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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2008

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

For calendar year 2008, or tax year beginning DEC 1, 2008, and ending NOV 30, 2009

G Check all that apply:		<input type="checkbox"/> Initial return	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change
Use the IRS label. Otherwise, print or type. See Specific Instructions.		Name of foundation THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC.		A Employer identification number 52-2071692		
		Number and street (or P O box number if mail is not delivered to street address) 1500 SOUTH OCEAN BLVD.,		Room/suite	B Telephone number (561) 394-3693	
		City or town, state, and ZIP code BOCA RATON, FL 33432			C If exemption application is pending, check here ► <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			D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
► \$ 4,875,177. (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))		(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					
	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	70,124.	70,124.	70,124.	STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	<410,560. >				
	7 Capital gain net income (from Part IV, line 2)		<410,560. >		E122	APR 01 2010
	8 Net short-term capital gain					
	9 Income modifications Gross sales less returns and allowances					
	10a					
	b Less Cost of goods sold					
c Gross profit or (loss)						
11 Other income	2,672.	2,672.	2,672.	STATEMENT 2		
12 Total. Add lines 1 through 11	<337,764. >	<337,764. >	72,796.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 3	5,000.	5,000.	5,000.	0.
	c Other professional fees					
	17 Interest	STMT 4	61.	61.	0.	0.
	18 Taxes					
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 5	14,213.	14,213.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		19,274.	19,274.	5,000.	0.
	25 Contributions, gifts, grants paid		261,600.			261,600.
	26 Total expenses and disbursements. Add lines 24 and 25		280,874.	19,274.	5,000.	261,600.
27 Subtract line 26 from line 12:		<618,638. >				
a Excess of revenue over expenses and disbursements			0.			
b Net investment income (if negative, enter -0-)						
c Adjusted net income (if negative, enter -0-)				67,796.		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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Form 990-PF (2008)

THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC.

52-2071692

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	3,415.	8,686.	8,686.
	2	Savings and temporary cash investments			
	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			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	STMT 6	4,702,362.	4,058,453.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)		4,705,777.	4,067,139.
					4,875,177.
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			
	22	Other liabilities (describe ► DUE TO AFFILIATE)		20,000.	0.
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)		20,000.	0.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		0.	0.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		4,685,777.	4,067,139.
	30	Total net assets or fund balances		4,685,777.	4,067,139.
	31	Total liabilities and net assets/fund balances		4,705,777.	4,067,139.

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	4,685,777.
2	Enter amount from Part I, line 27a	2	<618,638. >
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	4,067,139.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,067,139.

Form 990-PF (2008)

**THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.**

Form 990-PF (2008)

52-2071692

Page 3

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 BANK OF AMERICA ACCOUNT # 4999 SEE ATTACHED			P	VARIOUS	VARIOUS
b BANK OF AMERICA ACCOUNT # 4999 SEE ATTACHED			P	VARIOUS	VARIOUS
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 1,155.			46,833.	<45,678.>	
b 709,513.			1,074,395.	<364,882.>	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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				<45,678.>	
b				<364,882.>	
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	<410,560.>
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). If (loss), enter -0- in Part I, line 8				3	N/A

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.)

N/A

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 instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007			
2006			
2005			
2004			
2003			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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.

THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.

Form 990-PF (2008)

52-2071692

Page 4

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)

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

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-)

3 Add lines 1 and 2

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

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

6 Credits/Payments:

a 2008 estimated tax payments and 2007 overpayment credited to 2008

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	3,829.
6b	
6c	
6d	

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

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

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

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

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

0. | Refunded ► 11 3,829.

3,829.

7 3,829.

8

9

10 3,829.

11 3,829.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

1b 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.

1c X

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 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

3 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a 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?

4b 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:

5 X

• 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

6 X

If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

7 X

FL

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)

8b X

of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV

9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

Form 990-PF (2008)

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01-02-09

THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.

Form 990-PF (2008)

52-2071692

Page 5

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 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? Website address ► **N/A** 13 X

14 The books are in care of ► **MELVIN LENKIN** Telephone no. ► **301-654-2100**
Located at ► **4922-A ST. ELMO AVENUE, BETHESDA, MD** ZIP+4 ► **20814**

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 ► **15** N/A ►

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.

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 No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes 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)? Yes 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.) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here ►

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?

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)): **N/A**

a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? Yes 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 instructions.) **N/A**

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? Yes No

b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) **N/A**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? **3b**

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? **4a**

4b **X**

Form 990-PF (2008)

**THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.**

Form 990-PF (2008)

52-2071692

Page 6

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)? 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 instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

►

5b

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

N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870.

Yes No

N/A

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
MELVIN LENKIN 4922-A ST. ELMO AVENUE BETHESDA, MD 20814	SECRETARY-TREASURER 0.00	0.	0.	0.
THELMA LENKIN 4922-A ST. ELMO AVENUE BETHESDA, MD 20814	PRESIDENT 0.00	0.	0.	0.
EDWARD J. LENKIN 4922-A ST. ELMO AVENUE BETHESDA, MD 20814	DIRECTOR 0.00	0.	0.	0.
JUDY LENKIN LERNER 4922-A ST. ELMO AVENUE BETHESDA, MD 20814	DIRECTOR 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

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

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

►

0

Form 990-PF (2008)

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

► 0

Part IX-A Summary of Direct Charitable Activities

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

1 THE FOUNDATION MAKES CONTRIBUTIONS TO VARIOUS CHARITIES AND ORGANIZATIONS TO FURTHER THEIR WORK IN THE AREAS OF ART, RELIGION, MEDICAL AND OTHER SOCIAL SERVICES TO THE COMMUNITY.	Expenses
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

1 N/A	Amount
2	
3	
Total. Add lines 1 through 3	► 0.

Form 990-PF (2008)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	4,041,739.
b Average of monthly cash balances	1b	266,625.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4,308,364.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	4,308,364.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,625.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,243,739.
6 Minimum investment return. Enter 5% of line 5	6	212,187.

Part XI Distributable Amount (see 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	212,187.
2a Tax on investment income for 2008 from Part VI, line 5	2a	
b Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	0.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	212,187.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	212,187.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	212,187.

Part XII Qualifying Distributions (see 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	261,600.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	261,600.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	261,600.

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 instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				212,187.
2 Undistributed income, if any, as of the end of 2007			257,973.	
a Enter amount for 2007 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 261,600.			257,973.	
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2008 distributable amount				3,627.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				208,560.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, 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)

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 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 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:

6 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
<i>a Paid during the year</i>				
SEE STATEMENT 7				
Total			► 3a	261,600.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

823611 01-02-09

Form 990-PF (2008)

THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.

Form 990-PF (2008)

52-2071692 Page 12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

1 Program service revenue:

a _____
b _____
c _____
d _____
e _____
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

5 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

8 Gain or (loss) from sales of assets other than inventory

9 Net income or (loss) from special events

10 Gross profit or (loss) from sales of inventory

11 Other revenue:

a _____
b _____
c _____
d _____
e _____

12 Subtotal. Add columns (b), (d), and (e)

13 Total. Add line 12, columns (b), (d), and (e)

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

	Unrelated business income		(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income
	(a) Business code	(b) Amount			
1 Program service revenue:					
a					
b					
c					
d					
e					
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					70,124.
5 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					2,672.
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	<337,764. >
13 Total. Add line 12, columns (b), (d), and (e)				13	<337,764. >

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1	THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC. WAS
2	INCORPORATED IN THE STATE OF FLORIDA ON DECEMBER 1997. THE FOUNDATION
3	IS ORGANIZED EXCLUSIVELY FOR CARRYING OUT CHARITABLE, RELIGIOUS,
4	SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES. THE FOUNDATION'S
5	PRIMARY PURPOSE IS TO PROVIDE SUPPORT TO CHARITABLE INSTITUTIONS WITH
6	AN EMPHASIS ON AIDING ART, RELIGIOUS, SCIENTIFIC, LITERARY AND
7	EDUCATIONAL ORGANIZATIONS.

THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC.

Form 990-PF (2008)

52-2071692

Page 13

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

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

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting 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.

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

Yes No

b If "Yes," complete the following schedule.

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

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

Sician Horo

Signature of officer or trustee

3/26/10

PRESIDENT

Date _____

Date 3/22/10

Preparer's identifying number

Paid Preparer's Use Only	Preparer's signature ► 	Date 3/22/10	Check if self- employed ► <input type="checkbox"/>	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	BEERS & CUTLER PLLC 8219 LEESBURG PIKE, SUITE 800 VIENNA, VA 22182			EIN ► Phone no. (703) 923-8300

823622
01-02-09

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	70,124.	0.	70,124.
TOTAL TO FM 990-PF, PART I, LN 4	70,124.	0.	70,124.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	2,672.	2,672.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	2,672.	2,672.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	5,000.	5,000.	5,000.	0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	5,000.	5,000.	0.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FLORIDA DEPARTMENT OF STATE	61.	61.	0.	0.
TO FORM 990-PF, PG 1, LN 18	61.	61.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	14,213.	14,213.	0.	0.
TO FORM 990-PF, PG 1, LN 23	14,213.	14,213.	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	COST	4,058,453.	4,866,491.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,058,453.	4,866,491.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	7
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARCHIVES OF AMERICAN ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
BETHESDA THEATRE	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
B'NAI ISRAEL CONGREGATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
COLBY COLLEGE ART MUSEUM	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.

DC JEWISH COMMUNITY CENTER	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
FOUNDATION FOR INDEPENDENT LIVING	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
FREER AND SACKLER GALLERIES	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
GERALD LUSTINE FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
JEWISH COMMUNITY CENTER OF NORTH AMERICA	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
JEWISH FEDERATION OF GREATER WASHINGTON	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	50,000.
JEWISH FOUNDATION FOR GROUP HOMES	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	25,000.
JOHN CARROLL HIGH SCHOOL	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	15,000.
MT. CARMEL HOUSE CATHOLIC CHARITIES FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
MENNELLO MUSEUM	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.

MISCELLANEOUS ORGANIZED CHARITIES	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	2,600.
NATIONAL GALLERY OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	21,000.
NATIONAL KIDNEY FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
NORTON MUSEUM OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	2,000.
OHEV SHALOM CONGREGATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
PARKINSON'S FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	2,000.
SHRINE OF ST. JUDE	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
SIBLEY MEMORIAL HOSPITAL	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
SMITHSONIAN AMERICAN ART MUSEUM	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	21,000.
ST. JOHN'S COLLEGE HIGH SCHOOL	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.

THE CHILDREN'S INN AT NIH

501 (C) 3 1,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE CORCORAN GALLERY OF ART

501 (C) 3 10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE METROPOLITAN MUSEUM OF ART

501 (C) 3 10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE MUSEUM OF FINE ARTS BOSTON

501 (C) 3 5,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE PHILLIPS COLLECTION

501 (C) 3 10,000.

TO ASSIST CHARITY IN
ITS STATED GOALTRUSTEES OF UNIVERSITY OF
PENNSYLVANIA

501 (C) 3 10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

TOTAL TO FORM 990-PF, PART XV, LINE 3A

261,600.



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 Account Number: **0544999**
 Account Name: **CUST MELVIN & THELMA LENKIN FDN**

 From: **12-01-2008 to 11-30-2009**

Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain/(Loss)	Term
WAES CORP	09-17-2003	06-25-2009	10,000.00	75,800.00	108,097.20	32,297.20	L
WALMART INC	06-25-2007	12-16-2008	2,000.00	105,440.00	82,019.54	(23,420.46)	L
AMERICAN CAP LTD							
	12-18-2008		0.00	0.00	0.00	0.00	L
	12-18-2008		0.00	0.00	0.00	0.00	S
	09-14-2006	08-14-2009	0.98	2.99	2.99	0.00	L
	08-14-2009		0.00	0.00	0.00	0.00	L
	08-14-2009		0.00	0.00	0.00	0.00	S
Total AMERICAN CAP LTD			0.98	2.99	2.99	0.00	
AMERICAN INTL GROUP INC	09-19-2003	12-18-2008	1,500.00	90,465.00	2,522.53	(87,942.47)	L
	02-11-2004	12-18-2008	500.00	37,135.00	840.85	(36,294.15)	L
Total AMERICAN INTL GROUP INC			2,000.00	127,600.00	3,363.38	(124,236.62)	
CASH TRANSFERS	06-26-2009		0.00	0.00	317.76	317.76	L
CHEVRON CORP	09-14-2006	12-16-2008	1,500.00	93,264.60	118,124.33	24,859.73	L
CISCO SYS INC	06-22-2004	09-14-2009	4,000.00	92,160.00	91,085.65	(1,074.35)	L
FEDERAL HOME LN MTG CORP	12-18-2003	12-18-2008	2,000.00	110,320.00	1,381.19	(108,938.81)	L
	12-19-2007	12-18-2008	1,000.00	34,742.00	690.59	(34,051.41)	S
Total FEDERAL HOME LN MTG CORP			3,000.00	145,062.00	2,071.78	(142,990.22)	
JER INVS TR INC	01-11-2006	02-20-2009	0.89	0.26	0.26	0.00	L
		02-20-2009	0.00	0.00	0.00	0.00	L
		02-20-2009	0.00	0.00	0.00	0.00	S
	12-21-2005	03-04-2009	0.09	15.70	0.19	(15.51)	L
	01-11-2006	03-04-2009	0.11	19.00	0.24	(18.76)	L
	01-11-2006	06-25-2009	199.80	34,204.82	61.94	(34,142.88)	L
	09-25-2007	06-25-2009	300.00	41,301.00	93.00	(41,208.00)	L
	10-22-2007	06-25-2009	500.00	54,089.00	154.99	(53,934.01)	L
	01-30-2009	06-25-2009	911.20	8,064.13	282.46	(7,781.67)	S
	12-09-2004	09-14-2009	500.00	76,250.00	199.99	(76,050.01)	L
	01-30-2009	09-14-2009	455.00	4,026.75	181.99	(3,844.76)	S
Total JER INVS TR INC			2,867.09	217,970.66	975.06	(216,995.60)	
MEDTRONIC INC	08-24-1999	09-14-2009	1,600.00	58,598.00	60,464.84	1,866.84	L
	02-11-2004	09-14-2009	400.00	18,988.00	15,116.21	(3,871.79)	L
Total MEDTRONIC INC			2,000.00	77,586.00	75,581.05	(2,004.95)	
RESEARCH IN MOTION LTD	04-26-2007	06-25-2009	500.00	22,559.98	35,030.09	12,470.11	L
SCHERING PLUGUE CORP	06-26-2008	09-14-2009	500.00	93,095.00	122,148.86	29,053.86	L
THE WARNER CABLE INC							

01-01-1951	04-17-2009	0.01	175	0.28	(1.47)	L
UNITEDHEALTH GROUP, INC.						
12-18-2003	09-14-2009	400.00	11,308.00	11,496.18	188.18	L
12-18-2003	09-14-2009	2,100.00	59,377.50	60,354.97	977.47	L
Total UNITEDHEALTH GROUP INC		2,500.00	70,685.50	71,851.15	1,165.65	
Net Short Term Gain/(Loss) E7						
Net Long Term Gain/(Loss) (364,881.52)						
Net Capital Gain Distribution Received 0.00						
Total Capital Gain (Loss) (410,559.36)						