer	nts
-												
desc	ribed in es," cor	ation directly or indir section 501(c) of th nplete the following s (a) Name of organization	e Code (ot chedule			(3)) or ın :	section 527?				es F	<i>-</i> No
	the be	penalties of perjury, is st of my knowledge a on all information of v	nd belief, it	t is tri	ue, correct, and cor	•	eclaration of	prepare	=			
	<b>h</b> —	2010-03-20										
<u>.</u> .  -	<b>y</b> 519	Inature of officer or trustee					Date	Date Title				
Sign Here	id rer's Only	Preparer's MICH Signature							Check if self- employed ▶	Preparer's identifying number (signature 30 of the i	g see on pa	-
	Paid Preparer's Use Only	Fırm's name (or you ıf self-employed),	ırs	1CDE	RMOTT AND MILL	ER PC	<u> </u>		EIN F			
	_	address, and ZIP co	ode P	о во	X 1317				Phone no (402)	462 415	1	
			F	HASTI	NGS, NE 689021	317			Hone no (402)	402-415	7	
		İ			, 555521				i .			

**Software ID:** 09000028

**Software Version:** 2009.03020

**EIN:** 47-6126112

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

#### Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	A mount
Name and address (home or business)	any foundation manager recipient or substantial contributor			
a Paid during the year				
HASTINGS COLLEGE800 TURNER AVE HASTINGS,NE 68901	NONE		EDUCATION	8,694
HASTINGS SYMPHONY ORCHESTRA 2100 W 6TH HASTINGS,NE 68901	NONE		PROMOTION OF THE ARTS	2,000
SAINT MARK'S PRO-CATHEDRAL 422 N BURLINGTON HASTINGS,NE 68901	NONE		CHARITY	21,733
HASTINGS COMMUNITY FOUNDATION800 W 3RD - RM 232 HASTINGS,NE 68901	NONE		CHARITY	27,623
SALVATION ARMY400 S BURLINGTON HASTINGS,NE 68901	NONE		CHARITY	22,983
AMERICAN RED CROSS - MID RIVERS CHAPTER415 N KANSAS AVE HASTINGS, NE 68901	NONE		CHARITY	1,250
HEARTLAND PET CONNECTION 1807 W J ST HASTINGS,NE 68901	NONE		CHARITY	500
CASA OF SOUTH CENTRAL NEBRASKA2727 WEST 2ND ST HASTINGS,NE 68901	NONE		CHARITY	500
SPOUSAL ABUSESEXUAL ASSAULT CRISIS CENTER220 S BURLINGTON SVE STE 4 HASTINGS, NE 68901	NONE		CHARITY	500
HASTINGS PUBLIC SCHOOLS - FOOD FOR THOUGHT1924 W A HASTINGS,NE 68901	NONE		EDUCATION	350
HASTINGS PUBLIC SCHOOLS - OPPORTUNITY FUND1924 W A HASTINGS,NE 68901	NONE		CHARITY	500
BIG BROTHERSBIG SISTERS312 N LINCOLN AVE HASTINGS,NE 68901	NONE		CHARITY	300
Total				86,933

# **TY 2009 Accounting Fees Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL ACCOUNTING FEES	8,659	8,659		0
BOOKKEEPING FEES	3,800	3,800		0

# **TY 2009 General Explanation Attachment**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

ldentifier	Return Reference	Explanation
COLUMN PURPOSE OF GRANT OR CONTRIBUTION	990-PF, PAGE 11, PART XV	TO SUPPORT AND FURTHER EACH ORGANIZATION'S TAX-EXEMPT PURPOSE

## **TY 2009 Investments Corporate Bonds Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Kellogg Co MW +30BP NTS 6.600%	1,049	1,066
Coca Cola Enterprises 6.125% Due 8/15/11	1,047	1,067
General Mills Inc 6.000% Due 2/15/12	1,005	1,080
Duke Energy Corp 5.625% Due 11/30/12	1,011	1,092
Caterpillar Finl Svcs 4.850% Due 12/7/12	1,005	1,075
John Deere Capital Corp 4.500%	998	1,050
Wells Fargo & Co New 4.950%	0	0
Goldman Sachs Group Inc 5.150%	991	1,058
PAC Gas & Elec Co NTS 4.800% Due 3/1/14	1,002	1,062
Morgan Stanley NTS 4.750% Due 4/1/14	943	1,006
Citigroup Inc NTS 5.000% Due 9/15/14	1,880	1,928
Bank of America Corp 5.125%	1,017	1,037
Energy Transfer Partners 5.950%	978	1,060
J P Morgan Chase & Co 5.150% Due 10/1/15	981	1,036
Bear Stearns Cos Inc 5.300% Due 10/30/15	934	1,058
Cit Group Inc 5.400% Due 1/30/16	0	0
Cisco Systems Inc MW 5.500% Due 2/22/16	1,067	1,098
Equity Residential Pptys 5.125% Due 3/15/16	939	975
Oneok Partners 6.150% Due 10/1/16	1,029	1,051
Concophillips CDA FDG 5.625% Due 10/15/16	1,035	1,085
Comcast Corp New 6.500%	1,041	1,107
Genl Elec Corp 5.625%	2,816	3,091
Cardinal Health Inc 5.850% Due 12/15/17	0	0
Marathon Oil Corp NTS 5.900% Due 3/15/18	1,000	1,053
Xerox Corp NTS B/E 6.350% 5/15/18	1,043	1,043
McDonalds Corp 5.000% Due 2/1/19	1,031	1,045
AOL Time Warner Inc 7.625% Due 4/15/31	931	1,162
Unitedhealth Group Inc 5.800% Due 3/15/36	803	896
Viacom Inc NTS 6.875%	1,557	2,163
Embarq Corp NTS 7.995% Due 6/1/36	988	1,076
JC Penney Co NTS 6.375% Due 10/15/36	0	0
Vodafone Group PLC 6.150% Due 2/27/37	1,704	2,083
Anheuser Busch Cos Inc 6.45% Due 9/1/37	1,407	2,115

TY 2009 Investments Corporate Stock Schedule  Name: THE SPOTTS TRUST HAI		LN: 93491112002010
Name of Stock  Aaron Rents Inc  Actuant Corp New CI A  Airgas Inc  Alliant Techsystems Inc	End of Year Book Value 1,477 1,644 1,725	End of Year Fair Market Value 1,553 1,594 1,904
Amsurg Corp New Apollo Investment Corp Arena Resources Inc Ares Capital Corp Aspen Insurance Holdings Ltd Ord Assured Guaranty Ltd	0 1,224 973 446 901 977	0 1,288 1,423 448 967 1,153
Atmos Energy Corp Autoliv Inc Bacorpsouth Inc Belden Inc New BJ's Whsl Club Inc Bucyrus Intl Inc New Caci Intl Inc New	0 689 1,362 0 1,404 442 1,333	0 1,171 1,455 0 1,308 1,297 1,417
Caci Intl Inc New Chimera Invt Corp Cliffs Nat Resources Inc Concho Resources Inc Conseco Inc New Cullen Frost Bankers Inc Canvers Bancorp Inc Cliffs Nat Resources Inc Conseco Inc New Cullen Frost Bankers Inc Conseco Inc New Conseco Inc N	1,333 1,149 0 802 1,093 0 570	1,417 1,606 0 1,616 1,010 0 559
E*Trade Fiancial Corp  Equitable Resources Inc  Factset Resh Systems Inc  Fifth Street Fin Corp  First Cash Fincl Services  Firstmerit Corporation	1,040 0 0 640 1,070 1,206	1,030 0 0 644 1,354 1,289
Forward Air Corp Foster Wheeler Ltd New Gallagher Arther J & Co Genl Cable Corp GMX Resources Inc Graftech Intl Ltd	0 0 0 1,569 933 1,519	0 0 0 1,177 797 1,602
Hanesbrands Inc Hanover Insurance Group Inc HCC Insurance Hldgs Inc Health Care Svcs Group Inc Healthspring Inc Hexcel Corp New	1,526 908 1,824 2,359 0 0 767	1,611 1,736 2,222 2,377 0 0 805
Hillenbrand Inc  nventiv Health Inc  PC Holdings Ltd  ones Lang Lasalle Inc  (aydon Corp  (ey Energy Services Inc	1,254 0 0 690 1,364 1,146	1,423 0 0 1,208 1,180 1,354
Landstar Systems Inc Lasalle Hotel Properties SBI LHC Group Inc Lincoln Elec Holdings New Lindsay Corp Louisiana Pacific Corp Mednax Inc	1,075 489 0 2,154 342 451 1,458	1,124 531 0 1,978 518 447 1,803
MF Global Ltd  MFA Mortgage Investments Inc  Micros Systems Inc  Microsemi Corp  Nice Systems Ltd Spon Adr  Nordson Corp	1,116 1,102 1,389 0 1,379 553	1,022 1,595 1,707 0 2,049 857
Northwest Bancshares Inc MD Com Oil States Intl Inc Owens & Minor Inc New Owens Illinois Inc New Packaging Corp of America Pactiv Corp Patterson Companies Inc	863 928 0 0 1,615 0 1,539	101 1,493 0 0 1,956 0 2,126
Phillips Van Heusen Prosperity Bancshares Inc Qlogic Corp Ralcorp Holdings Inc New Raymond James Financial Group Regal Entertainment Group CI A	1,436 1,518 1,293 0 0 1,169	1,993 2,104 1,679 0 0 1,343
Regis Corp Minn Robbins & Myers Inc Rofin-Sinar Technologies Inc Scotts Miracle Gro Co Cl A Sensient Technologies Corp Silgan Holdings Inc Skyworks Solutions Inc	1,363 734 0 1,628 1,328 0 894	1,417 988 0 1,769 1,341 0 1,064
Smith A O Corp Smucker J M Co New Sonic Corp SRA Intl Inc Cl A Steel Dynamics Inc Sybase Inc	710 0 0 1,088 0 1,746	824 0 0 1,031 0 3,212
Feam Inc  Feleflex Inc  Ferritorial Bancorp Inc  Fhompson Creek Metals Co Inc  Fransdigm Group Inc  Freehouse Foods Inc	1,817 0 1,709 186 1,525 808	2,045 0 1,778 199 1,442 950
Triquint Semiconductor Inc Tyler Technologies Inc Unit Corp United Bankshares Inc United Fini Bancorp Inc MD New United Fire & Casualty Co	1,145 462 1,018 0 183	1,008 657 1,148 0 184
Validus Holdings Ltd Valmont Industries Inc Vantage Drilling Co Ord Varian Semiconductor Equipment Assoc Inc Vectren Corp Vaddell & Reed Financial Inc Cl A	0 223 689 234 1,281 0	0 377 706 243 1,686 0
Valter Industries Inc Vashington Federal Inc Vaste Connections Inc Vatson Wyatt Worldwide Inc CI A Vendys Arbys Group Inc Vest Pharaceutical Services Inc	330 1,172 2,608 2,179 0 685	1,205 1,683 3,034 2,186 0 902
Vestar Energy Inc Viley John & Sons Inc Cl A Volverine World Wide Inc Amcor Ltd ADR New AU ADR Banco Santander Centl Hispano S.A Spon ADR Bayer A G Spon ADR BG Group PLC Spon ADR	0 1,278 1,413 1,491 2,237 953 1,448	0 1,508 1,524 1,502 3,255 2,177 3,261
SNP Paribas SA ADR SP PLC Spon ADR Canon Inc ADR Japan Carrefour SA Adr Ouetsche Telekom Ag De Spon ADR Fortis NL New	578 5,407 4,408 2,147 5,352	642 4,927 5,163 2,648 4,586
osters Group Ltd New Spons ADR  Glaxo Smithkline PLC ADR  HBOS PLC Spon ADR  Hong Kong Elec Hldgs Ltd  berdola SA Spon ADR  ng Groep N V NL Spon ADR	1,876 7,373 0 1,569 3,775 5,161 5,019	2,236 6,042 0 1,894 4,058 1,736 4,439
AO Corp Repstg 10 Shs Com Spon ADR Lloyds TSB Group PLC Spon ADR National Grid Transco PLC Spon ADR Natl Australia Bank Ltd Spon ADR Nippon Teleg & Tel Corp Spon ADR Novartis Ag Spon Adr Reed Elsevier NV New Repstg 2 Ord Shs Spon ADR	0 1,845 3,021 2,623 6,529 3,504	0 1,795 3,105 2,468 6,314 2,611
Royal Bank Scotland Spon ADR Royal Dutch Shell PLC CI A Spon ADR RWE AG ADR Sasol LTD Spon ADR Seven & I Hidgs Co Ltd Adr Siemens A G Spon ADR	0 4,393 3,782 1,471 2,158 1,982	0 4,268 5,776 2,277 1,915 2,201
Singapore Telecom Ltd New 2006 Spon ADR Societe Generale France Spons ADR ADR Stora Enso OYJ Repstg Ser R Shs Taiwan Semiconductor Mfg Co Ltd Adr Takeda Pharmaceutical Co Telecom Corp New Zealand LTD Telefonica S A Spon ADR Telestra Corp LTD (FINAL) ADR	3,047 4,844 2,212 2,749 3,831 2,456 2,976	2,902 3,596 1,106 3,249 2,983 1,214 5,178
Telstra Corp LTD (FINAL) ADR Tokio Marine Holdings Inc Cpon ADR Total SA France Spon ADR Toyota Motor Corp New Japan Spon ADR Juliever PLC Amer Shs New Spon ADR JINTD Overseas Bk Ltd Spons ADR Singapore JPM Kymmene Corp Spon ADR	3,408 3,885 5,435 3,222 4,837 1,764 2,507	3,100 3,614 5,956 3,787 6,827 2,077 1,552
Vodafone Group PLC New Spon Adr Zurich Financial Svcs Spon Adr AMB Ppty Corp Alexandria Real Estate Equities Apartment Invt & Mgmt Co Cl A Avalonbay Communities Inc SBI	3,258 2,121 1,526 449 0 3,023	3,464 1,972 1,278 514 0 3,038
Brandywine Rity Trust Inc Reits Brandywine Rity Trust New Brookfield Properties Corp Camden Ppty Tr SBI DCT Industrial Trust Inc REIT Developers Diversified Realty Corp	1,028 3,594 0 0 2,156 1,576	994 3,219 0 0 2,119 1,265 0
Digital Realty Trust Inc REIT Dupont Fabros Technology Inc Entertainment Properties Tr Equity Lifestyle Properties Inc REIT Equity Residential SBI Essex Property Trust Inc	871 579 395 554 4,137 691	1,257 1,133 705 656 3,952 920
extra Space Storage Inc Reits ederal Rity Inv Tr Bi Md irst Potomac Realty Trust SBI ICP Inc lealth Care REIT Inc lost Hotels & Resorts Inc IRPT Properties Trust SBI	1,481 2,113 643 2,210 619 2,630 281	1,629 2,235 578 2,535 620 2,252 317
ilroy Realty Corp imco Realty Corp ite Realty Group Trust REITS iberty Property Trust lacerich Company lack-Cali Realty Corp	2,128 1,556 703 2,058 1,517 380	1,687 879 558 2,113 1,941 553
Jational Retail Properties Inc REIT Jationwide Health Ppty Inc Dimega Healthcare Inv Inc Pebblebrook Hotel Tr Plum Creek Timber Co Inc REIT Post Properties Inc	693 1,802 1,435 315 627 300	912 2,427 1,887 330 717 314
Public Storage Inc Realty Income Corp Md SBI Regency Centers Corp Retail Opportunity Invts Corp Com Simon Ppty Group Inc SBI	2,865 376 2,486 320 5,307	0 3,095 415 1,858 303 6,544
tarwood Hotels & Resorts Worldwide Inc New aubman Centers Inc ornado Realty Trust dobe Systems Inc flac Inc ir Products & Chemicals Inc	1,029 323 3,497 4,997 6,184 8,339 10,586	878 323 3,427 8,165 5,735 8,511 13,065
pple Inc rcher-Daniels-Midland Co anco Santander Cent Hispano Spon Adr Std ank of America Corp axter Intl Inc oeing Co conagra Foods Inc	0 5,392 7,281 10,109 7,997 8,014	0 6,477 7,078 9,565 7,741 9,013
conoco Phillips Deere & Co Diageo Plc Spon Adr New Dominion Resources Inc VA New MC Corp Mass ast West Bancorp	9,418 8,069 7,880 8,817 7,959 3,926 7,255	7,609 7,627 7,774 8,718 9,294 4,645 6,392
PL Group Inc Gentex Corp Jershey Company Jome Depot Inc Jospira Inc Intl Business Machines Corp	7,255 8,336 3,598 7,157 8,403 6,327 10,174	8,451 4,909 7,086 8,997 7,548 11,127
ntuit Inc P Morgan Chase & Co Gellogg Co Oreal Co Adr 1&T Bank Corp Merrill Lynch & Co Inc	6,201 8,778 8,557 6,930 5,977 0	6,361 9,584 8,459 7,448 7,090 0
Mitsubishi UFJ Financial Group Inc Adr Molex Inc CI A Molex Inc Morgan Stanley Morthrop Grumman Corp Oracle Corp C Penney Co Inc	8,202 4,459 0 0 9,345 8,619 6,812	6,140 4,763 0 0 8,992 10,597 5,162
Polo Ralph Lauren Corp CI A Questar Corp Gafeway Inc New Schwab Charles Corp New Gynovus Financial Corp Gysco Corp	5,525 5,200 6,731 4,115 0 0 6,800	7,855 5,654 5,812 5,025 0 0 7,662
Texas Instruments Inc Thomas & Betts Corp Time Warner Inc Unilever N V Adr Universal Health Services Inc Class B Vodafone Group PLC Spons Adr New Weatherford Intl Ltd New (Bermuda)	0 0 6,319 0 7,192 8,682	0 7,533 0 7,158 6,770
bbott Laboratories ccenture Ltd ctivision Blizzard Inc dobe Systems Inc eropostale Inc	6,238 6,226 4,967 0 3,138 2,691	6,770 4,272 6,695 5,478 0 4,083 2,656
Affiliated Computer Svcs Inc CI A Air Products & Chemicals Inc Allergan Inc Amazon.com Inc American Express Company American Tower Corp CI A Amgen Inc	3,744 1,784 4,724 4,900 3,443 4,512	3,729 1,953 8,609 6,686 3,846 4,526
analog Devices Inc and Corp apache Corp Common apollo Group Inc CI A apple Inc autozone Inc	1,721 0 4,243 2,202 13,426 2,601	1,926 0 2,992 2,060 23,602 3,161
ank of America Corp Saxter International Inc Secton Dickinson & Co Sest Buy Co Inc Soeing Co Stristol Myers Squibb Co	4,868 3,543 2,045 1,553 5,270 0	4,442 4,337 2,289 1,656 5,367 0
Broadcom Corp CI A Cameron International Corp Canadian Natural Resources Ltd Caterpillar Inc Chubb Corp Cisco Systems Inc	3,761 0 2,284 2,384 0 12,069	4,846 0 3,310 2,280 0 14,149
Citrix System Inc Coach Inc Coca-Cola Company Cognizant Technology Solutions Corp CI A Colgate-Palmolive Co Corning Inc Costco Wholesale Corp New	2,313 3,681 0 2,425 2,852 4,588	2,330 3,653 0 3,128 3,697 5,407
Covidien Ltd Cummins Inc CVS Corp Danaher Corp Deere & Co Dell Inc	3,337 1,725 0 1,856 0	3,640 2,293 0 1,955 0
relta Air Lines Inc New Pirectv CI A Common  Pollar Tree Stores  MC Corp Mass  aton Corporation  bay Inc  Ii Lily & Co	2,645 7,222 2,198 7,460 3,131 9,803 3,863	3,425 9,738 2,608 9,643 3,054 10,071 2,393
in Lily & Co  Imerson Electric	1,619 3,074 0 0 4,870	1,917 3,600 0 0 5,012
edex Corporation  Irst Solar Inc  Iowserve Corp  Ord Motor Co  PL Group Inc  ranklin Resources Inc  reeport-McMoran Copper & Gold Inc Cl B	0 0 3,846 2,959 0 2,790 4,464	0 0 2,741 3,810 0 3,371 5,941
enentech Inc eneral Mills Inc enl Dynamics Corp Com enzyme Corporation ilead Sciences Inc oldman Sachs Group Inc	0 0 0 0 3,693 2,511	0 0 0 0 4,154 3,039
Soodrich Corp Soogle Inc Cl A  I & R Block Ialliburton Company Iarris Corp Del Ieinz H J Co Common Iewitt Associates Inc	0 12,775 3,352 0 0 0 2,935	0 16,119 3,868 0 0 0 3,465
lewlett-Packard Company loneywell International Inc linois Tool Works Inc ngersoll-Rand PLC ntel Corp nternational Business Machine Corp	2,935 7,486 0 7,343 2,627 4,959 6,847	3,465 9,066 0 7,582 3,288 6,814 7,723
nvesco PLC IT Educational Services Inc ohnson & Johnson ohnson Controls Inc oy Global Inc P Morgan Chase & Co	1,882 2,758 6,328 1,669 3,975 2,147	2,490 2,591 6,634 1,907 4,848 2,834
uniper Network Inc  Sellogg Company Simberly-Clark Corp Sohls Corp Sroger Company Common ockheed Martin Corp	0 2,930 0 0 3,037 1,878	0 2,994 0 0 2,487 2,199
owes Companies Inc  Marsh and McLennan Companies Inc  Marvell Technology Group Ltd  Mastercard Inc CI A  McDonald's Corp  McGraw-Hill Companies Inc  McKesson Corporation	0 3,166 4,908 2,123 2,684 3,016	0 3,465 5,376 2,560 2,949 3,250
Mead Johnson Nutrition Co CI A  Medtronic Inc  Metlife Inc  Microsoft Corp  Monsanto Co New  Motorola Incorporated	976 0 0 17,080 0 5,946	1,005 0 0 22,189 0 5,308
Murphy Oil Corp National Oilwell Varco Inc NII Hldgs Inc CI B New Netapp Inc Nike Inc CI B Noble Energy Inc Nordstrom Inc	0 3,613 0 2,195 0 1,990 3,083	0 3,880 0 2,268 0 2,421 3,420
Nordstrom Inc	3,083 0 0 0	0 0 0 0 6,752
Northern Trust Corp Nucor Corp Nvidia Corp Occidental Pete Corp Oracle Corporation	5,046 9,244	11,161
Norfolk Southern Corp Northern Trust Corp Nucor Corp Nvidia Corp Occidental Pete Corp Oracle Corporation Owens Illinois Inc New Parker Hannifin Corp PepsiCo Petroleo Brasileiro - Spon Adr - Petrobras Philip Morris International Inc PNC Financial Services Group Potash Corp of Saskatchewan Inc	9,244 2,944 1,740 3,121 1,099 3,133	2,794 1,886 3,283 1,860 3,084
Nucor Corp Nucor Corp Nvidia Corp Occidental Pete Corp Dracle Corporation Owens Illinois Inc New Parker Hannifin Corp PepsiCo Petroleo Brasileiro - Spon Adr - Petrobras Philip Morris International Inc	9,244 2,944 1,740 3,121 1,099 3,133	2,794 1,886 3,283 1,860 3,084

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TY 2009 Investments Governr Obligations Schedule	ment	
Name:	THE SPOTTS TRUS	ST HAL LAINSON TRUSTEE
EIN:	47-6126112	
US Government Securities - End of Year Book Value:		21,909

21,369

0

0

**US Government Securities - End of** 

**Year Fair Market Value:** 

Value:

**Market Value:** 

**State & Local Government Securities - End of Year Book** 

**State & Local Government Securities - End of Year Fair** 

#### **TY 2009 Investments - Other Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value	
Ishares Trust Russell 2000 Value Index Fd	AT COST	0	0	
Loomis Sayles Securitized Asset	AT COST	51,474	51,875	
Loomis Sayles High Income Opoortunities	AT COST	51,600	49,636	
Alliancebernstein Intl Value Fund Class C	AT COST	0	0	
Blackrock US Opportunities Portfolio Class C	AT COST	25,000	28,968	
Blackrock Global Allocation Fd Inc Cl C	AT COST	52,281	51,640	
Europacific Growth Fund Class C	AT COST	30,920	26,994	
Fidelity Advisor Leveraged Company Stock Fd Cl C	AT COST	9,042	8,192	
Fırst Eagle Global Fund Class C	AT COST	53,305	52,102	
Mainstay Large Cap Growth Fd Cl C	AT COST	27,939	23,089	
Mainstay Midcap Growth Fund Class C	AT COST	0	0	
Franklin Mutual Qualified Fund Class C	AT COST	31,237	26,353	

#### **TY 2009 Other Assets Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Description	Beginning of Year -	End of Year - Book	End of Year - Fair
	Book Value	Value	Market Value
ACCRUED DIVIDENDS RECEIVABLE	187	204	204

## **TY 2009 Other Expenses Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	70	70		0
MISCELLANEOUS	43	43		0

#### DLN: 93491112002010

#### **TY 2009 Other Income Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
UBS FINANCIAL SVCS - NONDIVIDEND DISTRIBUTION	382	382	382
SMITH BARNEY - NONDIVIDEND DISTRIBUTION	2	2	2
WELLS FARGO ADVISORS - NONDIVIDEND DISTRIBUTION	19	19	19
WELLS FARGO ADVISORS - NONDIVIDEND DISTRIBUTION	2	2	2
FEDERAL INCOME TAX REFUND	1,981		1,981



#### **TY 2009 Other Liabilities Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED PURCHASES PAYABLE	1,895	0

#### **TY 2009 Other Professional Fees Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT BROKER AND MONEY MANAGER FEES	18,736	18,736		0

#### **TY 2009 Taxes Schedule**

Name: THE SPOTTS TRUST HAL LAINSON TRUSTEE

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
foreign tax	814	814		0