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Form **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

2009

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

For calendar year 2009, or tax year beginning 07/01, 2009, and ending 06/30, 2010

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST		A Employer identification number 43-6328116
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 387		B Telephone number (see page 10 of the instructions) (314) 418-2643
	City or town, state, and ZIP code ST. LOUIS, MO 63166		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 7,312,749.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 page 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)
Revenue	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					
	4	Dividends and interest from securities		198,851.	198,847.	4.	
	5a	Gross rents					
	b	Net rental income or (loss)					
	6a	Net gain or (loss) from sale of assets not on line 10		116,197.			
	b	Gross sales price for all assets on line 6a 3,234,132.					
	7	Capital gain net income (from Part IV, line 2)			116,197.		
	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances					
Operating and Administrative Expenses	b	Less Cost of goods sold					
	c	Gross profit (loss) (attach schedule)					
	11	Other income (attach schedule)					
	12	Total. Add lines 1 through 11		315,048.	315,044.	4.	
	13	Compensation of officers, directors, trustees, etc.		54,139.	53,139.		1,000.
	14	Other employee salaries and wages			NONE	NONE	
	15	Pension plans, employee benefits			NONE	NONE	
	16a	Legal fees (attach schedule)					
	b	Accounting fees (attach schedule) STMT 1		2,250.	NONE	NONE	2,250.
	c	Other professional fees (attach schedule)					
	17	Interest					
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 2		5,074.	644.		
	19	Depreciation (attach schedule) and depletion					
	20	Occupancy					
	21	Travel, conferences, and meetings			NONE	NONE	
	22	Printing and publications			NONE	NONE	
	23	Other expenses (attach schedule)					
	24	Total operating and administrative expenses. Add lines 13 through 23		61,463.	53,783.	NONE	3,250.
	25	Contributions, gifts, grants paid		354,862.			354,862.
	26	Total expenses and disbursements. Add lines 24 and 25		416,325.	53,783.	NONE	358,112.
	27	Subtract line 26 from line 12					
	a	Excess of revenue over expenses and disbursements		-101,277.			
	b	Net investment income (if negative, enter -0-)			261,261.		
	c	Adjusted net income (if negative, enter -0-)				4.	

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

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE			
	2	Savings and temporary cash investments	354,290.	36,703.	36,703.	
	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 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)	253,262.			
	b	Investments - corporate stock (attach schedule)	3,759,078.	3,987,011.	4,497,666.	
	c	Investments - corporate bonds (attach schedule)	2,430,212.	2,671,838.	2,778,380.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,796,842.	6,695,552.	7,312,749.		
Liabilities	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)					
Net Assets or Fund Balances	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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	6,796,842.	6,695,552.		
	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)	6,796,842.	6,695,552.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,796,842.	6,695,552.		

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	6,796,842.
2	Enter amount from Part I, line 27a	2	-101,277.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,695,565.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	13.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,695,552.

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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, 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)
1a SEE PART IV DETAIL					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
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	116,197.	
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))
2008	5,596.	6,945,789.	0.00080566801
2007	467,396.	9,146,633.	0.05110033386
2006	418,085.	9,193,169.	0.04547778900
2005	432,687.	8,774,119.	0.04931401090
2004	454,540.	8,420,375.	0.05398096878
2 Total of line 1, column (d)			2 0.20067877055
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 0.04013575411
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 7,335,856.
5 Multiply line 4 by line 3			5 294,430.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,613.
7 Add lines 5 and 6			7 297,043.
8 Enter qualifying distributions from Part XII, line 4 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			8 358,112.

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 <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,613.
c 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-)		2	
3 Add lines 1 and 2		3	2,613.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,613.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,423.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,423.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,810.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 2,616. Refunded <input checked="" type="checkbox"/> 194.	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
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)?		X
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		
c Did the foundation file Form 1120-POL for this year?		X
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?		X
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, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 13		
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	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14 The books are in care of ▶ US BANK NA Telephone no. ▶ (314) 418-2643				
Located at ▶ PO BOX 387, ST LOUIS, MO ZIP + 4 ▶ 63166				
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/>				
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15				

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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/>	1b	X
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? <input type="checkbox"/>	1c	X
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶		
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.) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
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 2009 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 2009.) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
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 2009? <input type="checkbox"/>	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ 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) ☐ Yes ☒ 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? ☐ Yes ☒ 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)? **5b** ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

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? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ 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
SEE STATEMENT 14		54,139.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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.

Expenses

1 NONE

2

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.

Amount

1 NONE

2

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

3 NONE

Total. Add lines 1 through 3

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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	7,447,570.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	7,447,570.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	7,447,570.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	111,714.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,335,856.
6	Minimum investment return. Enter 5% of line 5	6	366,793.

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	366,793.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,613.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,613.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	364,180.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	364,180.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	364,180.

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	358,112.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	358,112.
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	2,613.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	355,499.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				364,180.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			276,875.	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ <u>358,112.</u>				
a Applied to 2008, but not more than line 2a			276,875.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				81,237.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				282,943.
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying 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

a "Assets" alternative test - enter

(1) Value of all assets

(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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

Recipient Name and address (home or business)	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
a Paid during the year				
SEE STATEMENT 15				
Total			3a	354,862.
b Approved for future payment				
Total			3b	

Form 990-PF (2009)

Enter gross amounts unless otherwise indicated.

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

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

[illegible]

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

		Yes	No
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	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
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 foundation. 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.		

[illegible]

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

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 John F. Loose | 10/20/2010 | TRUSTEE
 U.S. BANK NA Date 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)
	Firm's name (or yours if self-employed), address, and ZIP code	EIN		Phone no.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2009

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	50,405.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	50,405.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	65,792.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	65,792.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		50,405.
14	Net long-term gain or (loss):			
a	Total for year	14a		65,792.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		116,197.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 850. AUTOZONE INC	03/03/2009	08/05/2009	123,478.00	112,487.00	10,991.00
1500. ACCENTURE LTD	02/09/2009	08/05/2009	52,961.00	49,860.00	3,101.00
2000. DEAN FOODS COMPANY	03/03/2009	08/07/2009	37,341.00	40,096.00	-2,755.00
1200. HESS CORP	04/13/2009	08/07/2009	66,002.00	64,564.00	1,438.00
1250. JACOBS ENGR GROUP INC	11/26/2008	08/07/2009	54,124.00	53,305.00	819.00
4080.347 NEUBERGER BERMAN GENESIS INSTL FD	12/15/2008	08/07/2009	138,038.00	136,946.00	1,092.00
1000. NEWMONT MINING CORP	02/09/2009	08/07/2009	41,803.00	41,150.00	653.00
850. DUN & BRADSTREET CORPORATION	04/02/2009	08/17/2009	63,200.00	62,528.00	672.00
1250. IPATH DOW JONES UBS COMMODITY	08/07/2009	09/16/2009	48,286.00	49,575.00	-1,289.00
500. ISHARES MSCI EMERGING MKTS E T F	08/07/2009	09/28/2009	19,346.00	18,265.00	1,081.00
1000. MONSANTO CO	02/09/2009	09/28/2009	77,699.00	77,132.00	567.00
1000. WAL MART STORES INC	11/12/2008	09/28/2009	49,492.00	53,385.00	-3,893.00
1350. CVS CAREMARK CORP	09/28/2009	11/05/2009	38,636.00	47,716.00	-9,080.00
1250. FLUOR CORP	11/26/2008	11/05/2009	56,554.00	56,548.00	6.00
1500. GAMESTOP CORP CL A	03/03/2009	11/05/2009	36,076.00	39,109.00	-3,033.00
901.876 T ROWE PRICE SM CAP VAL	11/05/2008	11/05/2009	25,000.00	24,017.00	983.00
550. SPDR GOLD TRUST	09/16/2009	12/15/2009	60,289.00	54,876.00	5,413.00
3000. BANK OF AMERICA CORP	08/07/2009	12/21/2009	45,552.00	51,057.00	-5,505.00
725. IPATH DOW JONES UBS COMMODITY	08/07/2009	12/21/2009	29,508.00	28,754.00	754.00
1500. WELLS FARGO CO	08/17/2009	12/21/2009	40,832.00	40,200.00	632.00
1100. NORTHERN TR CORP	04/02/2009	12/22/2009	56,331.00	61,473.00	-5,142.00
550. SPDR GOLD TRUST	09/16/2009	12/22/2009	58,282.00	54,797.00	3,485.00
150. IPATH DOW JONES UBS COMMODITY	08/07/2009	12/23/2009	6,157.00	5,949.00	208.00
250. DOLLAR TREE INC	03/03/2009	01/26/2010	12,267.00	9,684.00	2,583.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 150000. F N M A M T N 5.125% 7/13/09	08/06/2007	07/13/2009	150,000.00	150,782.00	-782.00
100000. F H L M C M T N 4.250% 7/15/09	02/15/2008	07/15/2009	100,000.00	102,480.00	-2,480.00
450. ABBOTT LABORATORIES	06/25/2002	08/07/2009	19,697.00	16,252.00	3,445.00
300. AMERICAN TOWER CORP	02/09/2007	08/07/2009	9,763.00	11,928.00	-2,165.00
450. BECTON DICKINSON AND CO	03/24/2008	08/07/2009	29,092.00	40,016.00	-10,924.00
1000. C H ROBINSON WORLDWIDE INC	01/07/2008	08/17/2009	53,639.00	51,072.00	2,567.00
125000. NATL RURAL UTIL 5.750% 8/28/09	12/06/2006	08/28/2009	125,000.00	127,788.00	-2,788.00
783.699 FIRST AMER MID CAP VALUE FD CL Y	10/30/2007	09/28/2009	15,000.00	21,654.00	-6,654.00
1312.336 LAUDUS INTL MRKTMASERS INV FUND	10/30/2007	09/28/2009	20,000.00	33,438.00	-13,438.00
1682.935 T ROWE PRICE SM CAP VAL	11/05/2008	12/23/2009	50,000.00	44,817.00	5,183.00
500. ALCON INC	06/04/2007	01/05/2010	77,985.00	56,697.00	21,288.00
200000. MORGAN STANLEY 4.000% 1/15/10	01/28/2008	01/15/2010	200,000.00	201,118.00	-1,118.00
. AOL TIME WARNER SECURITY LITIGATION		01/19/2010	220.00		220.00
1000. LINEAR TECHNOLOGY CORP	01/05/2009	01/26/2010	27,382.00	22,728.00	4,654.00
1000. MICROCHIP TECHNOLOGY INC	03/24/2008	01/26/2010	26,622.00	34,185.00	-7,563.00
1000. QUALCOMM INC	07/15/2008	02/03/2010	39,520.00	37,144.00	2,376.00
1500. ECOLAB INC	02/26/2009	03/08/2010	64,259.00	52,211.00	12,048.00
1000. FISERV INC	02/09/2009	03/08/2010	49,929.00	43,964.00	5,965.00
400. FREEPORT MCMORAN COPPER GOLD	03/03/2009	03/08/2010	32,348.00	11,270.00	21,078.00
. MERRILL LYNCH & CO SECURITY LITIGATION		03/09/2010	78.00		78.00
250. AMPHENOL CORP CL A	05/28/2008	03/22/2010	10,735.00	11,686.00	-951.00
. WORLDCOM INC SECURITY LITIGATION		04/01/2010	45.00		45.00
1600. RANGE RESOURCES CORP	04/13/2009	04/15/2010	81,150.00	66,810.00	14,340.00
300. GOLDMAN SACHS GROUP INC	03/12/2009	04/20/2010	47,920.00	28,174.00	19,746.00
50. INTERNATIONAL BUSINESS MACHINES CORP	02/09/2009	04/20/2010	6,473.00	4,819.00	1,654.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

[illegible]

Schedule D-1 (Form 1041) 2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
150,000.00		150000. F N M A M T N PROPERTY TYPE: SECURITIES 150,782.00		5.125% 7/1			08/06/2007 -782.00	07/13/2009
100,000.00		100000. F H L M C M T N PROPERTY TYPE: SECURITIES 102,480.00		4.250% 7/1			02/15/2008 -2,480.00	07/15/2009
123,478.00		850. AUTOZONE INC PROPERTY TYPE: SECURITIES 112,487.00					03/03/2009 10,991.00	08/05/2009
52,961.00		1500. ACCENTURE LTD PROPERTY TYPE: SECURITIES 49,860.00					02/09/2009 3,101.00	08/05/2009
19,697.00		450. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 16,252.00					06/25/2002 3,445.00	08/07/2009
9,763.00		300. AMERICAN TOWER CORP PROPERTY TYPE: SECURITIES 11,928.00					02/09/2007 -2,165.00	08/07/2009
29,092.00		450. BECTON DICKINSON AND CO PROPERTY TYPE: SECURITIES 40,016.00					03/24/2008 -10,924.00	08/07/2009
37,341.00		2000. DEAN FOODS COMPANY PROPERTY TYPE: SECURITIES 40,096.00					03/03/2009 -2,755.00	08/07/2009
66,002.00		1200. HESS CORP PROPERTY TYPE: SECURITIES 64,564.00					04/13/2009 1,438.00	08/07/2009
54,124.00		1250. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES 53,305.00					11/26/2008 819.00	08/07/2009
138,038.00		4080.347 NEUBERGER BERMAN GENESIS INSTL PROPERTY TYPE: SECURITIES 136,946.00					12/15/2008 1,092.00	08/07/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
41,803.00		1000. NEWMONT MINING CORP PROPERTY TYPE: SECURITIES 41,150.00				02/09/2009 653.00	08/07/2009
53,639.00		1000. C H ROBINSON WORLDWIDE INC PROPERTY TYPE: SECURITIES 51,072.00				01/07/2008 2,567.00	08/17/2009
63,200.00		850. DUN & BRADSTREET CORPORATION PROPERTY TYPE: SECURITIES 62,528.00				04/02/2009 672.00	08/17/2009
125,000.00		125000. NATL RURAL UTIL 5.750% 8/2 PROPERTY TYPE: SECURITIES 127,788.00				12/06/2006 -2,788.00	08/28/2009
48,286.00		1250. IPATH DOW JONES UBS COMMODITY PROPERTY TYPE: SECURITIES 49,575.00				08/07/2009 -1,289.00	09/16/2009
15,000.00		783.699 FIRST AMER MID CAP VALUE FD CL Y PROPERTY TYPE: SECURITIES 21,654.00				10/30/2007 -6,654.00	09/28/2009
19,346.00		500. ISHARES MSCI EMERGING MKTS E T F PROPERTY TYPE: SECURITIES 18,265.00				08/07/2009 1,081.00	09/28/2009
77,699.00		1000. MONSANTO CO PROPERTY TYPE: SECURITIES 77,132.00				02/09/2009 567.00	09/28/2009
20,000.00		1312.336 LAUDUS INTL MRKTMASERS INV FUN PROPERTY TYPE: SECURITIES 33,438.00				10/30/2007 -13,438.00	09/28/2009
49,492.00		1000. WAL MART STORES INC PROPERTY TYPE: SECURITIES 53,385.00				11/12/2008 -3,893.00	09/28/2009
38,636.00		1350. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 47,716.00				09/28/2009 -9,080.00	11/05/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
56,554.00		1250. FLUOR CORP PROPERTY TYPE: SECURITIES 56,548.00				11/26/2008 6.00	11/05/2009
36,076.00		1500. GAMESTOP CORP CL A PROPERTY TYPE: SECURITIES 39,109.00				03/03/2009 -3,033.00	11/05/2009
25,000.00		901.876 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES 24,017.00				11/05/2008 983.00	11/05/2009
60,289.00		550. SPDR GOLD TRUST PROPERTY TYPE: SECURITIES 54,876.00				09/16/2009 5,413.00	12/15/2009
45,552.00		3000. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 51,057.00				08/07/2009 -5,505.00	12/21/2009
29,508.00		725. IPATH DOW JONES UBS COMMODITY PROPERTY TYPE: SECURITIES 28,754.00				08/07/2009 754.00	12/21/2009
40,832.00		1500. WELLS FARGO CO PROPERTY TYPE: SECURITIES 40,200.00				08/17/2009 632.00	12/21/2009
56,331.00		1100. NORTHERN TR CORP PROPERTY TYPE: SECURITIES 61,473.00				04/02/2009 -5,142.00	12/22/2009
58,282.00		550. SPDR GOLD TRUST PROPERTY TYPE: SECURITIES 54,797.00				09/16/2009 3,485.00	12/22/2009
6,157.00		150. IPATH DOW JONES UBS COMMODITY PROPERTY TYPE: SECURITIES 5,949.00				08/07/2009 208.00	12/23/2009
50,000.00		1682.935 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES 44,817.00				11/05/2008 5,183.00	12/23/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
77,985.00		500. ALCON INC PROPERTY TYPE: SECURITIES 56,697.00					06/04/2007 21,288.00	01/05/2010
200,000.00		200000. MORGAN STANLEY 4.000% 1/1 PROPERTY TYPE: SECURITIES 201,118.00					01/28/2008 -1,118.00	01/15/2010
220.00		. AOL TIME WARNER SECURITY LITIGATION PROPERTY TYPE: SECURITIES					220.00	01/19/2010
12,267.00		250. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 9,684.00					03/03/2009 2,583.00	01/26/2010
19,167.00		700. LINEAR TECHNOLOGY CORP PROPERTY TYPE: SECURITIES 16,786.00					02/26/2009 2,381.00	01/26/2010
27,382.00		1000. LINEAR TECHNOLOGY CORP PROPERTY TYPE: SECURITIES 22,728.00					01/05/2009 4,654.00	01/26/2010
26,622.00		1000. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES 34,185.00					03/24/2008 -7,563.00	01/26/2010
50,497.00		1280. IPATH DOW JONES UBS COMMODITY PROPERTY TYPE: SECURITIES 50,765.00					08/07/2009 -268.00	02/01/2010
50,896.00		1305. ISHARES MSCI EMERGING MKTS E T F PROPERTY TYPE: SECURITIES 39,057.00					08/07/2009 11,839.00	02/01/2010
9,880.00		250. QUALCOMM INC PROPERTY TYPE: SECURITIES 9,153.00					02/09/2009 727.00	02/03/2010
39,520.00		1000. QUALCOMM INC PROPERTY TYPE: SECURITIES 37,144.00					07/15/2008 2,376.00	02/03/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
48,617.00		3050. WEATHERFORD INTERNATIONAL LTD PROPERTY TYPE: SECURITIES 38,685.00					04/13/2009 9,932.00	02/03/2010
57,903.00		1500. B M C SOFTWARE INC PROPERTY TYPE: SECURITIES 43,153.00					03/12/2009 14,750.00	03/08/2010
64,259.00		1500. ECOLAB INC PROPERTY TYPE: SECURITIES 52,211.00					02/26/2009 12,048.00	03/08/2010
49,929.00		1000. FISERV INC PROPERTY TYPE: SECURITIES 43,964.00					02/09/2009 5,965.00	03/08/2010
32,348.00		400. FREEPORT MCMORAN COPPER GOLD PROPERTY TYPE: SECURITIES 11,270.00					03/03/2009 21,078.00	03/08/2010
50,984.00		850. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 54,838.00					12/22/2009 -3,854.00	03/08/2010
14,830.00		350. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES 11,205.00					04/02/2009 3,625.00	03/08/2010
50,796.00		2750. TD AMERITRADE HLDG CORP PROPERTY TYPE: SECURITIES 51,698.00					08/05/2009 -902.00	03/08/2010
41,450.00		1000. ACCENTURE PLC CL A PROPERTY TYPE: SECURITIES 41,650.00					02/03/2010 -200.00	03/08/2010
78.00		. MERRILL LYNCH & CO SECURITY LITIGATION PROPERTY TYPE: SECURITIES					78.00	03/09/2010
10,735.00		250. AMPHENOL CORP CL A PROPERTY TYPE: SECURITIES 11,686.00					05/28/2008 -951.00	03/22/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P r o p e r t y	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,966.00		250. IPATH DOW JONES UBS COMMODITY PROPERTY TYPE: SECURITIES 9,915.00					08/07/2009 51.00	03/22/2010
40,023.00		1000. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES 31,698.00					04/13/2009 8,325.00	03/22/2010
45.00		. WORLDCOM INC SECURITY LITIGATION PROPERTY TYPE: SECURITIES					45.00	04/01/2010
81,150.00		1600. RANGE RESOURCES CORP PROPERTY TYPE: SECURITIES 66,810.00					04/13/2009 14,340.00	04/15/2010
36,361.00		1500. STAPLES INC PROPERTY TYPE: SECURITIES 33,537.00					08/17/2009 2,824.00	04/15/2010
54,441.00		1000. COCA COLA COMPANY PROPERTY TYPE: SECURITIES 55,064.00					12/22/2009 -623.00	04/20/2010
47,920.00		300. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 28,174.00					03/12/2009 19,746.00	04/20/2010
6,473.00		50. INTERNATIONAL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 4,819.00					02/09/2009 1,654.00	04/20/2010
74,210.00		2400. UNITED HEALTH GROUP INCORPORATED PROPERTY TYPE: SECURITIES 76,193.00					12/21/2009 -1,983.00	04/20/2010
150,000.00		150000. E I DU PONT DE PROPERTY TYPE: SECURITIES 150,032.00		4.125%	4/3		11/29/2004 -32.00	04/30/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)					----- 116,197. =====	

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	2,250.			2,250.
TOTALS	2,250.	NONE	NONE	2,250.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL EXCISE TAXES	4,430.	
FOREIGN TAXES PAID	644.	644.
	-----	-----
TOTALS	5,074.	644.
	=====	=====

43-6328116

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

FHLB DEB 6.405% 8/06/07
FHLMC MTN 4.50% 8/22/07
US TREAS NT 5.50% 2/15/08
FHLB DEB 5.865% 9/02/08
FHLB DEB 4.520% 8/26/09
FHLB DEB 5% 10/26/09
FHLB DEB 4.50% 12/23/09
FNMA MTN 5% 8/04/10
FNMA MTN 5% 8/10/10
FHLB DEB 5% 2/20/09
FNMA MTN 4.510% 11/24/10
FNMA MTN 5.125% 7/13/09
FHLMC MTN 4.250% 7/15/09

TOTALS

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STATEMENT 3

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
FIRST AMER HIGH INCOME BOND FD	150,597.	182,546.
INTERNATIONAL PAPER CO		
PRAXAIR INC		
EMERSON ELEC CO		
GENERAL DYNAMICS CORP		
ITT INDUSTRIES INC		
UNITED TECHNOLOGIES CORP		
CHEVRON CORP		
EXXON MOBIL CORP		
MARATHON OIL CORP		
SCHLUMBERGER LTD		
HARRAHS ENTERTAINMENT INC		
MCGRAW-HILL COS INC		
OMNICOM GROUP INC	38,043.	33,190.
TARGET CORP		
ALTRIA GROUP INC		
CLOROX CO		
COLGATE PALMOLIVE CO	43,155.	59,070.
PEPSICO INC	54,726.	60,950.
PROCTER & GAMBLE CO		
ABBOTT LABS	27,086.	35,085.
ALCON INC		
BARD CR INC		
WYETH		
ZIMMER HLDGS INC	47,890.	81,075.
ALLSTATE CORP	49,658.	40,222.
AMBAC FINANCIAL GROUP INC		
AMERICAN EXPRESS CO		
AMERIPRISE FINL INC		

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST
 FORM 990PF, PART II - CORPORATE STOCK
 =====

43-6328116

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
BANK OF AMERICA CORP	50,609.	43,110.
CITIGROUP INC		
COMPASS BANCSHARES INC		
GOLDMAN SACHS GROUP INC	41,206.	65,635.
MERRILL LYNCH & CO		
WELLS FARGO & CO		
AMEREN CORP		
DUKE ENERGY CORP		
MDU RES GROUP INC		
PG&E CORP		
ACCENTURE LTD		
APPLE INC	40,310.	251,530.
FIRST DATA CORP		
HEWLETT PACKARD CO		
QUALCOMM INC		
TEXAS INSTRUMENTS INC		
AMER CENTURY SMALL CAP VALUE		
FIRST AMER MID CAP GWTH OPP	100,000.	112,448.
FIRST AMER MID CAP VALUE FD	58,346.	40,798.
FIRST AMER REAL ESTATE SECS FD		
T ROWE PRICE INTL GR & INC ADV		
BURLINGTON NORTHN SANTA FE		
INGERSOLL RAND CO		
CAMERON INTL CORP		
WEATHERFORD INTL LTD		
MCDONALD'S CORP		
AVON PRODS INC		
COCA COLA CO	53,459.	49,000.
KRAFT FOODS INC		

43-6328116

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
MERCK & CO INC	48,413.	43,713.
CIT GROUP INC		
JP MORGAN CHASE & CO	64,651.	56,746.
MORGAN STANLEY		
PMI GROUP INC		
AMERICA MOVIL SA DE CV ADR	27,157.	31,150.
AMERICAN TOWER CORP		
AT&T INC		
VERIZON COMMUNICATIONS INC		
WINDSTREAM CORP	8,818.	10,908.
ELECTRONIC DATA SYS CORP		
ORACLE CORP	39,863.	53,650.
HEALTH CARE SELECT SECTOR SPDR		
I SHARES MSCI EAFE INDEX FD		
I SHARES DJ SELECT DIVIDEND	142,937.	212,537.
I SHARES MSCI EMERGING MKTS		
I SHARES RUSSELL 1000 VALUE	356,062.	235,109.
LAUDUS INTL MRKTMASTERS INV FD		
LAUDUS ROSEN INTL SC FD		
MATERIAL SELECT SECTOR SPDR		
T ROWE PRICE MID CAP VALUE	72,585.	81,687.
T ROWE PRICE SMALL CAP VALUE		
UTILITIES SELECT SECTOR SPDR		
AIR PRODS CHEMICALS INC	33,470.	29,460.
AMPHENOL CORP		
BB&T CORP		
BMC SOFTWARE INC		
BECTON DICKINSON & CO		
C H ROBINSON WORLDWIDE INC		

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
CSX CORP		
CVS / CAREMARK CORP		
CATERPILLAR INC		
CELGENE CORP		
DIRECTV GROUP INC		
EXELON CORPORATION		
FPL GROUP INC		
FREEMONT MCMORAN COPPER & GOLD	38,036.	79,826.
GILEAD SCIENCES INC		
INTERSIL CORP		
INTUITIVE SURGICAL INC		
JOHNSON CTLS INC		
MASTERCARD INC	76,406.	99,765.
METLIFE INC		
MICROCHIP TECHNOLOGY INC		
MONSANTO CO		
NEWMONT MINING CORP		
NIKE INC		
NORTHROP GRUMMAN CORP		
PHILIP MORRIS INTL INC		
ROHM & HAAS CO		
SCHWAB CHARLES CORP		
SIMON PROPERTY GRP INC		
ACE LTD		
RESEARCH IN MOTION LTD		
TRANSOCEAN INC	54,259.	46,330.
TYCO ELECTRONICS LTD	51,598.	65,176.
AMER CENT NEW OPPORTU II		
FIDELITY AD INTL DISCOVERY		

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
IPATH DOW JONES AIG COMMOD	139,723.	135,316.
NEUBERGER BERMAN GENESIS INSTI		
LAUDUS INTL MKTMASTERS FD SLCT	97,150.	112,285.
BARCLAYS IPATH DJ AIJ COMMODIT		
ANADARKO PETE CORP	42,532.	36,090.
AUTOZONE INC		
BAKER HUGHES INC	35,920.	41,570.
BED BATH & BEYOND INC	55,595.	74,160.
CUMMINS INC	52,347.	94,439.
DEAN FOODS COMPANY		
DEERE & CO	65,868.	77,952.
DOLLAR TREE INC	70,046.	106,157.
DUN & BRADSTREET CORPORATION		
ECOLAB INC		
FISERV INC		
FLUOR CORP		
GAMESTOP CORP CL A	41,596.	56,313.
GOODRICH CORP		
HESS CORP	109,309.	148,176.
INTL BUSINESS MACHINES CORP	45,418.	69,540.
INTUIT INC		
JACOBS ENGR GROUP INC		
LINEAR TECHNOLOGY CORP		
MCKESSON CORPORATION		
NORTHERN TRUST CORP	59,325.	100,740.
RANGE RESOURCES CORP		
SOUTHWESTERN ENERGY CO		
WAL MART STORES		
ISHARES S&P PREF STK INDEX FD	171,554.	183,447.

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STATEMENT 8

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JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
TEVA PHARM INDS	69,916.	64,988.
VISA INC CL A	35,847.	28,300.
V F CORP	48,314.	53,385.
UNION PACIFIC	59,506.	69,510.
THERMO FISHER SCIENTIFIC	61,929.	63,765.
T ROWE PRICE GROUP	42,920.	35,512.
SUNTRUST BANKS	51,836.	46,600.
STATE STREET CORP	56,987.	42,275.
PRUDENTIAL FINANCIAL INC	55,209.	53,660.
PROCTOR AND GAMBLE INC	25,595.	23,992.
PACKAGING CORP OF AMERICA	48,129.	52,848.
OCEANEERING INTERNATIONAL	63,447.	49,390.
OCCIDENTAL PETROLEUM	72,639.	65,578.
LORILLARD INC	60,262.	57,584.
LINCOLN NATIONAL CORP	46,120.	41,293.
KELLOG CO	41,031.	37,725.
JOHNSON CTLS INC	80,546.	80,610.
ILLINOIS TOOL WORKS	53,760.	51,600.
FED EX CORP	56,123.	52,583.
EXPRESS SCRIPTS INC CL A	73,415.	65,828.
E BAY INC	48,711.	44,123.
BROADCOM CORP CL A	32,516.	41,213.
AFLAC INC	46,530.	38,403.
	-----	-----
TOTALS	3,987,011.	4,497,666.
	=====	=====

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
PACIFIC BELL 6.125% 2/15/08		
PROCTER & GAMBLE 4.30% 8/15/08		
GTE CALIF 5.50% 1/15/09		
MORGAN JP & CO 6.250% 1/15/09		
EI DU PONT 4.125% 4/30/10		
HOUSEHOLD FIN 6.375% 8/1/10	200,000.	200,580.
BANKBOSTON 6.375% 3/25/08		
INTL LEASE FIN 6.375% 3/15/09		
NAT RURAL UTIL 5.750% 8/28/09		
GENERAL ELEC CAP 5.20% 2/01/11		
ABBOTT LAB 5.60% 5/15/11	50,525.	51,101.
WELLS FARGO 5.30% 8/26/11	75,963.	78,110.
HERSHEY CO 5.30% 9/01/11	9,945.	10,468.
EMERSON ELEC 5.750% 11/01/11	9,942.	10,468.
COSTCO WHSL 5.30% 3/15/12	10,125.	10,595.
CIT GRP FDG 5.60% 11/02/11	10,110.	10,718.
CATERPILLAR FINL SVC 4.350		
MORGAN STANLEY 4% 1/15/10		
WELLS FARGO 4.625% 8/9/10		
VERIZON COMMUN 5.350% 2/15/11	128,945.	125,501.
MERRILL LYNCH 5.770% 7/25/11	50,025.	51,349.
WACHOVIA CORP 5.30% 10/15/11		
GOLDMAN SACHS 5.450% 11/1/12	76,163.	78,498.
DUPONT EI 4.750% 11/15/12	155,225.	158,016.
TARGET CORP 5.125% 1/15/13	51,700.	53,910.
MERRILL LYNCH 5.450% 2/5/13	208,682.	218,212.
BOTTLING GRP 5% 11/15/13	25,031.	26,226.
WELLS FARGO 5.250% 10/23/12	207,880.	221,336.
CONOCOPHILLIPS 4.750% 2/1/14	60,966.	64,210.
	127,213.	137,470.

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JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
BB&T CORP 5.700% 4/30/14	65,328.	71,380.
GENERAL ELECT CAP 5.50% 6/4/14	60,850.	65,561.
BELLSOUTH CORP 5.200% 9/15/14	153,674.	166,680.
BB&T CORP 5.200% 12/23/15	56,400.	64,031.
EMERSON ELEC 5.125% 12/1/16	156,585.	170,244.
GOLDMAN SACHS 5.625 1/15/17	48,182.	50,556.
ATT INC 5.500 2/1/18	53,231.	55,292.
PROGRESS ENER 5.30 1/15/19	80,666.	83,861.
GEORGIA POWER 4.25 12/1/19	75,424.	78,534.
JP MORGAN CHASE 8/8/11	50,000.	48,005.
BARCLAYS BK PLC 10/28/10	50,000.	51,890.
BARCLAYS BK PLC 3/30/2011	50,000.	58,875.
BARCLAYS BK PLC 12/28/2011	35,000.	33,250.
ROYAL BK CANADA 12/28/2011	50,000.	48,555.
BARCLAYS BK PLC 2/7/20131	50,000.	46,675.
FIRST AMER S T BD FD FLTIX	120,000.	119,422.
ISHARES BARCLAY TIPS BD ETF	58,058.	58,801.
	-----	-----
TOTALS	2,671,838.	2,778,380.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
ACCRD INT PD	
COST ADJ	13.

TOTAL	13.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

MO

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

U S BANK, NA

ADDRESS:

PO BOX 387

ST LOUIS, MO 63166

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 53,139.

OFFICER NAME:

DR DENNIS SMITH

ADDRESS:

2700 MCCLELLAND BLVD

JOPLIN, MO 64804

TITLE:

GRANT SELECTION COMMITTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 500.

OFFICER NAME:

DR CJ HUFF

ADDRESS:

1717 E 15TH STREET

JOPLIN, MO 64804

TITLE:

GRANT SELECTION COMMITTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 500.

TOTAL COMPENSATION:

54,139.

=====

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST 43-6328116
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

VARIOUS 501(C)(3) ORGANIZATIONS
FOR DETAILS CONTACT

ADDRESS:

US BANK NA , PO BOX 387
ST LOUIS, MO 63166

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 354,862.

TOTAL GRANTS PAID:

354,862.

=====

STATEMENT 15

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH INCOME CASH

8/19 CASH DISBURSEMENT -3,000.00
PAID TO ALLIANCE OF SOUTHWEST MISSOURI
2914 E 32ND ST, SUITE 102
JOPLIN MO 64804
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470915
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 02

8/19 CASH DISBURSEMENT -5,000.00
PAID TO ALZHEIMER'S ASSOC OF SW MISSOURI
3510 E 3RD ST
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470893
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 03

8/19 CASH DISBURSEMENT -10,000.00
PAID TO AMERICAN RED CROSS
SOUTHWEST MISSOURI CHAPTER
410 JACKSON
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470894
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 04

8/19 CASH DISBURSEMENT -9,000.00
PAID TO AREA AGENCY ON AGING
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470925
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 05

8/19 CASH DISBURSEMENT -5,000.00
PAID TO BOYS & GIRLS CLUBS OF JOPLIN MO
PO BOX 819
JOPLIN MO 64802-0819
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470888
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 06

8/19 CASH DISBURSEMENT -8,000.00
PAID TO BRIDGE MINISTRIES INC
ATTN: DAN MITCHELL
3405 JOHN Q HAMMONS BLVD
JOPLIN MO 64804-4461
MISCELLANEOUS DISBURSEMENT

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33

08763770 LEMONS FAMILY CHARITABLE TR

PRIN. CASH

INCOME CASH

T/A CHECK # 3470898

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 07

8/19 CASH DISBURSEMENT -7,000.00

PAID TO CARTERVILLE CEMETERY ASSOCIATION

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470891

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 08

8/19 CASH DISBURSEMENT -5,000.00

PAID TO CEREBRAL PALSY OF TRI COUNTY

1401 W AUSTIN

WEBB CITY MO 64870

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470913

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 09

8/19 CASH DISBURSEMENT -7,500.00

PAID TO CHILDREN'S CENTER OF SW MISSOURI

921 EAST 34TH STREET SUITE A

JOPLIN MO 64804

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470902

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 10

8/19 CASH DISBURSEMENT -7,000.00

PAID TO CHILDRENS HAVEN OF SOUTHWEST

MISSOURI

701 S PICHER

JOPLIN MO 64801

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470906

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 11

8/19 CASH DISBURSEMENT -7,000.00

PAID TO COLLEGE HEIGHTS CHRISTIAN SCHOOL

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470905

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 12

8/19 CASH DISBURSEMENT -6,000.00

PAID TO COLLEGE OF THE OZARKS

DR JERRY C DAVIS

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33

08763770 LEMONS FAMILY CHARITABLE TR

PRIN. CASH

INCOME CASH

PO BOX 17

POINT LOOKOUT MO 65726

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470887

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 13

8/19 CASH DISBURSEMENT -30,000.00

PAID TO COMMUNITY HEALTH CLINIC OF JOPLIN

701 S JOPLIN AVENUE

JOPLIN MO 64801

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470917

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 14

8/19 CASH DISBURSEMENT -7,000.00

PAID TO CROSSLINES CHURCHES OF JOPLIN

131 S HIGH

JOPLIN MO 64801

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470895

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 15

8/19 CASH DISBURSEMENT -8,500.00

PAID TO CROWDER COLLEGE FOUNDATION

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470889

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 16

8/19 CASH DISBURSEMENT -2,100.00

PAID TO ECONOMIC SECURITY CORP OF SW AREA

PO BOX 207

302 S JOPLIN ST

JOPLIN MO 64802-0207

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470921

PAID FOR NO ONE

2009 CHARITABLE DISTRIBUTION

BATCH NO. UB000405 TRANS NO. 17

8/19 CASH DISBURSEMENT -20,000.00

PAID TO THE-FREEMAN FOUNDATION

ATTN: MIKE LEONE

1102 W 32ND STREET

JOPLIN MO 64804-3503

MISCELLANEOUS DISBURSEMENT

T/A CHECK # 3470909

PAID FOR NO ONE

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH INCOME CASH

2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 18

8/19 CASH DISBURSEMENT -2,000.00
PAID TO HEARTS AND HAMMERS
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470922
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 19

8/19 CASH DISBURSEMENT -4,700.00
PAID TO JOPLIN AREA CATHOLIC SCHOOLS
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470918
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 20

8/19 CASH DISBURSEMENT -7,500.00
PAID TO JOPLIN ASSOCIATION FOR THE BLIND
311 SOUTH SCHIFFERDECKER
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470919
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 21

8/19 CASH DISBURSEMENT -5,000.00
PAID TO JOPLIN COMMUNITY CONCERT ASSOC
PO BOX 278
JOPLIN MO 64802-0278
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470920
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 22

8/19 CASH DISBURSEMENT -14,000.00
PAID TO JOPLIN FAMILY Y
PO BOX 227
JOPLIN MO 64802-0227
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470907
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 23

8/19 CASH DISBURSEMENT -9,000.00
PAID TO COMMUNITY FOUNDATION OF SOUTHWEST
MISSOURI
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470912
PAID FOR NO ONE

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH

INCOME CASH

2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 24

8/19 CASH DISBURSEMENT -10,000.00
PAID TO JOPLIN HISTORICAL & MINERAL MUSEUM
PO BOX 555
JOPLIN MO 64802-0278
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470908
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 25

8/19 CASH DISBURSEMENT -9,000.00
PAID TO JOPLIN HUMANE SOCIETY INC
4400 N SWEDE LANE
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470916
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 27

8/19 CASH DISBURSEMENT -6,960.00
PAID TO JOPLIN LIBRARY FOUNDATION
300 S MAIN STREET
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470884
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 28

8/19 CASH DISBURSEMENT -2,500.00
PAID TO JOPLIN NALA
PO BOX 447
JOPLIN MO 64802-0447
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470885
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 29

8/19 CASH DISBURSEMENT -20,000.00
PAID TO JOPLIN SCHOOLS R-VIII FOUNDATION
1717 E 15TH STREET
PO BOX 128
JOPLIN MO 64802-0128
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470896
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 30

8/19 CASH DISBURSEMENT -2,500.00

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH INCOME CASH

PAID TO JOPLIN WORKSHOPS INC
501 S SCHOOL AVENUE
P O BOX 1609
JOPLIN MO 64802-1609
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470927
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 31

8/19 CASH DISBURSEMENT -9,000.00
PAID TO LAFAYETTE HOUSE
ATTN: JENIFER STAAB
PO BOX 1765
JOPLIN, MO 64802
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470926
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 32

8/19 CASH DISBURSEMENT -6,000.00
PAID TO LIFE CHOICES
531 EAST 7TH ST
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470914
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 33

8/19 CASH DISBURSEMENT -1,000.00
PAID TO MAGIC MOMENTS RIDING THERAPY INC
272 COUNTY LANE 125
DAIMOND MO 64840
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470928
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 34

8/19 CASH DISBURSEMENT -6,000.00
PAID TO MARTIN LUTHER SCHOOL
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470903
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 35

8/19 CASH DISBURSEMENT -14,000.00
PAID TO MISSOURI SOUTHERN FOUNDATION
ATTN CURT BETEBENNER
HEARNES HALL, RM 211
3950 NEWMAN RD
JOPLIN MO 64801-1512

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH INCOME CASH

MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470892
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 36

8/19 CASH DISBURSEMENT -2,000.00
PAID TO N.A.M.I. OF JOPLIN
ATTN: CELY MARSHALL
PO BOX 4571
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470904
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 37

8/19 CASH DISBURSEMENT -7,000.00
PAID TO OZARK CHRISTIAN COLLEGE
1111 N MAIN
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470886
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 38

8/19 CASH DISBURSEMENT -5,000.00
PAID TO OZARK GATEWAY FIRECHIEFS ASSOCIATION
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470900
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 39

8/19 CASH DISBURSEMENT -9,000.00
PAID TO OZARKS PUBLIC TELEVISION / KOZJ
ATTN: NORMA SCOTT
PO BOX 1226
JOPLIN, MO 64802-1226
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470901
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 40

8/19 CASH DISBURSEMENT -3,352.00
PAID TO BOY SCOUTS OF AMERICA
OZARK TAILS COUNCIL #306
1616 S EASTGATE
SPRINGFIELD MO 65809
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470899
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 41

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH

INCOME CASH

8/19 CASH DISBURSEMENT -4,000.00
PAID TO PRO MUSICA
211 S MAIN ST, STE 318
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470924
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 42

8/19 CASH DISBURSEMENT -1,000.00
PAID TO REGIONAL HEALTH & WELFARE
PO BOX 8182
JOPLIN, MO 64802-8182
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470910
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 43

8/19 CASH DISBURSEMENT -20,000.00
PAID TO SALVATION ARMY OF JOPLIN
320 EAST 8TH ST
PO BOX 1362
JOPLIN MO 64802-1362
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470883
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 44

8/19 CASH DISBURSEMENT -2,000.00
PAID TO SW MISSOURI ARTHRITIS ASSOC
819 EAST 9TH ST
JOPLIN MO 64801-4921
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470911
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 45

8/19 CASH DISBURSEMENT -6,000.00
PAID TO GEORGE A-SPIVA CENTER FOR THE ARTS
222 WEST 3RD
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470923
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 46

8/19 CASH DISBURSEMENT -5,000.00
PAID TO UNITED WAY OF SOUTHWEST MISSOURI
3510 EAST 3RD ST

TRANSACTIONS FROM 07/01/09 TO 06/30/10 - ALL PORTFOLIO 10/20/10 10:33
08763770 LEMONS FAMILY CHARITABLE TR PRIN. CASH INCOME CASH

JOPLIN MO 64801-8411
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470897
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 47

8/19 CASH DISBURSEMENT -5,000.00

PAID TO SW MISSOURI-AUDUBON CENTER
ATTN: TONY ROBYN
201 W RIVIERA DR, STE A
JOPLIN MO 64804
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3470890
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000405 TRANS NO. 48

8/25 CASH DISBURSEMENT -6,000.00

PAID TO BEACON SCHOOL
1112 EAST 2ND STREET
JOPLIN, MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3482189
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000541 TRANS NO. 08

8/25 CASH DISBURSEMENT -3,250.00

PAID TO JOPLIN AREA YOUNG LIFE
PO BOX 814
JOPLIN, MO 64802
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 3482244
PAID FOR NO ONE
2009 CHARITABLE DISTRIBUTION
BATCH NO. UB000541 TRANS NO. 09

** SUMMARY FOR 07/01/09 THROUGH 06/30/10 **

MISCELLANEOUS DISBURSEMENTS		
540 - MISCELLANEOUS DISBURSEMENT	-354,862.00	0.00

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