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ANNUAL AUDITED REPORT
FORM X-17A-5
PART III

CM
12/27

SEC FILE NUMBER
8-20153

DIVISION OF MARKET REGULATION

FACING PAGE

**Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

REPORT FOR THE PERIOD BEGINNING 10/1/03 AND ENDING 9/30/04
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: First Lincoln Investments, Inc.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

1701 South 17th Street, Suite 2B

(No. and Street)

Lincoln

Nebraska

68502

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Michael J. Rooney, President

402-435-3200

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Dana F. Cole & Company, LLP

(Name - if individual, state last, first, middle name)

1248 "O" Street, Suite 500

Lincoln

Nebraska

68508

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

PROCESSED

DEC 29 2004

THOMSON
FINANCIAL

FOR OFFICIAL USE ONLY

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

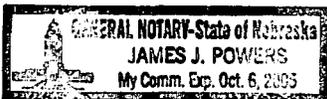
SEC 1410 (06-02)

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[Handwritten signature]

OATH OR AFFIRMATION

I, Michael J. Rooney, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of First Lincoln Investments, Inc., as of September 30, 2004, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:



Michael J. Rooney
Signature
President
Title

James J. Powers
Notary Public

This report ** contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

SECURITIES AND EXCHANGE COMMISSION
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DIVISION OF MARKET REGULATION

FIRST LINCOLN INVESTMENTS, INC.

LINCOLN, NEBRASKA

FINANCIAL STATEMENTS

SEPTEMBER 30, 2004

DANA F. COLE & COMPANY, LLP
CERTIFIED PUBLIC ACCOUNTANTS

FIRST LINCOLN INVESTMENTS, INC.
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INDEPENDENT AUDITORS' REPORT

Board of Directors
First Lincoln Investments, Inc.
Lincoln, Nebraska

We have audited the accompanying statement of financial condition of First Lincoln Investments, Inc. as of September 30, 2004, and the related statements of income, changes in stockholder's equity, changes in liabilities subordinated to claims of general creditors, and cash flows for the year then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of First Lincoln Investments, Inc. as of September 30, 2004, and the results of their operations and their cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying information on pages 11 through 12 are presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Dana F. Cole + Company, LLP

Lincoln, Nebraska
October 22, 2004

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT OF FINANCIAL CONDITION
SEPTEMBER 30, 2004

ASSETS

CURRENT ASSETS	
Cash in bank	8,887
Money market	38
Commissions receivable	19,344
Prepaid expenses	<u>890</u>
Total current assets	<u>29,159</u>
FURNITURE AND EQUIPMENT	
Office equipment	50,027
Less accumulated depreciation	<u>(40,990)</u>
Total furniture and equipment	<u>9,037</u>
OTHER ASSETS	
Deposit with clearing organization	<u>10,006</u>
TOTAL ASSETS	<u>48,202</u>

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES	
Commissions payable	13,494
Accrued interest	197
Payroll taxes payable	1,013
Note payable	<u>6,000</u>
Total current liabilities	<u>20,704</u>
STOCKHOLDER'S EQUITY	
Capital stock - authorized 10,000 shares; \$1 par value common; issued and outstanding 2,000 shares of which 1,000 are in the treasury	2,000
Additional paid-in capital	110,500
Retained earnings (deficit)	<u>(70,002)</u>
	42,498
Less treasury stock at cost	<u>(15,000)</u>
Total stockholder's equity	<u>27,498</u>
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	<u>48,202</u>

See accompanying notes to financial statements.

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT OF INCOME
YEAR ENDING SEPTEMBER 30, 2004

REVENUES	
Commissions	220,979
Miscellaneous	<u>13,087</u>
Total revenues	<u>234,066</u>
EXPENSES	
Advertising	3,704
Commissions	117,806
Clearing	23,585
Correspondent fees	4,960
Depreciation	4,972
Donations	690
Dues and subscriptions	8,502
Interest	197
Insurance	3,385
Licensing	472
Miscellaneous	2,115
Postage	1,332
Professional fees	8,276
Quotation expense	13,561
Rent	16,418
Salaries	16,379
Supplies	4,341
Taxes	2,403
Telephone	<u>6,094</u>
Total expenses	<u>239,192</u>
LOSS FROM OPERATIONS	(5,126)
OTHER INCOME	
Interest income	<u>46</u>
Total other income	<u>46</u>
NET LOSS	<u>(5,080)</u>

See accompanying notes to financial statements.

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY
YEAR ENDING SEPTEMBER 30, 2004

COMMON STOCK	
Balance at beginning of year	<u>2,000</u>
Balance at end of year	<u>2,000</u>
ADDITIONAL PAID-IN CAPITAL	
Balance at beginning of year	<u>110,500</u>
Balance at end of year	<u>110,500</u>
RETAINED EARNINGS (DEFICIT)	
Balance at beginning of year	(64,922)
Net income (deficit) for the year	<u>(5,080)</u>
Balance at end of year	<u>(70,002)</u>
TREASURY STOCK	
Balance at beginning of year	<u>(15,000)</u>
Balance at end of year	<u>(15,000)</u>
TOTAL STOCKHOLDER'S EQUITY	<u>27,498</u>

See accompanying notes to financial statements.

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT OF CHANGES IN LIABILITIES
SUBORDINATED TO CLAIMS AND GENERAL CREDITORS
YEAR ENDING SEPTEMBER 30, 2004

SUBORDINATED LIABILITIES, October 1, 2003	- 0 -
Increases	
None	- 0 -
Decreases	
None	<u>- 0 -</u>
SUBORDINATED LIABILITIES, September 30, 2004	<u>- 0 -</u>

See accompanying notes to financial statements.

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT OF CASH FLOWS
YEAR ENDING SEPTEMBER 30, 2004

CASH FLOWS FROM OPERATING ACTIVITIES	
Commissions received	203,963
Miscellaneous receipts	13,087
Interest received	<u>46</u>
Cash provided by operating activities	<u>217,096</u>
Cash paid for salaries and commissions	126,155
Cash paid for operating expenses	<u>98,704</u>
Cash disbursed for operating activities	<u>224,859</u>
Net cash used in operating activities	<u>(7,763)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of equipment	<u>(628)</u>
Net cash used in investing activities	<u>(628)</u>
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from notest payable	<u>6,000</u>
Net cash provided by financing activities	<u>6,000</u>
NET DECREASE IN CASH	(2,391)
CASH AND CASH EQUIVALENTS, beginning of year	<u>11,316</u>
CASH AND CASH EQUIVALENTS, end of year	<u>8,925</u>

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT OF CASH FLOWS
YEAR ENDING SEPTEMBER 30, 2004

Reconciliation of Net Loss to Net Cash
Used in Operating Activities

Net Loss	<u>(5,080)</u>
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation and amortization	4,972
(Increase) Decrease in:	
Commissions receivable	(17,016)
Prepaid expenses	575
Deposit with clearing organization	(2)
Increase (Decrease) in:	
Commissions payable	8,030
Accrued interest	197
Payroll taxes payable	<u>561</u>
Total adjustments	<u>(2,683)</u>
Net cash used in operating activities	<u>(7,763)</u>

See accompanying notes to financial statements.

FIRST LINCOLN INVESTMENTS, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business

First Lincoln Investments, Inc., (Company) is registered as a broker-dealer in securities under the Securities Exchange Act of 1934.

The Company is a small brokerage firm located in Lincoln, Nebraska, whose principal business activity is the trading of securities and mutual funds on behalf of clients. The Company's revenues are derived primarily from commission revenues from the trading of these securities and mutual funds.

Organization

First Lincoln Investments, Inc. is organized as a Corporation in the State of Nebraska.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. At September 30, 2004, the Company had no cash equivalents.

Accounts Receivable

Accounts receivable have been adjusted for all known uncollectible accounts. No allowance for bad debts is considered necessary at year end.

Property and Equipment

Property and equipment are stated at cost. Major expenditures for property and those which substantially increase useful lives are capitalized. Maintenance, repairs and minor renewals are expensed as incurred. When assets are retired or otherwise disposed of, their costs and related accumulated depreciation are removed from the accounts and resulting gains or losses are included in income.

FIRST LINCOLN INVESTMENTS, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Depreciation

The Company provides for depreciation of property and equipment using annual rates which are sufficient to amortize the cost of depreciable assets using the straight-line method over their estimated useful lives which range from five to seven years.

For federal and state income tax purposes, depreciation is computed under the modified accelerated cost recovery system.

Income Taxes

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due or refundable.

Advertising

Advertising costs are expensed as incurred. Advertising expense was \$3,704 for the year ended September 30, 2004.

NOTE 2. LEASES

The Company leases office space from The Sowers Club of Lincoln, Inc. The lease is a five year lease expiring December 31, 2008.

The following is a schedule of future minimum rental payments required under the lease as of September 30, 2004:

2005	15,667
2006	15,667
2007	15,667
2008	15,667
2009	<u>3,917</u>
	<u>66,585</u>

NOTE 3. NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1 (and the rule of the "applicable" exchange also provides that members' equity may not be withdrawn if the resulting net capital ratio would exceed 10 to 1). At September 30, 2004, the Company had net capital of \$17,565, which was \$12,565 in excess of its required net capital. The Company's net capital ratio was 1.18 to 1.

FIRST LINCOLN INVESTMENTS, INC.
NOTES TO FINANCIAL STATEMENTS

NOTE 4. NOTES PAYABLE

Notes payable consist of a short-term note dated March 15, 2004 due to Marilyn Rooney in the amount of \$6,000. The note is due on demand or one year after the date of the note and accrues interest at the rate of 6%.

NOTE 5. PROVISION (BENEFIT) FOR (FROM) INCOME TAXES

The following are the Company's unused income tax net operating loss carryforwards available for deduction from taxable income in future years and their respective years of expiration.

<u>Year of Expiration</u>	<u>Operating Loss</u>
9-30-18	24,966
9-30-22	26,427
9-30-23	34,156
9-30-24	<u>4,183</u>
Total	<u>89,732</u>

Carryforwards which give rise to a deferred tax asset are as follows:

Deferred tax asset	18,759
Valuation allowance	<u>(18,759)</u>
Total deferred tax asset	<u>- 0 -</u>

ACCOMPANYING INFORMATION

FIRST LINCOLN INVESTMENTS, INC.
 COMPUTATION OF NET CAPITAL PURSUANT TO RULE 15c3-1
 AS OF SEPTEMBER 30, 2004

NET CAPITAL	
Total stockholder's equity	<u>27,498</u>
Total stockholder's equity qualified for net capital	27,498
Deductions and/or charges	
A. Nonallowable assets	
Prepaid expenses	890
Furniture and equipment	9,037
Deposit with clearing organization	<u>6</u> <u>9,933</u>
Net capital before haircuts on securities positions	17,565
NET CAPITAL	<u>17,565</u>
AGGREGATE INDEBTEDNESS	
Items included in statement of financial condition	
Commissions payable	13,494
Accrued interest	197
Payroll taxes payable	1,013
Note payable	<u>6,000</u>
Total aggregate indebtedness	<u>20,704</u>
COMPUTATION OF BASIC NET CAPITAL REQUIREMENT	
Minimum net capital required	
Company	<u>5,000</u>
Excess net capital at 1500%	<u>12,565</u>
Excess net capital at 1000%	<u>15,495</u>
Ratio: Aggregate indebtedness to net capital	<u>1.18 to 1</u>
RECONCILIATION WITH COMPANY'S COMPUTATION	
Net capital, as reported in Company's Part II (unaudited)	
FOCUS report	17,569
Adjustment	
Deposit with clearing organization	(3)
Rounding	<u>(1)</u>
Net capital per audited financial statements	<u>17,565</u>

FIRST LINCOLN INVESTMENTS, INC.
STATEMENT ON EXEMPTION UNDER SEC. RULE 15c3-3
AS OF SEPTEMBER 30, 2004

First Lincoln Investment, Inc. is exempt from rule 15c3-3 under its following rule section:

C(K)(2)(ii) - All customer transactions are cleared through another broker - dealer on a fully disclosed basis.

DANA F. COLE & COMPANY, LLP

CERTIFIED PUBLIC ACCOUNTANTS

1248 O STREET, SUITE 500

LINCOLN, NEBRASKA 68508

INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL
STRUCTURE REQUIRED BY SEC RULE 17a-5

Board of Directors
First Lincoln Investments, Inc.
Lincoln, Nebraska

In planning and performing our audit of the financial statements and supplemental schedules of First Lincoln Investments, Inc. for the year ended September 30, 2004, we considered its internal control structure, including control activities for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control.

Also, as required by rule 17a-5(g)(1) of Securities Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company, including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making quarterly securities examinations, counts, verifications and comparisons
2. Recordation of differences required by rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control or the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control components does not reduce to a relatively low level the risk that error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including control activities for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at September 30, 2004, to meet the SEC's objectives.

This report is intended solely for the information and use of management, the Securities and Exchange Commission, and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

Dana J Cole + Company, LLP

Lincoln, Nebraska
October 22, 2004