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epartment of the Treasury	Treated as a Private Foundation
ternal Revenue Service	Note: The foundation may be able to use a copy of this return to satisfy state reporting requiremen

_		lendar year 2008, or tax year beginning	10/	01 , 2008, and	ending		09/30,2009
G	<u>Ch</u> ę	eck all that apply Initial return	Final return	Amended return		Address change	Name change
	,	Name of foundation				A Employer identifi	cation number
	Use t	he IRS					
		pel. THE KLINGENSTEIN THIRD	GENERATION FOUR	NDATION		13-	3732439
		rwise, Number and street (or P O box number if	mail is not delivered to stree	address) Roo	m/suite	B Telephone number (see	
	•	rint rype.					EXT 234
		pecific C/O TANTON & CO., LLP, 3	7 W. 57TH ST.,	5TH FL.		(21	2) 583-1100
		ctions. City or town, state, and ZIP code	•			C If exemption application pending, check here	ition is
						D 1 Foreign organizat	► !
		NEW YORK, NY 10019				2 Foreign organiza	
H	I Che	eck type of organization X Section 501(c)(3) exempt private	oundation		85% test, check h	ere and attach
. [s	Section 4947(a)(1) nonexempt charitable trust	Other taxable pr	vate foundation		'	
- Ī	Fair	market value of all assets at end J Acco	unting method X C	ash Accrual		E If private foundation	n status was terminated)(1)(A) check here
	of y		ther (specify)				in a 60-month termination
	_	► \$ 5,179,292. (Part I,	column (d) must be or	i cash basis)			(1)(B), check here
	Part	Analysis of Revenue and Expenses (The	(a) Davis and				(d) Disbursements
		total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in	(a) Revenue and expenses per	(b) Net investmer income	nt	(c) Adjusted net income	for charitable
		column (a) (see page 11 of the instructions)	books	income		income	purposes (cash basis only)
_	1	Contributions, gifts, grants, etc., received (attach schedule)	82,000.				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	2	Check ▶ if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments	,				
	4	Dividends and interest from securities	108,175.	108,17	5.		STMT 1
	5 a	_		100/27	<u> </u>		<u> </u>
		Net rental income or (loss)		<u> </u>	-		
a)	١	Net gain or (loss) from sale of assets not on line 10	-25,538.		-	DEAG	N (ED.
Ž	b	Gross sales price for all	20,0001			RECE	IVED O
Revenue	7	Capital gain net income (from Part IV, line 2)	, ,,,	NC	NE		(O)
ď	8	Net short-term capital gain			7112	8 AUG 1	0 2010 9
	9	Income modifications · · · · · · · · ·	NO.			<u> </u>	88
	10 a	Gross sales less returns	-			0005	
	Ь	and allowances · · · · · Less Cost of goods sold				OGDE	N, U I
2	1	Gross profit or (loss) (attach schedule)					
0107	11	Other income (attach schedule)	68.		8.	·	STMT 2
. ·	12	Total. Add lines 1 through 11	164,705.	108,24			
	13	Compensation of officers, directors, trustees, etc	20,000.				
5	14	Other employee salaries and wages	,				,
AUses	15	Pension plans, employee benefits	<u>.</u>				
ens –	16a	Legal fees (attach schedule) STMT 3	15,000.	NC	NE	NONE	15,000
SCANNED Administrative Expen	b	Accounting fees (attach schedule)STMT 4	5,500.	1,37		NONE	4,125
Z 8	C	Other professional fees (attach sclaeble), 5	9,000.				9,000
ati P	17	Interest				~	
	18	Taxes (attach schedule) (see page 14 of the instructions	17,202.	1,80	8.		1,641
" =	19	Depreciation (attach schedule) and depletion.				10,300	
Ę,	20	Occupancy					
Q	21	Travel, conferences, and meetings	4,486.				4,486
an	22	Printing and publications	1,217.				1,217
ng	23	Other expenses (attach schedule) STMT . 7	98,966.	47,02	0.		51,946
Operating and	24	Total operating and administrative expenses.					
ber		Add lines 13 through 23	171,371.	50,20	3.	NONE	87,415
0	25	Contributions, gifts, grants paid	342,897.				342,897
	26	Total expenses and disbursements Add lines 24 and 25	514,268.	50,20	3.	NONE	430,312
_	27	Subtract line 26 from line 12					
		Excess of revenue over expenses and disbursements	-349,563.				
	1	Net investment income (if negative, enter -0-)		58,04	0.	· · <u>-</u>	
	1	Adjusted net income (if negative, enter -0-).				-0-	
_							

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. **STMT = 6 SE1410 1 000

n 990-PF (2008)	13-3732439	

Accounts receivable ► Less allowance for doubtful accounts ► 4 Pledges receivable ► Less allowance for doubtful accounts ► 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) 7 Other notes and loans receivable (attach schedule) ► Less allowance for doubtful accounts ► 8 Inventories for sale or use 9 Prepaid expenses and deferred charges 10 a Investments - U S and state government obligations (attach schedule) * * 595,446. 497,508. 56	
2 Savings and temporary cash investments	
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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)	15,276
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14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)	
Less accumulated depreciation (attach schedule)	
(attach schedule)	
15 Other assets (describe)	· · · · · · · · · · · · · · · · · · ·
16 Total assets (to be completed by all filers - see the	
Instructions Also, see page 1, item I)	79,292
17 Accounts payable and accrued expenses 988. 1,430.	
18 Grants payable	
19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule)	
20 Coaris from officers, directors, trustees, and other disqualified persons	
Mortgages and other notes payable (attach schedule)	
☐ 22 Other liabilities (describe ►)	
00 Tatal liabilities (add lines 47 through 22)	
23 Total liabilities (add lines 17 through 22)	
Foundations that follow SFAS 117, check here	
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. \blacktriangleright x	
5 27 Capital stock, trust principal, or current funds 4, 287, 225. 3, 937, 662.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	
28 Paid-in or capital surplus, or land, bldg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds NONE NONE Total net assets or fund balances (see page 17 of the instructions) 4,287,225. 3,937,662.	
30 Total net assets or fund balances (see page 17 of the	
instructions) 4,287,225. 3,937,662.	
31 Total liabilities and net assets/fund balances (see page 17	
of the instructions)	
1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with	07 005
	87,225
2 Enter amount from Part I, line 27a 2	49 <u>,563</u>
3 Other increases not included in line 2 (itemize) ▶	
4 Add lines 1, 2, and 3 4 3, 9:	
5 Decreases not included in line 2 (itemize) > 5	37,662
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 3, 93	37,662

	rick warehouse, or common stock, 20	(e g , real estate, 0 shs MLC Co)	(b) How acquired P-Purchase	(c) Date acquired (mo, day, yr)	(d) Date sold (mo , day, yr)
la SEE PART IV SCHED		o still trice of y	D-Donation	(****, ***, ***,	
b					
С					
d					
е					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) min	
a					
b			ļ		
С					
d			 		·
e					
Complete only for assets sn		vned by the foundation on 12/31/69	7 17	Gains (Col (h) g (k), but not less	
(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	COI	Losses (from co	
a					
b				 	
<u>c</u>					
d					· - ·
<u> </u>		If gain, also enter in Part I, line 7			
Capital gain net income or income or income.		If (loss), enter -0- in Part I, line 7	2		-25,539.
Net short-term capital dain	or (loss) as defined in sections 1	,	-		-25,559.
· •	line 8, column (c) (see pages 13				
•	ine 8,		3		
For optional use by domestic	private foundations subject to t	duced Tax on Net Investment Inchesented Herent Inchesented Herented		me)	
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for t	e private foundations subject to the leave this part blank the section 4942 tax on the distr	he section 4940(a) tax on net invest	ment inco	_	Yes X N
For optional use by domestic f section 4940(d)(2) applies, I Was the foundation liable for t f "Yes," the foundation does r	e private foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distranct qualify under section 4940(e)	he section 4940(a) tax on net invest ibutable amount of any year in the b) Do not complete this part	ment inco	d?	Yes X N
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for t f "Yes," the foundation does r 1 Enter the appropriate amo	e private foundations subject to the leave this part blank the section 4942 tax on the distribution to the distribution 4940(expending the leach column for each year).	ibutable amount of any year in the b Do not complete this part ar, see page 18 of the instructions b	ment inco	d?	Yes X N
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for t f "Yes," the foundation does r 1 Enter the appropriate amo (a) Base penod years	e private foundations subject to the leave this part blank the section 4942 tax on the distribution of qualify under section 4940(e) bunt in each column for each year (b)	ibutable amount of any year in the b Do not complete this part ar, see page 18 of the instructions b	ment inco	d?	atio
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for t f "Yes," the foundation does r 1 Enter the appropriate amo (a) Base penod years Calendar year (or tax year beginning in)	e private foundations subject to the leave this part blank the section 4942 tax on the district qualify under section 4940(expunt in each column for each year (b) Adjusted qualifying distributions	ibutable amount of any year in the b) Do not complete this part ar, see page 18 of the instructions b (c) Net value of nonchantable-use assets	ment inco	d?	atio
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for t f "Yes," the foundation does r 1 Enter the appropriate amo (a) Base penod years Calendar year (or tax year beginning in) 2007	e private foundations subject to the leave this part blank the section 4942 tax on the district qualify under section 4940(expunt in each column for each year (b) Adjusted qualifying distributions 402,600.	ibutable amount of any year in the b) Do not complete this part ar, see page 18 of the instructions b (c) Net value of nonchantable-use assets 7,159,672.	ment inco	d?	atio v col (c)) 0.056232
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for t f "Yes," the foundation does r 1 Enter the appropriate amo (a) Base penod years Calendar year (or tax year beginning in)	leave this part blank the section 4942 tax on the distribution to qualify under section 4940(e) and in each column for each year (b) Adjusted qualifying distributions 402,600. 293,490.	ibutable amount of any year in the binomial Do not complete this part ar, see page 18 of the instructions binomial (c) Net value of nonchantable-use assets 7,159,672. 7,427,174.	ment inco	d?	atio v col (c)) 0.056232 0.039516
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for to f "Yes," the foundation does reflect the appropriate amo (a) Base penod years Calendar year (or tax year beginning in) 2007 2006	the section 4942 tax on the distribution of qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890.	ibutable amount of any year in the bilinear part ar, see page 18 of the instructions bilinear part ar, 159, 672. 7, 127, 174. 6, 687, 803.	ment inco	d? (a) Sing any entries (d) Distribution is (col (b) divided by	atto col (c)) 0.056232 0.039516 0.045888
For optional use by domestic f section 4940(d)(2) applies, I Vas the foundation liable for to "Yes," the foundation does refer to the appropriate amo (a) Base penod years Calendar year (or tax year beginning in) 2007 2006 2005	leave this part blank the section 4942 tax on the distribution to qualify under section 4940(e) and in each column for each year (b) Adjusted qualifying distributions 402,600. 293,490.	butable amount of any year in the border of the instructions border of the instructions border of the value of nonchantable-use assets 7,159,672. 7,427,174. 6,687,803. 6,690,247.	ment inco	d? (a) Sing any entries (d) Distribution is (col (b) divided by	atto (co) 0.056232 0.039516 0.045888 0.066423
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For optional use by domestic f section 4940(d)(2) applies, I was the foundation liable for to f "Yes," the foundation does reflect the appropriate amo (a) Base period years Calendar year (or tax year beginning in) 2007 2006 2005 2004 2003 2 Total of line 1, column (d) 3 Average distribution ratio f	leave this part blank the section 4942 tax on the distribution qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890. 444,384. 417,337.	ibutable amount of any year in the binomial industrial	efore mak	d? (a) Distribution is (col (b) divided by	atto (co) (c)) 0.056232 0.039516 0.045888 0.066423 0.064233
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For optional use by domestic f section 4940(d)(2) applies, If section 4940(d)(2) applies, If was the foundation liable for the foundation does in the five section of the foundation does in the foundation for the foundation for the foundation of	the section 4942 tax on the district qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890. 444,384. 417,337. for the 5-year base period - dividiation has been in existence if lest charitable-use assets for 2008 from the section 4940 from the sect	the section 4940(a) tax on net invest subutable amount of any year in the bar. Do not complete this part ser, see page 18 of the instructions bar, see page 18 of the instructions bar. Net value of nonchantable-use assets 7, 159, 672. 7, 427, 174. 6, 687, 803. 6, 690, 247. 6, 497, 224. The the total on line 2 by 5, or by the ses than 5 years from Part X, line 5	efore mak	d? (a) Distribution of (col (b) divided by	0.056232 0.039516 0.045888 0.066423 0.064233 0.272292 0.054458
For optional use by domestic f section 4940(d)(2) applies, If section 4940(d)(2) applies, If was the foundation liable for the section of the foundation does in the foundation does in the section of th	the section 4942 tax on the district qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890. 444,384. 417,337. for the 5-year base period - dividiation has been in existence if lest charitable-use assets for 2008 from the section 4940 from the sect	ibutable amount of any year in the binomial Do not complete this part ar, see page 18 of the instructions binomial (c) Net value of nonchantable-use assets 7,159,672. 7,427,174. 6,687,803. 6,690,247. 6,497,224. de the total on line 2 by 5, or by the asset than 5 years	efore mak	d? (a) Distribution of (col (b) divided by	0.056232 0.039516 0.045888 0.066423 0.064233 0.272292 0.054458
For optional use by domestic f section 4940(d)(2) applies, If section 4940(d)(2) applies, If Was the foundation liable for the section of the foundation does in the first the appropriate amo (a) Base period years Calendar year (or tax year beginning in) 2007 2006 2005 2004 2003 Total of line 1, column (d) Average distribution ratio for number of years the foundation of the foundation	leave this part blank the section 4942 tax on the distribution qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890. 444,384. 417,337. for the 5-year base period - divice diation has been in existence if less charitable-use assets for 2008 file.	ibutable amount of any year in the biline part ar, see page 18 of the instructions biline (c) Net value of nonchantable-use assets 7,159,672. 7,427,174. 6,687,803. 6,690,247. 6,497,224. de the total on line 2 by 5, or by the sis than 5 years from Part X, line 5	efore mak	d? (a) Distribution of (col (b) divided by	0.056232 0.039516 0.045888 0.066423 0.064233 0.272292 0.054458 4,568,681
For optional use by domestic f section 4940(d)(2) applies, If section 4940(d)(2) applies, If was the foundation liable for the section of the five section of the foundation does on the section of the s	the section 4942 tax on the distribution of qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890. 444,384. 417,337. for the 5-year base period - dividiation has been in existence if lest charitable-use assets for 2008 from the income (1% of Part I, line 27b)	ibutable amount of any year in the biline part ar, see page 18 of the instructions biline (c) Net value of nonchantable-use assets 7,159,672. 7,427,174. 6,687,803. 6,690,247. 6,497,224. de the total on line 2 by 5, or by the ass than 5 years from Part X, line 5	efore mak	d? (a) Distribution in (col (b) divided by	0.056232 0.039516 0.045888 0.066423 0.064233 0.272292 0.054458 4,568,681 248,801
For optional use by domestic f section 4940(d)(2) applies, If section 4940(d)(2) applies, If was the foundation liable for the foundation does in the foundation of the foundation for the foundation of the founda	the section 4942 tax on the distribution of qualify under section 4940(e) Adjusted qualifying distributions 402,600. 293,490. 306,890. 444,384. 417,337. for the 5-year base period - dividiation has been in existence if lest charitable-use assets for 2008 from the income (1% of Part I, line 27b)	ibutable amount of any year in the biline part ar, see page 18 of the instructions biline (c) Net value of nonchantable-use assets 7,159,672. 7,427,174. 6,687,803. 6,690,247. 6,497,224. de the total on line 2 by 5, or by the sis than 5 years from Part X, line 5	efore mak	d? (a) Distribution in (col (b) divided by	/ col (c))

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► NEW YORK

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

Form 990-PF (2008)

Х

7

8 b

10

X

Х

names and addresses

orn	1990-PF (2008) 13-3732439		F	Page 3
Par	rt 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			
		11		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
		12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	х	· · · · · · · · · · · · · · · · · · ·
	Website address ►WWW.KTGF.ORG			
14	The books are in care of ▶ TANTON & COMPANY, LLP Telephone no ▶583-110	0 x2	234	
. •	Located at ▶37 WEST 57TH ST., 5TH FL NEW YORK, NY ZIP+4 ▶ 10019			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			
	and enter the amount of tax-exempt interest received or accrued during the year			
Par	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a			
	disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for		1	
	the benefit or use of a disqualified person)?		ŀ	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if		ŀ	
	the foundation agreed to make a grant to or to employ the official for a penod after			
	termination of government service, if terminating within 90 days)			
ь	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)?	1 b	x	
	Organizations relying on a current notice regarding disaster assistance check here			
С				
·	were not corrected before the first day of the tax year beginning in 2008?	1 c		х
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))			
•	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and			
a	6e, Part XIII) for tax year(s) beginning before 2008?			
	If "Yes," list the years			
h	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
U	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			
		2 b	N/	Α
_	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
·				
3.a	Did the foundation hold more than a 2% direct or indirect interest in any business			
· ·	enterprise at any time during the year?			
h	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or			
U	disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the		1	
	Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse		- 1	
	of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the			
	foundation had excess business holdings in 2008)	3 b	N	A
42	Did the foundation invest during the year any amount in a manner that would jeopardize its chantable purposes?	4 a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			
		4 b		Х_

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..... NONE

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

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
		- <u></u>
NONE		
		<u> </u>
	,,,	
	<u> </u>	<u> </u>
otal number of others receiving over \$50,000 for professional services		▶ NON
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical is	nformation such as the number	
of organizations and other beneficianes served, conferences convened, research papers produced, etc	mornator such as the number	Expenses
1 N/A		
*		
2		
3		
4		
Part IX-B Summary of Program-Related Investments (see page 23 of the		
Describe the two largest program-related investments made by the foundation during the tax year on lines	and 2	Amount
1 NONE		
_ 		
2		
		i •
All other program-related investments See page 24 of the instructions		
		! !
3 <u>NONE</u>		1
		1
otal Add lines 1 through 3		

Page 8

Pa	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign see page 24 of the instructions.)	gn foundation	ons,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes		
а	Average monthly fair market value of securities	1a	4,428,753.
b	Average of monthly cash balances	1b	209,502.
C		1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,638,255.
е			
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,638,255.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25		
	of the instructions)	4	69,574.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,568,681.
6	Minimum investment return. Enter 5% of line 5	6	228,434.
Pa	The private and certain foreign organizations check here □ and do not complete this private and certain foreign organizations.	ate operating part)	
1	Minimum investment return from Part X, line 6	1	228,434.
2 a	Tax on investment income for 2008 from Part VI, line 5		
b			
С		2c	580.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	227,854.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	227,854.
6	Add lines 3 and 4 Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	227,854.
<u> </u>	art XII Qualifying Distributions (see page 25 of the instructions)		
Г 6	Qualifying Distributions (see page 25 of the histractions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а		1a	430,312.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.		
	purposes	2	NONE
3	purposes Amounts set aside for specific charitable projects that satisfy the		
а		3a	NONE
b	Cash distribution test (attach the required scredule)	3 b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	430,312.
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	580.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	429,732.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating w qualifies for the section 4940(e) reduction of tax in those years	hether the fo	

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Pa	rt XIII Undistributed Income (see page	26 of the instruction	ns)_		
1	Distributable amount for 2008 from Part XI,	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
•	line 7				227,854
2	Undistributed income, if any, as of the end of 2007				2277034
_	Enter amount for 2007 only				
	Total for prior years 202020				
3	Excess distributions carryover, if any, to 2008				
	From 2003				
h	From 2004 63, 031.				
	From 2005				
	From 2006				
۵	From 2007 62, 369.				
	Total of lines 3a through e	125,400.			
	Qualifying distributions for 2008 from Part XII,	123,400.			
•	line 4 ▶ \$ 430,312.				
а	Applied to 2007, but not more than line 2a				
		· <u>.</u>			
Đ	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
C	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
А	Applied to 2008 distributable amount				227,854
	Remaining amount distributed out of corpus	202,458.			
5	Excess distributions carryover applied to 2008	202,130.			
	(If an amount appears in column (d), the same				
6	amount must be shown in column (a)) Enter the net total of each column as				
•	indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	327,858.			
	Prior years' undistributed income Subtract	, , , , , , , , , , , , , , , , , , , ,			*
U	line 4b from line 2b				
c	Enter the amount of prior years' undistributed				
	income for which a notice of deficiency has been				
	issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable				·
	amount - see page 27 of the instructions				
е	Undistributed income for 2007 Subtract line				
	4a from line 2a Taxable amount - see page 27 of the instructions				
	Undistributed income for 2008 Subtract lines				
ī	4d and 5 from line 1. This amount must be				
	distributed in 2009				
7	Amounts treated as distributions out of corpus				
	to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the				
	instructions)				
8	Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the				
	instructions)				
9	Excess distributions carryover to 2009.				
	Subtract lines 7 and 8 from line 6a	327,858.			
	Analysis of line 9				
	Excess from 2004 63,031.				
	Excess from 2005				
	Excess from 2006				
d	Excess from 2007 62,369.				
е	Excess from 2008 202, 458.				

	If the foundation has refoundation, and the ruling	is effective for 2008,	enter the date of the ruling		▶		
b	Check box to indicate whe		a private operating found		on	4942(J)(3) or 4942(J)
2 a	Enter the lesser of the ad-	Tax year		Prior 3 years			(e) Total
	Justed net income from Part I or the minimum investment return from Part X for each	(a) 2008	(b) 2007	(c) 2006	(d) 200	5	
	year listed						
þ	85% of line 2a				 		
C	Qualifying distributions from Part XII, line 4 for each year listed						
đ	Amounts included in line 2c not used directly for active conduct of exempt activities						
е	Qualifying distributions made directly for active conduct of exempt activities. Subtract line						
3	2d from line 2c						
	alternative test relied upon					}	
а	"Assets" alternative test - enter						
	(1) Value of all assets (2) Value of assets qualifying under section						
b	4942(j)(3)(B)(i) "Endowment" alternative test-						
	enter 2/3 of minimum invest-						
	ment 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 secunties 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				+		
Da	rt XV Supplementa	ry Information (C	omplete this part o	nly if the foundat	ion had \$5 000) or mor	o in accote at a
ı a			e 27 of the instruction		1011 11au \$5,000	01 11101	e III assets at a
]	Information Regarding			<u> </u>			
а	List any managers of the before the close of any	he foundation who	have contributed more	e than 2% of the tot nore than \$5,000) (al contributions See section 507	receive (d)(2))	d by the foundat
	N/A				· · · · · · · · · · · · · · · · · · ·		
b	List any managers of t					equally I	arge portion of
	ownership of a partners	ship or other entity) o	of which the foundation	has a 10% or greate	er interest		
	N/A Information Regarding	Cantribution Crar	4 Cift I aan Sahalamb	in ata Danamana			
2							
	Check here ▶ if the unsolicited requests for organizations under oth	r funds If the four	ndation makes gifts, gi	rants, etc (see pag	ritable organiza e 28 of the in	tions an struction	d does not acc s) to individuals
а	The name, address, an	d telephone numbe	of the person to whom	applications should	be addressed		
b	The form in which appli	cations should be si	ubmitted and information	on and materials the	y should include	•	
	N/A						
С	Any submission deadlin						
	N/A				=		
	Any restrictions or lin	nitations on awards	s, such as by geogra	phical areas, charit	able fields, kin	ds of in	stitutions, or ot
d							
d	N/A						Form 990-PF (2

Search Supplementary Information (continued)	Part XV Supplementary Information (co	ontinued)		-	
a Paid during the year SEE STATEMENT 11 Total	3 Grants and Contributions Paid Durin	g the Year or Appro	oved for F	uture Payment	
a Paid during the year SEE STATEMENT 11 Total	Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or	Amount
a Paid during the year SEE STATEMENT 11 Total	Name and address (home or business)	any foundation manager or substantial contributor	recipient	contribution	7 till Gaint
Total	a Paid during the year				
Total					
	SEE STATEMENT 11				
		<u> </u>			
					1
b Approved for future payment					342,897.
	b Approved for future payment				
			1		
		•			
] .		
{					
Total	Total	<u> </u>	1	<u> </u>	

nter gross amounts unless otherwise indicated	i	ted business income		section 512, 513, or 514	(e) Related or exempt function income
4. Decesem con see revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	function incomé (See page 28 of the instructions)
1 Program service revenue	<u> </u>				the instructions)
ab	h	· · · · · · · · · · · · · · · · · · ·			
c					
d					
е					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					***
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	108,175.	
Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property			-		
7 Other investment income				05 530	
Gain or (loss) from sales of assets other than inventory			18	-25,538.	
9 Net income or (loss) from special events			-		•=
O Gross profit or (loss) from sales of inventory			-		
1 Other revenue a			101		
b MISC INCOME			01	68.	
d					
•			1 1		
е				82 705	
e Subtotal Add columns (b), (d), and (e)				82,705.	
e Subtotal Add columns (b), (d), and (e)					
e Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations)		13	
e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions on page 28	to venfy calcu	lations) complishment of E	xempt Purp	oses 13	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions on page 28 Part XVI-B Relationship of Activities Line No. Explain below how each activities	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
e 2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo	oses (e) of Part XVI-A cont	82,705
e 2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E	xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
e Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
e 2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
e Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705
2 Subtotal Add columns (b), (d), and (e)	to venfy calcu	lations) complishment of E ch income is reporte exempt purposes (xempt Purpo ed in column other than b	oses (e) of Part XVI-A cont	82,705

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

1	Did th	e organization directly of	or indirectly eng	age in	any of the follow	wing with	any othe	r organization	described in section		Yes	No
	501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?											
а	Transf	fers from the reporting fo	oundation to a n	onchant	able exempt orgai	nization of						
	(1) Cash									Х		
										Χ		
b	Other	transactions										
	(1) Sa	ales of assets to a nonch	arıtable exempt o	organizat	tion					. 1b(1	ļ	<u>X</u>
	(2) Pu	urchases of assets from	a noncharitable e	exempt o	rganization					. 1b(2	ļ	<u> </u>
	(3) Re	ental of facilities, equipm	ent, or other asse	ets						. 1b(3		_X_
	(4) R	eimbursement arrangeme	ents							. 1b(4		X_
	(5) Lo	oans or loan guarantees								_ 1b(5	L	Χ
	(6) Pe	erformance of services o	r membership or	fundrais	sing solicitations					_ 1b(6		X
c	Sharır	ng of facilities, equipmen	it, mailing lists, o	ther ass	ets, or paid emplo	yees				. 1c		<u> </u>
d	If the	answer to any of the ab	ove is "Yes," coi	mplete t	he following sch	nedule Co	lumn (b)	should always	show the fair marke	value	of the	goods,
	other	assets, or services given	by the reporting	g found	dation If the fou	ndation re	eceived le	ss than fair m	arket value in any tr	ansactio	n or s	harıng
	arrang	gement, show in column (d) the value of th	ne goods	s, other assets, or	services r	eceived					
	_				_							
(a)	Line no	(b) Amount involved	(c) Name of	nonchari	table exempt organi	zation	(d) De	scription of trans	fers, transactions, and sh	аппд апт	angeme	nts
		N/A					N/A					
											4=	
					_							
			- <u>-</u>			_						
												
												
												
		_						-				
									 			
												
-	مطد ما	foundation dispatity or	unders attended		or related to							
2 a		foundation directly or								$\overline{}$	es X	No
		n 501(c) of the Code (oth s," complete the following		001(0)(3)) or in section 52	2//			• • • • • • • • • •	۲	es <u>L</u>	7 140
D	II TES	(a) Name of organization			(b) Type of orga	anization			(c) Description of relation	nshin		
		(a) realise of organization			(2) . , pe c. c.g.				(b) bescription of relatio			
		- <u>-</u>							 			
												
												
	Under	penalties of perjury, I dealer it is true, correct, and comp	are that I have ex	amined t	his return, includin	g accompa	inying sch	edules and state	ments, and to the best	of my k	nowled	ge and
	belief,	it is true, correct, and com	Declaration	of prepar	er (other than taxp	ayer or fidu	ıcıary) is b	ased on all info	rmation of which prepa	er has a	ny knov	vledge
			·UKPna	/			8/04	12010	Treasur			
စ္	SI	gnature of officer or trustee	Andson	ן ע	Wingmete	'	Date		Title	_		
			# · · · · · · · · · · · · · · · · · · ·			Date			Preparer			
<u>-</u>	,s ,	Propororio N		_			,	Check if self-employ	/ed ► (See Signa		page 30	of the
Sign Here	are Only	Preparer's signature	Mellegae	-, C	PA	7/23/	2010	Josepho)	Poo		28	
	Paid Preparer's Use Only	Firm's name (or yours if	TANTON	I AND	COMPANY,	LLP			EIN ▶ 11-2467			
	₫ ⊃	self-employed), address,			TH STREET		FLOOR					
		and ZIP code	NEW YO		NY			019-3411	Phone no 212-5	83-1	100	
										orm 99		(2008)

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization		Employer identification number			
THE KLINGENSTEIN THIR	D GENERATION FOUNDATION				
Organization type (check one)		13-3732439			
organization type (onest one)					
Filers of:	Section:				
Form 990 or 990-EZ	501(c)() (enter number) organization				
	4947(a)(1) nonexempt charitable trust not treated as a private fou	ındatıon			
	527 political organization				
Form 990-PF	X 501(c)(3) exempt private foundation				
	4947(a)(1) nonexempt charitable trust treated as a private foundary	tion			
	501(c)(3) taxable private foundation				
	Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or econtributor. Complete Parts I and II	more (in money or			
Special Rules					
under sections 509(a)) organization filing Form 990, or Form 990-EZ, that met the 331/3 % support (1)/170(b)(1)(A)(vi), and received from any one contributor, during the year (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount of II	ear, a contribution of the			
during the year, aggre), (8), or (10) organization filing Form 990, or Form 990-EZ, that received gate contributions or bequests of more than \$1,000 for use exclusively for ducational purposes, or the prevention of cruelty to children or animals.	r religious, charitable,			
For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.)					
990-EZ, or 990-PF), but they mus	not covered by the General Rule and/or the Special Rules do not file Schest answer "No" on Part IV, line 2 of their Form 990, or check the box in the Form 990-PF, to certify that they do not meet the filing requirements of	he heading of their			

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

ie	of	of Part I

Name of organization THE KLINGENSTEIN THIRD GENERATION FOUNDATION

Employer identification number

13-3732439

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
1_	ANDREW & JULIE KLINGENSTEIN FAMILY FD C/O TANTON & CO. LLP 37 W57TH ST 5TH FL.	\$13,000.	Person X Payroll Noncash		
	NEW YORK, NY 10019		(Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
2	KEN & AMY JO POLLINGER C/O TANTON & CO. LLP 37 W57TH ST 5TH FL. NEW YORK, NY 10019	\$5,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
3_	ESTHER & JOSEPH KLINGENSTEIN FDN C/O TANTON & CO. LLP 37 W57TH ST 5TH FL. NEW YORK, NY 10019	\$30,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
No.	Name, address, and ZIP + 4 NANCY SIMPKINS C/O TANTON & CO. LLP 37 W57TH ST 5TH FL.	Aggregate contributions	Person X Payroll Noncash (Complete Part II if there is		
No. 4 (a)	Name, address, and ZIP + 4 NANCY SIMPKINS C/O TANTON & CO. LLP 37 W57TH ST 5TH FL. NEW YORK, NY 10019 (b)	\$13,000.	Person Payroll Noncash (Complete Part II if there is a noncash contribution) (d)		
No. 4 (a) No.	Name, address, and ZIP + 4 NANCY SIMPKINS C/O TANTON & CO. LLP 37 W57TH ST 5TH FL. NEW YORK, NY 10019 (b) Name, address, and ZIP + 4 THOMAS D. KLINGENSTEIN FUND C/O COHEN KLINGENSTEIN MARKS 355 W52ND	\$ 13,000. (c) Aggregate contributions	Person Payroll Noncash (Complete Part II if there is a noncash contribution) (d) Type of contribution Person Payroll Noncash (Complete Part II if there is		

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 separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2008

T	HE KLINGENSTEIN THIRD GENER	2439					
Note: Part	Form 5227 filers need to complete only l Short-Term Capital Gains and L		Held One Ye	ar or Less			
ı <u>art</u>	(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 (see page 4 of instructions	the	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					motiocació	,	Subtract (e) from (u)
			L				
b	Enter the short-term gain or (loss), if any	, from Schedule D	-1, line 1b			1b	
2	Short-term capital gain or (loss) from Fo	rms 4684. 6252.	6781, and 8824	4		2	
						 -	
	Net short-term gain or (loss) from partne Short-term capital loss carryover Enter i					3	
	Carryover Worksheet					4	(
5	Net short-term gain or (loss). Combine I	ines 1a through 4	ın column (f)	Enter here and on l	ine 13,		
	column (3) on the back		<u> </u>		<u> ▶</u>	5	
Part				e Year	(e) Cost or other	hasis	(f) Gain or (loss) for
	(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 pnce	(see page 4 of instructions)	the	the entire year Subtract (e) from (d)
6a							
					<u> </u>		
b	Enter the long-term gain or (loss), if any,	from Schedule D-	1, line 6b			6b	-25,539.
7	Long-term capital gain or (loss) from Foi	rms 2439, 4684, (6252, 6781, an	d 8824		7	
8	Net long-term gain or (loss) from partner	ships, S corporat	ons, and other e	estates or trusts	• • • • • • • • •	8	
9	Capital gain distributions					9	
							
10 11	Gain from Form 4797, Part I	he amount if any		the 2007 Cantal L		10	
	Carryover Worksheet					11	()
12	Net long-term gain or (loss). Combine lir	nes 6a through 11	ın column (f)	Enter here and on l	ine 14a,		
	column (3) on the back			· · · · · · · · · · · · · · · · · · ·			-25,539. D (Form 1041) 2008
. VI T	aperment Neudollon mot Nouve, see the his	a wouding for Folial I	VT 1.		36		5 - 11 Olin 1071/ 2000

Sched	dule D (Form 1041) 2008	_				Page 2
Par	Summary of Parts I and II Caution: Read the instructions before completing this part.		(1) Beneficiaries' (see page 5)	(2) Es or tru		(3) Total
13	Net short-term gain or (loss)	3				
14	Net long-term gain or (loss):					
а	Total for year	la_			_	-25,539.
	Unrecaptured section 1250 gain (see line 18 of the wrksht) 14					
С	28% rate gain	c				
	Total net gain or (loss). Combine lines 13 and 14a ▶ 15	5				-25,539.
	e: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 9 rt V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part I					
Par	t IV Capital Loss Limitation					
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I	1, lin	e 4c, if a trust), the sn	naller of		
	The loss on line 15, column (3) or b \$3,000 cr if Form 1041, page 1, over Worksheet on page 7 of the instructions to figure your capital loss carryover	ine	22 (or Form 990-T, lii	ne 34), is a	16 loss, co	(3,000.) complete the Capital Loss
Par	Tax Computation Using Maximum Capital Gains Rates					
there Caut • Ei • Be	In 1041 filers. Complete this part only if both lines 14a and 15 in column is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more the sion: Skip this part and complete the worksheet on page 8 of the instruction of the 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 in 990-T trusts. Complete this part only if both lines 14a and 15 are gather 990-T, and Form 990-T, line 34, is more than zero.	han ons ains	zero if s, or qualified divide	ends are ii	nclude	d in income in Part I
	er line 14b, col (2) or line 14c, col (2) is more than zero		-		- J -	
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					
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					
21	If the estate or trust is filing Form 4952, enter the		-			
	amount from line 4g, otherwise, enter -0-					
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-				1	
		• •			1	•
24	Enter the smaller of the amount on line 17 or \$2,200		24			
25	Is the amount on line 23 equal to or more than the amount on line 24?	• •	•			
	Yes. Skip lines 25 and 26, go to line 27 and check the "No" box					
	No. Enter the amount from line 23		25			
26	Subtract line 25 from line 24					
27	Are the amounts on lines 22 and 26 the same?					
	Yes. Skip lines 27 thru 30, go to line 31 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					
30	Multiply line 29 by 15% (15)				30	
31	Figure the tax on the amount on line 23 Use the 2008 Tax Rate Scheot the Schedule Ginstructions)			•	31	
		• •				
32	Add lines 30 and 31				32	
33	Figure the tax on the amount on line 17 Use the 2008 Tax Rate Scheo	 dule	for Estates and Tru	usts (see	• • •	
- •	the Schedule Ginstructions)			•	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line	33	here and on line	 e 1a of		·
	Schedule G, Form 1041 (or line 36 of Form 990-T)				34	

The Klingenstein 3rd Generation Foundation FYE 9/30/09

Capital Gain/Loss Schedule

EIN: 13-3732439

		Date	Date			
# of Shares	<u>Security</u>	<u>Purchased</u>	<u>Sold</u>	<u>Proceeds</u>	<u>Basis</u>	Gain/Loss
0.33	Time Warner Inc.	various	4/2/2009	7.15	10.07	(2.92)
0.70	Time Warner Cable		4/2/2009	19.16		19.16
2,500.00	Cerner Corp	4/24/2008	10/24/2008	79,352.30	114,077.75	(34,725.45)
1,800.00	Cerner Corp	1/8/2009	5/1/2009	95,393.38	63,074.36	32,319.02
3,000.00	Chubb Corp	various	10/6/2008	142,939 69	89,165.70	53,773.99
4,000.00	Energy Solutions	11/15/2007	11/20/2008	13,838.72	92,256.00	(78,417.28)
1,200 00	Freeport McMoran Copper	4/24/2009	5/7/2009	62,318 39	49,157.12	13,161 27
1,200 00	IBM	8/13/2004	3/6/2009	106,634.96	101,784.96	4,850.00
300 00	IBM	5/10/2005	3/3/2009	26,658.74	22,753.92	3,904.82
2,000.00	Procter & Gamble	3/4/2005	10/23/2008	116,801.14	106,920.40	9,880.74
3,000.00	Suntech Power Holdings	3/13/2008	11/20/2008	18,439.49	97,481.90	(79,042.41)
3,000.00	Teva Pharmaceuticals Ind	8/20/2004	11/18/2008	126,060.89	83,099.40	42,961.49
250,000.00	US Treasury 11/19/2009	11/19/2008	4/28/2009	249,528.00	247,649.00	1,879.00
100,000.00	US Treasury 11/19/2009	11/19/2008	6/19/2009	99,883.30	99,059.60	823.70
100,000.00	US Treasury 11/19/2009	11/19/2008	6/25/2009	99,904.69	99,059.60	845.09
150,000.00	US Treasury 11/19/2009	11/19/2008	8/4/2009	149,894.65	148,589.40	1,305.25
100,000 00	US Treasury 11/19/2009	11/19/2008	9/3/2009	99,975.72	99,059 60	916.12
600,000 00	US Treasury Bill 11/20/08	7/8/2008	11/20/2008	600,000.00	600,000.00	0.00

2,087,650.37 2,113,198.78 (25,548.41)

art II Lo	ng-Term Capital Gains a	na Losses - Asse	is held widte in	an One Year		
(a) (100	Description of property (Example ish 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
SEE SCH	EDULE ATTACHED	VARIOUS	VARIOUS	2,087,650.	2,113,199.	-25,549
SECURIT	IES LITIGATION	VARIOUS	VARIOUS			10
- ,						
	· · · · · · · · · · · · · · · · · · ·					
						
		_			·	
			- 		l	

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

CAPITAL GAI	NS AND LO	SSES FOR	R TAX ON	INVEST	<u>M</u>	<u>ENT INCOM</u>	IE
CAPITAL GAI		Desc	P or D	Date acquired	Date sold		
Gross sale Depreciation price less allowed/ expenses of sale 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)	
2,087,650.	SEE SCHEDULE PROPERTY TYPE 2,113,199. SECURITIES I	E ATTACHED PE: SECURIT		·		VARIOUS -25,549. VARIOUS	VARIOUS VARIOUS
TOTAL GAIN(LOSS)	PROPERTY TY		IES			10. 	
TOTAL GAIN(LOSS)						-23,339.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

NET INVESTMENT	INCOME	103,621. 4,554. 108,175.
REVENUE AND EXPENSES		621. 554. 175.
		TOTAL
	DESCRIPTION	DIVIDENDS INTEREST - US OBLIG

FORM 990PF, PART I - OTHER INCOME

	NET	INVESTMENT	INCOME	1 1 1	. 89	.89
REVENUE	AND	EXPENSES	PER BOOKS		.89	. 89
						TOTALS
			DESCRIPTION	1 1 1 1 1 1 1	MISCELLANEOUS INCOME	

STATEMENT

FORM 990PF, PART I - LEGAL FEES

CHARITABLE PURPOSES		15,000.	15,000.
ADJUSTED NET INCOME			NONE
NET INVESTMENT INCOME			NONE
REVENUE AND EXPENSES PER BOOKS		15,000.	15,000.
			TOTALS
DESCRIPTION			

FORM 990PF, PART I - ACCOUNTING FEES

CHARITABLE PURPOSES	4,125.	4,125.
ADJUSTED NET INCOME		NONE
NET INVESTMENT INCOME	1,375.	1,375.
REVENUE AND EXPENSES PER BOOKS	5,500.	5,500.
		TOTALS
DESCRIPTION	TANTON & CO	

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

,6	HONORARIUM	ı	FEES	PROFESSIONAL
1 1 1 1 1				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
PER BOOK				DESCRIPTION
EXPENSES				
AND				
REVENUE				

TOTALS

BLE ES	000'6
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FORM 990PF, PART I - TAXES

CHARITABLE PURPOSES	1,641	1,641.
NET INVESTMENT INCOME		1,808.
REVENUE AND EXPENSES PER BOOKS	1,641. 1,808. 13,753.	
		TOTALS
DESCRIPTION	PAYROLL TAXES FOREIGN TAX WITHHELD FEDERAL TAXES PAID	

FORM 990PF, PART I - OTHER EXPENSES

CHARITABLE PURPOSES			50,468.	150.	148.	.056	51,946.	
NET INVESTMENT INCOME	11111	47,020.					 47,020.	
REVENUE AND EXPENSES PER BOOKS		47,020.	. 468. 120	150. 050.	148.	950.	 .996,86	
							TOTALS	
DESCRIPTION		INVESTMENT ADVISORY FEES	OFFICE EXPENSES	DANN FEED STATE FILING FEE	TELEPHONE	WEB EXPENSES		

OBLIGATIONS	
STATE	
AND	
u.s.	
ı	ii
ΙI	
PART	
990PF,	
FORM	

ENDING FMV	506,584.	
ENDING BOOK VALUE	497,508.	
BEGINNING BOOK VALUE	595,446. 595,446. ===================================	
DESCRIPTION	US TREASURY BILLS US OBLIGATIONS TOTAL	

FORM 990PF, PART II - CORPORATE STOCK

ENDING FMV	4,615,276.
ENDING BOOK VALUE	3,384,152. 3,384,152. ====================================
BEGINNING BOOK VALUE	3,459,392.
	TOTALS
DESCRIPTION	CORPORATE STOCK

STATEMENT

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ANDREW KLINGENSTEIN C/O TANTON & CO., 37 W 57TH ST NEW YORK, NY 10019	PRESIDENT	NONE	NONE	NONE
SUSAN KLINGENSTEIN C/O TANTON & CO.,37 W 57TH ST NEW YORK, NY 10019	VICE PRESI	NONE	NONE	NONE
NANCY KLINGENSTEIN C/O TANTON & CO., 37 W 57TH STREET NEW YORK, NY 10019	SECRETARY	NONE	NONE	NONE
THOMAS KLINGENSTEIN C/O TANTON & CO., 37 W 57TH STREET NEW YORK, NY 10019	TREASURER	NONE	NONE	NONE
SARAH MARTELL C/O TANTON & CO., 37 W 57TH ST NEW YORK, NY 10019	EXECUTIVE	20,000.	NONE	NONE
KATHY KLINGENSTEIN C/O TANTON & CO, 37 W 57TH ST NEW YORK, NY 10019	DIRECTOR	NONE	NONE	NONE
AMY JO POLLINGER C/O TANTON & CO, 37 W 57TH ST NEW YORK, NY 10019		NONE	NONE	NONE
	GRAND TOTALS	20,000.	NONE	NONE

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	NURING THE YEAR	
RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION
UNIVERSITY OF NORTH CAROLINA 910 RALEIGH ROAD CHAPEL HILL, NC 27514	NONE 501 (C) (3)	GENERAL FURPOSE
MOUNT SINAI SCHOOL OF MEDICINE ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029	NONE 501 (C) (3)	GENERAL PURPOSE
AACAP 3615 WISCONSIN AVENUE N.W. WASHINGTON DC, 20016	NONE 501 (C) (3)	GENERAL PURPOSE
THE REGENTS OF THE UNIV OF CA 1111 FRANKLIN STREET 12TH FLOOR OAKLAND, CA 94607	NONE 501 (C) (3)	GENERAL PURPOSE

15,000.

6,000.

AMOUNT

20,000.

65,000.

120,000.	14,000.	1,000.
GENERAL PURPOSE	GENERAL PURPOSE	GENERAL PURPOSE
NONE 501(C)(3)	NONE 501(C)(3)	NONE 501(C) (3)
COLUMBIA UNIVERSITY 2960 BROADWAY NEW YORK, NY 10027	ADVOCATES FOR CHILDREN 151 W30TH STREET 5TH FLOOR NEW YORK, NY 10001	CHANGING THE WORLD ONE CHILD AT A TIME PO BOX 1027

ROCKY POINT, NY 11778

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

			PURPOSE OF GRANT OR CONTRIBUTION	
LBUTIONS FAID DUKING THE TEAK	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	AND	FOUNDATION STATUS OF RECIPIENT	
FORM 990PF, PART XV - GRANIS AND CONTRIBUTIONS PALD DURING THE YEAR			RECIPIENT NAME AND ADDRESS	

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

CONTRIBUTOR	
SUBSTANTIAL	
ဥ	
RELATIONSHIP	

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

30,000.

STANFORD UNIVERSITY 450 SERRA MALL

STANFORD, CA 94305

RECIPIENT NAME AND ADDRESS

GENERAL PURPOSE

LESS: CONTRIBUTIONS RETURNED TO FDN

NONE 501 (C) (3)

-28,003.

342,897.

TOTAL CONTRIBUTIONS PAID

I3A0N7 5980 07/08/2010 07:15:06

STATEMENT 13

Form **8868**

(Rev April 2009)

Application for Extension of Time To File an Exempt Organization Return

ion Return	OMB No	1545-1709
	ł	

Department of the Internal Revenue S				► File a separate application for each return.			
		Automatic 3-N	Mon	th Extension, complete only Part I and check this box	1		▶ [x]
• If you are f	iling for a	n Additional (No	ot A	utomatic) 3-Month Extension, complete only Part II (on page 2 of the ady been granted an automatic 3-month extension on a previously f	nis forr	n)	
Part I Auto	matic 3	Month Extens	sion	of Time. Only submit original (no copies needed)	-		
				and requesting an automatic 6-month extension - check this box and	comple	ete	
Part I only							▶ 🔲
All other corp time to file inc)-C	filers), partnerships, REMICs, and trusts must use Form 7004 to	reque	st an	extension o
one of the re electronically returns, or a c	turns not if (1) you omposite	ed below (6 m want the addit or consolidated	nont tiona d Fre	n electronically file Form 8868 if you want a 3-month automatic hs for a corporation required to file Form 990-T). However, you al (not automatic) 3-month extension or (2) you file Forms 990-BL om 990-T. Instead you must submit the fully completed and signeding of this form, visit www.irs.gov/efile.and.click.on.e-file.for.Charities.	canno , 6069 page	ot file 9. or 2 (Pa	e Form 8868 8870, group art II) of Form
Type or		Exempt Organiza					tion number
print	тні	E KLINGENST	reii	N THIRD GENERATION FOUNDATION 13-	-373 <u>2</u>	2439	
File by the	Number	street, and room	or s	uite no If a P O box, see instructions			
due date for filing your				.,LLP, 37 W. 57TH ST., 5TH FL.			
return See instructions	· ·	-		and ZIP code. For a foreign address, see instructions			
		YORK, NY					
Form 990		o be filed (file a	sep	parate application for each return) Form 990-T (corporation) Form 4720			
Form 990		-	\dashv	Form 990-T (sec 401(a) or 408(a) trust) Form 5227			
Form 990		-	\neg	Form 990-T (trust other than above) Form 6069			
X Form 990		ļ		Form 1041-A Form 8870			
If the organ	nization de		offi	FAX No ▶ ce or place of business in the United States, check this box		_ lı	▶ ☐
		eck this box. •		If it is for part of the group, check this box . ▶ and attaclion will cover.	ı a list	with	the
until	ganızatıo	05/15 ,2010 n's return for year or	r <u>)</u>	(6 months for a corporation required to file Form 990-, to file the exempt organization return for the organization named $10/01,2008$, and ending $09/3$		e The	
	·				, 	ccour	nting period
-	•			_, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any	:		
		s for Form 990		s or 990-T, enter any refundable credits and estimated tax payments		a \$	1,157.
				or 990-1, enter any refundable credits and estimated tax payments nent allowed as a credit	,		10 000
				ine 3a. Include your payment with this form, or, if required, deposit		3 \$	10,000.
				by using EFTPS (Electronic Federal Tax Payment System) See			
instructio		· 			;	- : , \$	NONE
Caution. If you	are going	to make an ele	ectro	onic fund withdrawal with this Form 8868, see Form 8453-EO and Fo			
for payment in	<u>structions</u>						

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 4-2009)

Form 8868 (F	, Rev. 4-2009)				, Page 2
-	are filing for an Additional (Not Automatic) 3-Month Extension, complete only	Part II and check this box	,		
-	ly complete Part II if you have already been granted an automatic 3-month ex				
	are filing for an Automatic 3-Month Extension, complete only Part I (on page	· · · · · · · · · · · · · · · · · · ·			
	Additional (Not Automatic) 3-Month Extension of Time. Only		pies	need	led).
	Name of Exempt Organization	Employer identif			
Type or print	THE KLINGENSTEIN THIRD GENERATION FOUNDATION	13-373243	39		
File by the	Number, street, and room or suite no. If a P.O. box, see instructions	For IRS use only			
extended	. C/O TANTON & CO., LLP, 37 W. 57TH ST., 5TH FL.				
due date for filing the	City, town or post office, state, and ZIP code. For a foreign address, see instructions				
retum See instructions	NEW YORK, NY 10019				
Check tv	pe of return to be filed (File a separate application for each return)		-	_	
	rm 990 X Form 990-PF	Form 1041-A	ſ	Fo	rm 6069
Fo	rm 990-BL Form 990-T (sec 401(a) or 408(a) trust)	Form 4720	Ī	Fo	rm 8870
Fo	rm 990-EZ Form 990-T (trust other than above)	Form 5227	_		
STOP! D	o not complete Part II if you were not already granted an automatic 3-mo	nth extension on a previ	ously	filed I	Form 8868.
The bo	ooks are in the care of TANTON & COMPANY, LLP				
	one No ▶ 212 583-1100 FAX No ▶				
	organization does not have an office or place of business in the United States,	check this box		_ 	▶□
 If this is 	s for a Group Return, enter the organization's four digit Group Exemption Numb	er (GEN) If	this	s	
for the w	hole group, check this box > If it is for part of the group, check this	box ▶ and atta	ch a		
	he names and EINs of all members the extension is for				
4 I red	quest an additional 3-month extension of time until 08/15/2010				
5 For	calendar year, or other tax year beginning	and ending 09/30/2	2009)	
6 If th	is tax year is for less than 12 months, check reason Initial return	Final return Chang	ge in	accou	nting period
7 Stat	te in detail why you need the extension <u>ALL NECESSARY INFORMATIO</u>	N REQUIRD TO COMP	LET	E	
AN	ACCURATE RETURN IS UNAVAILABLE AT THIS TIME.				
		······			
8a If th	his application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the	tentative tax, less any			
_	refundable credits. See instructions		8a	\$	
	is application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable				
	payments made Include any prior year overpayment allowed as a credit	and any amount paid	ļ	1.	
	viously with Form 8868		86	\$	
	ance Due. Subtract line 8b from line 8a Include your payment with this form				
with	FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment S	·	8c	\$	
	Signature and Verification				
-	alties of perjury, I declare that I have examined this form, including accompanying schedules ar rrect, and complete, and that I am authorized to prepare this form.	og statements, and to the best of	or my	knowled	ige and belief,
Conntrol •	Tota 🏲	Data			
Signature		Date	_	8868	(Rev 4-2009)
	TANTON AND COMPANY, LLP		1 0111	. 5555	(

TANTON AND COMPANY, LLP 37 WEST 57TH STREET - 5TH FLOOR NEW YORK, NY 10019-3411