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

2009

Department of the Treasury
Internal Revenue Service

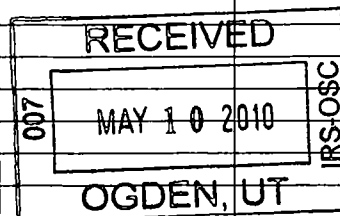
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label Otherwise, print or type See Specific Instructions	Name of foundation H.H. & GERTRUDE KLEIN FOUNDATION		A Employer identification number 95-6089334
	C/O SCHWARTZ, KALES ACCOUNTANCY CORP		B Telephone number 323-934-0200
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 6310 SAN VICENTE BLVD, SUITE 250		
	City or town, state, and ZIP code LOS ANGELES, CA 90048		
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 783,974.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐			

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)
1 Contributions, gifts, grants, etc., received				N/A	
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		14,541.	14,541.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<18,006.>			
b Gross sales price for all assets on line 6a		479,005.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<3,465.>	14,541.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		7,700.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		643.	503.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		105.	0.		0.
24 Total operating and administrative expenses Add lines 13 through 23		8,448.	503.		0.
25 Contributions, gifts, grants paid		39,900.			39,900.
26 Total expenses and disbursements Add lines 24 and 25		48,348.	503.		39,900.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		<51,813.>			
b Net investment income (if negative, enter -0-)			14,038.		
c Adjusted net income (if negative, enter -0-)				N/A	



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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		10,665.	27,055.	27,055.
	2	Savings and temporary cash investments		71,704.	500,651.	500,651.
	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		985.	845.	845.
	10a	Investments - U.S. and state government obligations STMT 5		25,394.	25,394.	26,733.
	b	Investments - corporate stock STMT 6		245,558.	194,107.	228,690.
	c	Investments - corporate bonds STMT 7		1,559.	0.	0.
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 8		444,000.	0.	0.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		799,865.	748,052.	783,974.	
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 ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	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. ▶ ☒					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		820,652.	799,865.	
	29	Retained earnings, accumulated income, endowment, or other funds		<20,787.>	<51,813.>	
30	Total net assets or fund balances		799,865.	748,052.		
31	Total liabilities and net assets/fund balances		799,865.	748,052.		

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	799,865.
2	Enter amount from Part I, line 27a	2	<51,813.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	748,052.
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	748,052.

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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 479,005.		497,011.	<18,006.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<18,006.>

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	<18,006.>
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.)

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))
2008	40,855.	855,420.	.047760
2007	40,635.	910,704.	.044619
2006	36,635.	874,715.	.041882
2005	33,235.	851,296.	.039040
2004	44,845.	843,000.	.053197

2 Total of line 1, column (d)	2	.226498
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	.045300
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	788,067.
5 Multiply line 4 by line 3	5	35,699.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	140.
7 Add lines 5 and 6	7	35,839.
8 Enter qualifying distributions from Part XII, line 4	8	39,900.

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

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 or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	140.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	140.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	140.
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 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	985.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	985.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	845.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 845. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	

Website address **N/A**

14 The books are in care of **SCHWARTZ, KALES ACCOUNTANCY CORP** Telephone no. **323-934-0200**
 Located at **6310 SAN VICENTE BLVD #250, LOS ANGELES, CA** ZIP+4 **90048**

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.

	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 ☒ 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	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ 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	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
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 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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
SEE STATEMENT 9		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

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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.

	Expenses
1 N/A	
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.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

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	262,889.
b	Average of monthly cash balances	1b	536,194.
c	Fair market value of all other assets	1c	985.
d	Total (add lines 1a, b, and c)	1d	800,068.
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	800,068.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,001.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	788,067.
6	Minimum investment return Enter 5% of line 5	6	39,403.

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	39,403.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	140.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	140.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,263.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	39,263.
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	39,263.

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	39,900.
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	39,900.
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	140.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	39,760.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				39,263.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,372.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ 39,900.				
a Applied to 2008, but not more than line 2a			1,372.	
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 2009 distributable amount				38,528.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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.	0.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				735.
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 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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 2009, enter the date of the ruling ▶
 b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				Prior 3 years	(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006		
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
b 85% of line 2a						
c Qualifying distributions from Part XII, line 4 for each year listed						
d Amounts included in line 2c not used directly for active conduct of exempt activities						
e Qualifying distributions made directly for active conduct of exempt activities						
Subtract line 2d from line 2c						
3 Complete 3a, b, or c for the alternative test relied upon:						
a "Assets" alternative test - enter:						
(1) Value of all assets						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c "Support" alternative test - enter:						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
(3) Largest amount of support from an exempt organization						
(4) Gross investment income						

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see 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:

- c Any submission deadlines:

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 10				
Total				39,900.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) 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			14	14,541.		
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						<18,006.>
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.		14,541.		<18,006.>
13 Total. Add line 12, columns (b), (d), and (e)					13	<3,465.>

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

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

[illegible]

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

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
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) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer or trustee <i>Lynn M. O'Leary</i>		Date <i>4-28-10</i>	Title <i>428-10</i>
	Paid Preparer's Use Only	Preparer's signature <i>Bernard L. Schwartz</i>	Date <i>APR 26 2010</i>	Check if self-employed ☐
Firm's name (or yours if self-employed), address, and ZIP code SCHWARTZ, KALES ACCOUNTANCY CORP. 6310 SAN VICENTE BLVD, SUITE 250 LOS ANGELES, CA 90048		EIN ☐	Phone no (323) 934-0200	

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	COMPASS BANK	P	09/17/08	01/26/09
b	ASSOCIATED BANK	P	09/17/08	03/24/09
c	NATIONAL CITY BANK	P	09/17/08	03/24/09
d	AMERICAN CHARTERED BANK	P	09/17/08	03/25/09
e	FIRST BANK OF PUERTO RICO	P	09/18/08	03/26/09
f	AMERIPRISE FINANCIAL, INC	P	05/29/01	05/22/09
g	CITADEL BROADCASTING CORP	P	06/14/07	05/22/09
h	CITIGROUP INC	P	11/08/00	05/22/09
i	CITICORP MTG SEC INC	P	03/28/03	01/26/09
j	WYETH	D	12/03/82	05/22/09
k	FAIRPOINT COMMUNICATIONS	P	04/19/06	05/22/09
l				
m				
n				
o				

(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 96,000.		96,000.	0.
b 96,000.		96,000.	0.
c 96,000.		96,000.	0.
d 96,000.		96,000.	0.
e 60,000.		60,000.	0.
f 2,288.		2,157.	131.
g 4.		197.	<193.>
h 1,774.		25,258.	<23,484.>
i 1,496.		1,559.	<63.>
j 29,433.		23,774.	5,659.
k 10.		66.	<56.>
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			0.
f			131.
g			<193.>
h			<23,484.>
i			<63.>
j			5,659.
k			<56.>
l			
m			
n			
o			

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	<18,006.>
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITHBARNEY CITIGROUP-NOMINEE	6,235.	0.	6,235.
SMITHBARNEY CITIGROUP-NOMINEE	8,292.	0.	8,292.
SMITHBARNEY CITIGROUP-NOMINEE	14.	0.	14.
TOTAL TO FM 990-PF, PART I, LN 4	14,541.	0.	14,541.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX PREPARATION	7,700.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	7,700.	0.		0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	503.	503.		0.
FEDERAL EXCISE TAX ON INVESTMENTS	140.	0.		0.
TO FORM 990-PF, PG 1, LN 18	643.	503.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	10.	0.		0.
BANK CHARGES	95.	0.		0.
TO FORM 990-PF, PG 1, LN 23	105.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCH (1/1)	X		25,394.	26,733.
TOTAL U.S. GOVERNMENT OBLIGATIONS			25,394.	26,733.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			25,394.	26,733.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCH (1/1)	194,107.	228,690.
TOTAL TO FORM 990-PF, PART II, LINE 10B	194,107.	228,690.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCH (1/1)	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE
SEE SCH (1/1)	COST	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
G. LLOYD ISAACS (DECEASED 01/02/09) 6310 SAN VICENTE BLVD #250 LOS ANGELES, CA 90048	PRES/DIRECTOR 0.00	0.	0.	0.
LYNN WILLIAMS 6310 SAN VICENTE BLVD #250 LOS ANGELES, CA 90048	DIRECTOR/PRESIDENT/SECRETARY 0.00	0.	0.	0.
SUSAN ISAACS 6310 SAN VICENTE BLVD #250 LOS ANGELES, CA 90048	VICE PRESIDENT 0.00	0.	0.	0.
NANCY I ISAACS 6310 SAN VICENTE BLVD #250 LOS ANGELES, CA 90048	VICE PRESIDENT 0.00	0.	0.	0.
SANDRA E ISAACS 6310 SAN VICENTE BLVD #250 LOS ANGELES, CA 90048	VICE PRESIDENT 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD, SUITE 1955 LOS ANGELES, CA 90017	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	10,000.
OPERATION SMILE 6435 TIDEWATER DRIVE NORFOLK, VA 23509	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	500.
ICEF PUBLIC SCHOOLS 5150 GOLDFLEAF CIRCLE, SUITE 401 LOS ANGELES, CA 90056	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	3,500.
SPECIAL OLYMPICS 6730 EAST CARSON STREET LONG BEACH, CA 90808	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	1,000.
BEIT T'SHUVAH 8831 VENICE BLVD LOS ANGELES, CA 90034	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	13,500.
CHILDREN'S ACTION NETWORK - TIDESCENTER THE PRESIDIO, POB 29907 SAN FRANCISCO, CA 941290907	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	350.
REVLON RUN/WALK FOR CANCER - C/O THE DAVIS GROUP, 400 CONTINENTAL BLVD, STE 275 EL SEGUNDO, CA 902455065	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	2,000.
CITY OF HOPE - GEMS OF THE DESERT 1055 WILSHIRE BLVD LOS ANGELES, CA 90017	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	5,000.

AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. (JDC) - 711 THIRD AVENUE NEW YORK, NY 100174014	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	1,500.
FRIENDS OF FOSHAY LEARNING 661 WOODRUFF AVENUE LOS ANGELES, CA 90024	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	50.
MUSCULAR DYSTROPHY ASSOCIATION 3415 S SEPULVEDA BLVD. #550 LOS ANGELES, CA 90034	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	500.
AMERICAN CANCER SOCIETY 132 WEST 32RD STREET NEW YORK, NY 10001	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	1,000.
POSSE FOUNDATION 14 WALL ST., 7TH FLOOR NEW YORK, NY 100052101	N/A RESEARCH, HEALTH & EDUCATIONAL	PUBLIC CHARITY	1,000.

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

39,900.

THE H. H. & GERTRUDE KLEIN FOUNDATION

95-6089334

2009

SCH (1/1)

FORM 990-PF, PART II, LINE 10

BOOK VALUE					FAIR MARKET VALUE				
US				CERTIFICATE	US				CERTIFICATE
GOVT	CORPORATE	CORPORATE		OF	GOVT	CORPORATE	CORPORATE		OF
OBLIGATIONS	STOCK	BONDS		DEPOSITS	OBLIGATIONS	STOCK	BONDS		DEPOSITS
400	AMERICAN EXPRESS CO	15,143				16,208			
500	WALT DISNEY CO	14,904				16,125			
270	DOMINION RESOURCES INC VA	7,348				10,508			
500	EXXON MOBIL CORP	38,524				34,095			
500	GENERAL ELECTRIC CO	15,475				7,565			
203	GENUINE PARTS CO	6,200				7,706			
126	HEWLETT PACKARD CO	8,665				6,490			
660	JP MORGAN CHASE & CO	17,865				27,502			
1,010	ROYAL DUTCH PETROLEUM CO	41,643				60,711			
500	VERIZON COMMUNICATIONS	15,730				16,565			
506	WISCONSIN ENERGY CORP HLDG CO	12,610				25,214			
25,000	U S TREASURY NOTES SER B-2014, 4 00%	25,394				26,733			
TOTALS					25,394	194,107	0	0	
					26,733	228,690	0	0	
					<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>
					<i>Line 10a, Col b</i>	<i>Line 10b, Col b</i>	<i>Line 10c, Col b</i>	<i>Line 10a, Col c</i>	<i>Line 10b, Col c</i>

THE H. H. & GERTRUDE KLEIN FOUNDATION

95-6089334

2009

SCH (1/1)

FORM 990-PF, PART II, LINE 10

BOOK VALUE					FAIR MARKET VALUE				
US	CERTIFICATE				US	CERTIFICATE			
GOVT	OF	CORPORATE	CORPORATE		GOVT	OF	CORPORATE	CORPORATE	
OBLIGATIONS	DEPOSITS	STOCK	BONDS		OBLIGATIONS	DEPOSITS	STOCK	BONDS	
400 AMERICAN EXPRESS CO		15,143					16,208		
500 WALT DISNEY CO		14,904					16,125		
270 DOMINION RESOURCES INC VA		7,348					10,508		
500 EXXON MOBIL CORP		38,524					34,095		
500 GENERAL ELECTRIC CO		15,475					7,565		
203 GENUINE PARTS CO		6,200					7,706		
126 HEWLETT PACKARD CO		8,665					6,490		
660 JP MORGAN CHASE & CO		17,865					27,502		
1,010 ROYAL DUTCH PETROLEUM CO		41,643					60,711		
500 VERIZON COMMUNICATIONS		15,730					16,565		
506 WISCONSIN ENERGY CORP HLDG CO		12,610					25,214		
25,000 U S TREASURY NOTES SER B-2014, 4 00%		25,394				26,733			
TOTALS		25,394	194,107	0	0	26,733	228,690	0	0
		<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>
		<i>Line 10a, Col b</i>	<i>Line 10b, Col b</i>	<i>Line 10c, Col b</i>	<i>Line 10a, Col c</i>	<i>Line 10b, Col c</i>	<i>Line 10c, Col c</i>	<i>Line 10c, Col c</i>	<i>Line 10c, Col c</i>

THE H. H. & GERTRUDE KLEIN FOUNDATION

95-6089334

2009

SCH (1/1)

FORM 990-PF, PART II, LINE 10

BOOK VALUE					FAIR MARKET VALUE				
US GOVT OBLIGATIONS	CORPORATE STOCK	CORPORATE BONDS	CERTIFICATE OF DEPOSITS		US GOVT OBLIGATIONS	CORPORATE STOCK	CORPORATE BONDS	CERTIFICATE OF DEPOSITS	
400 AMERICAN EXPRESS CO	15,143					16,208			
500 WALT DISNEY CO	14,904					16,125			
270 DOMINION RESOURCES INC VA	7,348					10,508			
500 EXXON MOBIL CORP	38,524					34,095			
500 GENERAL ELECTRIC CO	15,475					7,565			
203 GENUINE PARTS CO	6,200					7,706			
126 HEWLETT PACKARD CO	8,665					6,490			
660 JP MORGAN CHASE & CO	17,865					27,502			
1,010 ROYAL DUTCH PETROLEUM CO	41,643					60,711			
500 VERIZON COMMUNICATIONS	15,730					16,565			
506 WISCONSIN ENERGY CORP HLDG CO	12,610					25,214			
25,000 U S TREASURY NOTES SER B-2014, 4 00%	25,394				26,733				
TOTALS	25,394	194,107	0	0	26,733	228,690	0	0	
	<i>To Part II,</i>	<i>To Part II,</i>	<i>To Part II,</i>		<i>To Part II,</i>	<i>To Part II,</i>		<i>To Part II,</i>	
	<i>Line 10a, Col b</i>	<i>Line 10b, Col b</i>	<i>Line 10c, Col b</i>		<i>Line 10a, Col c</i>	<i>Line 10b, Col c</i>		<i>Line 10c, Col c</i>	