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Return of Private Foundation

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

2009

Form **990-PF**

Department of the Treasury
Internal Revenue Service

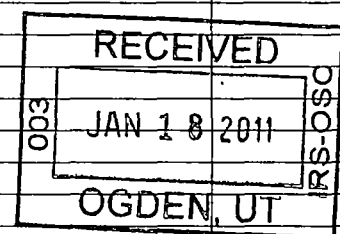
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

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

Use the IRS label Otherwise, print or type See Specific Instructions	Name of foundation THE WALTER C. KLEIN FOUNDATION, INC.		A Employer identification number 52-1705026
	Number and street (or P O box number if mail is not delivered to street address) Room/suite MCCABE HEIDRICH & WONG; 4 GATEHALL DR.		B Telephone number 973-605-1040
	City or town, state, and ZIP code PARSIPPANY, NJ 07054-4518		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,359,334. (Part I, column (d) must be on cash basis)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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	0.		N/A		
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments	15,158.	15,158.		STATEMENT 1	
	4 Dividends and interest from securities	25,891.	25,891.		STATEMENT 2	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	241,500.				
	b Gross sales price for all assets on line 6a	3,212,737.				
	7 Capital gain net income (from Part IV, line 2)		241,500.			
	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	-3,227.	-3,227.		STATEMENT 3		
12 Total Add lines 1 through 11	279,322.	279,322.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	50,000.	5,000.		45,000.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 4	7,650.	6,650.		1,000.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 5	620.	620.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 6	22,069.	22,069.		0.
	24 Total operating and administrative expenses Add lines 13 through 23		80,339.	34,339.		46,000.
	25 Contributions, gifts, grants paid		207,869.			207,869.
26 Total expenses and disbursements Add lines 24 and 25		288,208.	34,339.		253,869.	
27 Subtract line 26 from line 12		-8,886.				
a Excess of revenue over expenses and disbursements						
b Net investment income (if negative, enter -0-)			244,983.			
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	526,741.	122,920.	122,920.
	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 STMT 9	3,682,418.	4,044,415.	4,197,874.
	c Investments - corporate bonds STMT 10	0.	26,990.	38,540.
	11 Investments - land, buildings and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	4,209,159.	4,194,325.	4,359,334.	
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 ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	4,209,159.	4,194,325.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	4,209,159.	4,194,325.		
31 Total liabilities and net assets/fund balances	4,209,159.	4,194,325.		

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	4,209,159.
2 Enter amount from Part I, line 27a	2	-8,886.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	8,782.
4 Add lines 1, 2, and 3	4	4,209,055.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	14,730.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,194,325.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT C	P	VARIOUS	VARIOUS
b			
c			
d			
e			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,212,737.		2,971,237.	241,500.
b			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			241,500.
b			
c			
d			
e			
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 241,500.
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		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	276,539.	4,897,045.	.056471
2007	267,473.	6,073,748.	.044038
2006	263,844.	5,718,151.	.046141
2005	272,177.	5,311,020.	.051248
2004	282,356.	5,208,792.	.054208
2 Total of line 1, column (d)			2 .252106
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 .050421
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 4,785,110.
5 Multiply line 4 by line 3			5 241,270.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,450.
7 Add lines 5 and 6			7 243,720.
8 Enter qualifying distributions from Part XII, line 4			8 253,869.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,450.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,450.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income . Subtract line 4 from line 3. If zero or less, enter -0-	5	2,450.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,500.
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	4,500.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due . If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment . If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,050.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		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? Website address ► N/A	X		
14	The books are in care of ► MARGARET K. KLEIN Telephone no. ► (973) 605-1040 Located at ► C/O MHW; 4 GATEHALL DR., PARSIPPANY, NJ ZIP+4 ► 07054-4518			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) 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

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
MARGARET K. KLEIN C/O MCCABE HEIDRICH & WONG; 4 GATEHAL PARSIPPANY, NJ 07054	PRES./TREAS. AND TRUSTEE 15.00	50,000.	0.	0.
ANTOINETTE GEYELIN HOAR C/O MCCABE HEIDRICH & WONG; 4 GATEHAL PARSIPPANY, NJ 07054	VICE PRES. AND TRUSTEE 0.50	0.	0.	0.
ROBERT WONG C/O MCCABE HEIDRICH & WONG; 4 GATEHAL PARSIPPANY, NJ 07054	SECRETARY 0.15	0.	0.	0.
WALTER C. KLEIN C/O MCCABE HEIDRICH & WONG; 4 GATEHAL PARSIPPANY, NJ 07054	TRUSTEE 0.50	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

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."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains '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

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

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

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'. Total Add lines 1 through 3 0.

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	4,645,349.
b	Average of monthly cash balances	1b	212,631.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,857,980.
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	4,857,980.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	72,870.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,785,110.
6	Minimum investment return. Enter 5% of line 5	6	239,256.

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	239,256.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,450.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,450.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	236,806.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	236,806.
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	236,806.

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	253,869.
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	253,869.
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	2,450.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	251,419.

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				236,806.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			191,530.	
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 ▶ \$ 253,869.				
a Applied to 2008, but not more than line 2a			191,530.	
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				62,339.
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				
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				174,467.
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 XV Supplementary Information (continued)

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)				
<i>a Paid during the year</i>				
SEE ATTACHED STATEMENT B	N/A	PUBLIC CHARITIES	UNRESTRICTED	207,869.
Total			▶ 3a	207,869.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BNY MELLON - NOMINEE - INTEREST INCOME	19,929.
LESS: BNY MELLON - NOMINEE - ACCRUED INTEREST PAID	-4,771.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,158.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON - NOMINEE - DIVIDEND INCOME	25,884.	0.	25,884.
FROM K-1 - ENERGY TRANSFER EQUITY, LP - DIVIDENDS	5.	0.	5.
FROM K-1 - ENERGY TRANSFER EQUITY, LP - INTEREST	2.	0.	2.
TOTAL TO FM 990-PF, PART I, LN 4	25,891.	0.	25,891.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - ENERGY TRANSFER EQUITY, LP - ORDINARY INCOME	-3,227.	-3,227.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-3,227.	-3,227.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,650.	6,650.		1,000.
TO FORM 990-PF, PG 1, LN 16B	7,650.	6,650.		1,000.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	620.	620.		0.
TO FORM 990-PF, PG 1, LN 18	620.	620.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	20,583.	20,583.		0.
BANK CUSTODIAL FEES	1,461.	1,461.		0.
ANNUAL FILING FEE	25.	25.		0.
TO FORM 990-PF, PG 1, LN 23	22,069.	22,069.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7
DESCRIPTION		AMOUNT
BOOK LOSS ON FYE 6/30/10 TAX TRADES SETTLED FYE 6/30/11		4,011.
ACCRUED INTEREST PAID FYE 6/30/09 DEDUCTIBLE FYE 6/30/10		4,771.
TOTAL TO FORM 990-PF, PART III, LINE 3		8,782.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
BOOK LOSS ON FYE 6/30/09 TAX TRADES SETTLED FYE 6/30/10	14,730.
TOTAL TO FORM 990-PF, PART III, LINE 5	14,730.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT A	2,044,415.	1,936,506.
1,192.830 UNITS WELCH ENTREPRENEURIAL FUND, LTD.	1,500,000.	1,665,653.
327.962 UNITS WELCH LIFE SCIENCES FUND, LTD.	500,000.	595,715.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,044,415.	4,197,874.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
41,000 SAVVIS INC.; 3.00%; DUE 05/15/12	26,990.	38,540.
TOTAL TO FORM 990-PF, PART II, LINE 10C	26,990.	38,540.

FORM 990-PF PART XV - LINE 1A STATEMENT 11
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

MARGARET K. KLEIN
WALTER C. KLEIN

Asset detail

Equities

U S common stocks

Energy

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
1,620	Canadian Nat Res LTD (CNQ)	\$ 33 2300	\$ 53,832 60	\$ 52,864 25	\$ 968 35	\$ 476 28	0 9%	2 6%
1,580	Chesapeake Energy Corp (CHK)	20 9500	33,101 00	20,669 84	12,431 16	474 00	1 4	1 6
2,810	Halliburton Co (HAL)	24 5500	68,985 50	87,099 44	-18,113 94	1,011 60	1 5	3 3
950	Occidental Petroleum Corp (OXY)	77 1500	73,292 50	74,078 39	-785 89	1,444 00	2 0	3 5
760	Schlumberger LTD (SLB)	55 3400	42,058 40	51,472 98	-9,414 58	638 40	1 5	2 0
Total energy			\$ 271,270 00	\$ 286,184 90	\$ -14,914 90	\$ 4,044 28		12 9%

Industrials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
3,410	Republic Svcs Inc CL A (RSG)	\$ 29 7300	\$ 101,379 30	\$ 95,134 12	\$ 6,245 18	\$ 2,591 60	2 6%	4 8%
Total industrials			\$ 101,379 30	\$ 95,134 12	\$ 6,245 18	\$ 2,591 60		4 8%

Consumer discretionary

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
7,630	Cbs Corp (CBS) Class B	\$ 12 9300	\$ 98,655 90	\$ 118,667 50	\$ -20,011 60	\$ 1,526 00	1 6%	4 7%
2,520	Omnicom Group Inc (OMC)	34 3000	86,436 00	101,039 04	-14,603 04	2,016 00	2 3	4 1
Total consumer discretionary			\$ 185,091 90	\$ 219,706 54	\$ -34,614 64	\$ 3,542 00		8 8%

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Consumer staples

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
3,280	Cvs Caremark Corporation (CVS)	\$ 29 3200	\$ 96,169 60	\$ 111,268 96	\$ -15,099 36	\$ 1,148 00	1 2%	4 6%
1,640	Coca - Cola Co (KO)	50 1200	82,196 80	82,048 37	148 43	2,886 40	3 5	3 9
890	Colgate-Palmolive Company (CL)	78 7600	70,096 40	66,836 53	3,259 87	1,886 80	2 7	3 3
Total consumer staples			\$ 248,462 80	\$ 260,153 86	\$ -11,691 06	\$ 5,921 20		11 9%

Healthcare

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
1,030	Abbott Laboratories (ABT)	\$ 46 7800	\$ 48,183 40	\$ 53,116 41	\$ -4,933 01	\$ 1,812 80	3 8%	2 3%
4,190	Allscripts Healthcare Solutions Inc (MDRX)	16 1000	67,459 00	57,602 86	9,856 14	0 00	0 0	3 2
1,100	Eclipsys Corp (ECLP)	17 8400	19,624 00	20,063 35	-439 35	0 00	0 0	0 9
2,990	Genomic Health Inc (GHDX)	12 9300	38,660 70	45,206 54	-6,545 84	0 00	0 0	1 8
1,180	McKesson Corporation (MCK)	67 1600	79,248 80	75,007 05	4,241 75	849 60	1 1	3 8
4,210	Myriad Genetics Inc (MYGN)	14 9500	62,939 50	93,581 93	-30,642 43	0 00	0 0	3 0
4,200	Vca Antech Inc (WOOF)	24 7600	103,992 00	113,362 52	-9,370 52	0 00	0 0	5 0
Total healthcare			\$ 420,107 40	\$ 457,940 66	\$ -37,833 26	\$ 2,662 40		20 0%

Financials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
4,750	Bank Of America Corporation (BAC)	\$ 14 3700	\$ 68,257 50	\$ 75,695 56	\$ -7,438 06	\$ 190 00	0 3%	3 3%
8,800	Citigroup Inc (C)	3 7600	33,088 00	33,570 90	-482 90	0 00	0 0	1 6
Total financials			\$ 101,345 50	\$ 109,266 46	\$ -7,920 96	\$ 190 00		4 8%

Information technology

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
160	Apple Inc (AAPL)	\$ 251 5300	\$ 40,244 80	\$ 43,530 15	\$ -3,285 35	\$ 0 00	0 0%	1 9%
220	Google Inc (GOOG)	444 9500	97,889 00	116,165 26	-18,276 26	0 00	0 0	4 7
2,430	Intel Corp (INTC)	19 4500	47,263 50	50,083 30	-2,819 80	1,530 90	3 2	2 3

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Information technology
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
2,930	Qualcomm Inc (QCOM)	32 8400	96,221 20	117,678 19	-21,456 99	2,226 80	2 3	4 6
10,560	Sapient Corp (SAPE)	10 1400	107,078 40	70,910 66	36,167 74	0 00	0 0	5 1
3,130	Vanan Semiconductor Equipment Assoc(VSEA) Spun Off From Vanan Associates Inc Effective 3/24/99 1 For 1 Basis	28 6600	89,705 80	95,346 20	-5,640 40	0 00	0 0	4 3

Total information technology \$ 478,402 70 \$ 493,713 76 \$ -15,311 06 \$ 3,757 70 22 8%

Telcommunications services

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
3,900	At & T Inc (T)	\$ 24 1900	\$ 94,341 00	\$ 97,542 25	\$ -3,201 25	\$ 6,552 00	6 9%	4 5%

Total telcommunications services \$ 94,341 00 \$ 97,542 25 \$ -3,201 25 \$ 6,552 00 4 5%

Total U S common stocks \$ 1,900,400 60 \$ 2,019,642 55 \$ -119,241 95 \$ 29,261 18 90 6%

Total equities \$ 1,900,400 60 \$ 2,019,642 55 \$ -119,241 95 \$ 29,261 18 90 6%

Fixed income

Taxable

Convertibles

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
41,000	Savvs Inc DTD 5/9/2007 3% 5/15/2012 Convertible Until 5/15/2012 Moody's N/A S&P N/A	\$ 94 0000	\$ 38,540 00	\$ 32,986 17	\$ 5,553 83	\$ 1,230 00	3 2%	1 8%

Total taxable convertibles \$ 38,540 00 \$ 32,986 17 \$ 5,553 83 \$ 1,230 00 1 8%

Total taxable fixed income \$ 38,540 00 \$ 32,986 17 \$ 5,553 83 \$ 1,230 00 1 8%

Total fixed income \$ 38,540 00 \$ 32,986 17 \$ 5,553 83 \$ 1,230 00 1 8%

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STATEMENT A

Alternative investments

Private equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
1 050	Energy Transfer Equity LP	\$ 33 7500	\$ 35,437 50	\$ 30,603 33	\$ 4,834 17	\$ 2 268 00	6 4%	1 7%
Total private equity			\$ 35 437 50	\$ 30,603 33	\$ 4,834 17	\$ 2,268 00		1 7%
Total alternative investments			\$ 35 437 50	\$ 30 603 33	\$ 4,834 17	\$ 2,268 00		1 7%

Other assets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
720	Dividend Tax Reclaim Switzerland 2010	\$ 0 9276	\$ 667 90	\$ 669 70	\$ 1 80	\$ 0 00	0 0%	0 0%
Total other assets			\$ 667 90	\$ 669 70	\$ 1 80	\$ 0 00		0 0%

Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
122,273 61 BNY Mellon Money Market Func CL M (Principal Holding)	\$ 122,273 61	\$ 122 273 61		\$ 134 50	0 1%	5 8%
Principal Cash	111,633 17					
Income Cash	111,633 17					
Total cash and cash equivalents	\$ 122 273 61	\$ 122,273 61	\$ 0 00	\$ 134 50		5 8%
Total assets	\$ 2,097,319 61	\$ 2,206,175 36	\$ -108 855 75	\$ 32,893 68		100 0%

	FMV	Cost
Total Assets	\$2,097,319 61	\$2,206,175 36
Less Savvis bond	(38,540 00)	(32,986 17)
Less Cash	(122,273 61)	(122,273 61)
Less Energy Transfer adj		(6,501 00)
Total Investments - corporate stock	<u>\$1,936,506 00</u>	<u>\$2,044,414 58</u>

The Walter C Klein Fdn, Inc/Welch
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STATEMENT A

THE WALTER C. KLEIN FOUNDATION, INC.
2009 FORM 990-PF
EIN #: 52-1705026
PART XV, LINE 3(a)
CONTRIBUTIONS

DONEE	ADDRESS	DATE	CHECK NO.	AMOUNT
ALVIN AILEY DANCE FOUNDATION, INC (AKA ALVIN AILEY AMERICAN DANCE THEATER)	THE JOAN WEILL CENTER FOR DANCE 405 WEST 55TH STREET NEW YORK, NY 10019	06/16/10	844	10,000
AMERICAN MUSEUM OF NATURAL HISTORY (AKA A M N H)	79TH STREET & CENTRAL PARK WEST NEW YORK, NY 10024	06/16/10	846	24,755
BRONX ACADEMY HIGH SCHOOL	1440 STORY AVENUE BRONX, NY 10473	06/16/10	847	1,000
BROOKLYN INSTITUTE OF ARTS AND SCIENCES (AKA BROOKLYN MUSEUM)	200 EASTERN PARKWAY BROOKLYN, NY 11238	06/16/10	848	2,360
CHILDREN'S AID SOCIETY (AKA CHILDREN'S AID, CAS)	105 EAST 22ND STREET NEW YORK, NY 10010	06/16/10	849	25,000
CITY HARVEST, INC	575 8TH AVENUE, 4TH FLOOR NEW YORK, NY 10018	06/16/10	850	1,000
COALITION FOR THE HOMELESS, INC (AKA CFTH)	129 FULTON STREET NEW YORK, NY 10038	06/16/10	851	10,000
DANCE THEATRE OF HARLEM INC (AKA DTH)	466 WEST 152ND STREET NEW YORK, NY 10031	06/16/10	852	2,500
HARLEM ACADEMY	1330 FIFTH AVENUE NEW YORK, NY 10026	06/16/10	853	1,000
INTERNATIONAL FOUNDATION FOR ART RESEARCH INC	500 FIFTH AVENUE, SUITE 935 NEW YORK, NY 10110	06/16/10	854	1,000
KINGDOM HOUSE	1321 SOUTH 11TH STREET ST LOUIS, MO 63104	06/16/10	855	2,500
2002 LINCOLN CENTER THEATRE SUPPORTING FOUNDATION IRRV CHAR TR	150 WEST 65TH STREET NEW YORK, NY 10023	06/16/10	856	2,060
METROPOLITAN MUSEUM OF ART	1000 5TH AVENUE NEW YORK, NY 10028	06/16/10	857	7,000
MOHONK PRESERVE, INC	P O BOX 715 NEW PALTZ, NY 12561	06/16/10	845	1,000
NARAL PRO-CHOICE NEW YORK INC	470 PARK AVENUE SOUTH, 7TH FLOOR NEW YORK, NY 10016	06/16/10	859	10,000
NATURE CONSERVANCY, INC (AKA TNC)	4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	06/16/10	869	10,000
NEW YORK CITY BALLET INC	70 LINCOLN CENTER PLAZA FRONT 4 NEW YORK, NY 10023	06/16/10	860	6,500
THE NEW YORK PUBLIC LIBRARY	FIFTH AVENUE & 42ND STREET, ROOM 73 NEW YORK, NY 10018	06/16/10	861	9,785

THE WALTER C. KLEIN FOUNDATION, INC.
2009 FORM 990-PF
EIN #: 52-1705026
PART XV, LINE 3(a)
CONTRIBUTIONS

DONEE	ADDRESS	DATE	CHECK NO.	AMOUNT
NEW YORK SHAKESPEARE FESTIVAL	425 LAFAYETTE STREET NEW YORK, NY 10003	VARIOUS	840, 865	1,590
PLAID HOUSE INC	54 WESTERN AVENUE MORRISTOWN, NJ 07960	06/16/10	862	1,000
PLANNED PARENTHOOD OF METROPOLITAN NEW JERSEY INC	151 WASHINGTON STREET NEWARK, NJ 07102	06/16/10	863	1,000
PLANNED PARENTHOOD OF NEW YORK CITY INC	26 BLEECKER STREET NEW YORK, NY 10012	06/16/10	864	10,000
RANDOLPH COLLEGE	2500 RIVERMONT AVENUE LYNCHBURG, VA 24503	06/16/10	866	1,000
RENSSELAERVILLE INSTITUTE (AKA THE INSTITUTE ON MAN AND SCIENCE)	63 HUYCK ROAD RENSSELAERVILLE, NY 12147	06/16/10	867	1,000
THE DOOR - A CENTER OF ALTERNATIVES, INC	121 AVENUE OF THE AMERICAS NEW YORK, NY 10013	06/16/10	868	5,000
TRICKLE UP PROGRAM, INC (AKA TRICKLE UP)	104 WEST 27TH STREET, 12TH FLOOR NEW YORK, NY 10001	06/16/10	870	25,000
WELLESLEY COLLEGE	106 CENTRAL STREET WELLESLEY, MA 02481	06/16/10	871	25,000
WILDLIFE CONSERVATION SOCIETY (AKA WCS)	2300 SOUTHERN BOULEVARD BRONX, NY 10460	06/16/210	872	9,819
TOTAL				<u>207,869</u>

THE WALTER C. KLEIN FOUNDATION, INC.

2009 FORM 990-PF

EIN #: 52-1705026

GAIN OR LOSS FROM SALE OF ASSETS

Date	Shares	Security	Proceeds	Cost Basis	Gain/Loss
07/23/09	160.00	INVENTIV HEALTH INC	2,360.71	4,745.82	(2,385.11)
07/23/09	230.00	MICROSOFT CORPORATION	5,859.72	6,610.71	(750.99)
07/23/09	230.00	MICROSOFT CORPORATION	5,852.55	6,610.70	(758.15)
07/23/09	200.00	MICROSOFT CORPORATION	5,092.53	5,748.44	(655.91)
07/23/09	230.00	MICROSOFT CORPORATION	5,853.05	6,610.71	(757.66)
07/23/09	660.00	ODYSSEY HEALTHCARE INC	7,237.57	6,241.31	996.26
07/24/09	120.00	INVENTIV HEALTH INC	1,770.51	3,559.37	(1,788.86)
07/24/09	60.00	ODYSSEY HEALTHCARE INC	655.90	554.10	101.80
07/27/09	170.00	INVENTIV HEALTH INC	2,532.69	5,042.44	(2,509.75)
07/27/09	10.00	ODYSSEY HEALTHCARE INC	109.28	92.35	16.93
07/28/09	110.00	INVENTIV HEALTH INC	1,633.68	3,262.76	(1,629.08)
07/28/09	100.00	ODYSSEY HEALTHCARE INC	1,093.23	920.30	172.93
07/29/09	120.00	INVENTIV HEALTH INC	1,787.66	3,559.37	(1,771.71)
07/29/09	150.00	ODYSSEY HEALTHCARE INC	1,643.56	1,375.70	267.86
07/30/09	150.00	INVENTIV HEALTH INC	2,246.72	4,449.21	(2,202.49)
07/31/09	140.00	INVENTIV HEALTH INC	2,158.80	4,152.60	(1,993.80)
08/04/09	160.00	APPLE	26,401.77	21,681.87	4,719.90
08/06/09	440.00	INVENTIV HEALTH INC	6,151.79	10,655.84	(4,504.05)
08/06/09	80.00	INVENTIV HEALTH INC	1,102.59	2,372.91	(1,270.32)
08/07/09	270.00	INVENTIV HEALTH INC	3,772.34	4,954.91	(1,182.57)
08/10/09	340.00	INVENTIV HEALTH INC	4,700.65	6,212.65	(1,512.00)
08/10/09	1,050.00	PSYCHIATRIC SOLUTIONS INC	28,306.33	26,462.02	1,844.31
08/11/09	290.00	INVENTIV HEALTH INC	4,005.61	5,297.87	(1,292.26)
08/12/09	140.00	INVENTIV HEALTH INC	1,957.32	2,557.51	(600.19)
08/28/09	4,470.00	CITIGROUP INC	22,952.86	21,312.40	1,640.46
08/28/09	480.00	CITIGROUP INC	2,425.48	2,281.73	143.75
08/28/09	540.00	GILEAD SCIENCES INC	24,268.49	23,618.69	649.80
08/28/09	2,050.00	MICROSOFT CORPORATION	51,182.67	54,039.01	(2,856.34)
08/28/09	430.00	MICROSOFT CORPORATION	10,609.25	9,812.63	796.62
08/28/09	440.00	MICROSOFT CORPORATION	10,873.18	10,115.21	757.97
08/28/09	480.00	QIAGEN NV	9,822.90	7,967.42	1,855.48
08/31/09	80.00	QIAGEN NV	1,638.25	1,327.91	310.34
09/01/09	160.00	APPLE	26,953.26	21,681.87	5,271.39
09/01/09	42,000.00	GTE CALIF INC 6 700% 9/01/09 42,000 PAR VALUE AT 100 %	42,000.00	42,761.88	(761.88)
09/03/09	230.00	AMEDISYS	7,632.28	11,158.26	(3,525.98)
09/03/09	380.00	MEMC ELECTR MATLS INC	5,944.30	7,701.75	(1,757.45)
09/03/09	540.00	MEMC ELECTR MATLS INC	8,585.62	11,085.05	(2,499.43)
09/03/09	1,080.00	MEMC ELECTR MATLS INC	17,178.36	22,223.82	(5,045.46)
09/03/09	1,270.00	SAPIENT CORP	9,260.47	8,064.82	1,195.65
09/04/09	80.00	AMEDISYS	2,792.80	3,877.15	(1,084.35)
09/04/09	1,890.00	SAPIENT CORP	13,952.19	11,814.10	2,138.09
09/08/09	90.00	AMEDISYS	3,223.57	4,361.80	(1,138.23)
09/09/09	20.00	AMEDISYS	736.86	969.29	(232.43)
09/10/09	240.00	AMEDISYS	9,262.75	11,499.74	(2,236.99)
09/11/09	20.00	AMEDISYS	789.18	956.26	(167.08)
09/15/09	82,000.00	COUNTRYWIDE HOME LNS 4 125% 9/15/09 82,000 PAR VALUE AT 100 %	82,000.00	82,015.58	(15.58)
09/15/09	23,000.00	NEXTEL COMMUNICATIONS 5 25% 1/15/10	23,000.00	21,160.00	1,840.00
09/15/09	1,120.00	PROSHARES ULTRASHORT S AND P 500	45,665.81	49,248.72	(3,582.91)
09/15/09	220.00	PROSHARES ULTRASHORT S AND P 500	9,018.67	9,673.42	(654.75)
09/16/09	380.00	AMEDISYS	16,446.13	16,512.78	(66.65)
09/16/09	210.00	QIAGEN NV	4,812.91	3,421.71	1,391.20
09/16/09	370.00	QIAGEN NV	8,486.58	5,852.83	2,633.75
09/16/09	600.00	SAPIENT CORP	4,780.26	3,668.75	1,111.51
09/17/09	50.00	AMEDISYS	2,152.70	2,133.13	19.57

STATEMENT C

THE WALTER C. KLEIN FOUNDATION, INC.

2009 FORM 990-PF

EIN #: 52-1705026

GAIN OR LOSS FROM SALE OF ASSETS

Date	Shares	Security	Proceeds	Cost Basis	Gain/Loss
09/17/09	1,340 00	PROSHARES ULTRASHORT S AND P 500	53,066.11	58,513.31	(5,447 20)
09/17/09	410 00	QIAGEN NV	9,425.58	6,288 19	3,137 39
09/17/09	160.00	QIAGEN NV	3,685 30	2,454 98	1,230 32
09/18/09	170.00	AMEDISYS	7,317 14	7,252 64	64.50
09/22/09	360.00	AMEDISYS	16,266.43	15,211 88	1,054 55
09/22/09	130 00	SAPIENT CORP	1,085.47	793.63	291 84
09/22/09	40 00	SAPIENT CORP	334 39	243.98	90 41
09/23/09	170 00	PSYCHIATRIC SOLUTIONS INC	4,887 10	4,228.63	658 47
09/23/09	90 00	SAPIENT CORP	752 43	548 95	203 48
09/24/09	50 00	PSYCHIATRIC SOLUTIONS INC	1,383.60	1,243 72	139 88
09/24/09	290 00	PSYCHIATRIC SOLUTIONS INC	8,015.65	7,213 55	802 10
09/30/09	220 00	CHECK POINT SOFTWARE TECH ORD	6,226 13	5,256 37	969 76
09/30/09	210 00	CHECK POINT SOFTWARE TECH ORD	5,943 23	5,017.44	925 79
09/30/09	10 00	CHECK POINT SOFTWARE TECH ORD	282.39	238 93	43 46
10/01/09	430 00	CHECK POINT SOFTWARE TECH ORD	12,034 87	10,272 01	1,762 86
10/02/09	880 00	CHECK POINT SOFTWARE TECH ORD	25,094 84	21,018 91	4,075 93
10/12/09	660 00	VESTAS WIND SYSTEMS	42,051 15	47,198 69	(5,147 54)
10/14/09	420 00	SAPIENT CORP	3,613 42	2,552 62	1,060 80
10/14/09	280 00	SAPIENT CORP	2,406.23	1,696.09	710 14
10/19/09	350 00	SAPIENT CORP	3,122 97	2,056 06	1,066 91
10/19/09	560 00	SAPIENT CORP	4,973 96	3,273 09	1,700 87
10/19/09	590 00	SAPIENT CORP	5,240 77	3,555 09	1,685 68
10/20/09	30 00	MEMC ELECTR MATLS INC	471 76	606.59	(134 83)
10/20/09	430 00	MEMC ELECTR MATLS INC	6,725.42	8,293 85	(1,568 43)
10/20/09	320 00	MEMC ELECTR MATLS INC	4,984 70	5,891.37	(906 67)
10/21/09	200 00	CHECK POINT SOFTWARE TECH ORD	6,087.28	4,772 40	1,314 88
10/21/09	60 00	MEMC ELECTR MATLS INC	944.48	1,101 16	(156 68)
10/21/09	310 00	MEMC ELECTR MATLS INC	4,857 73	5,689.34	(831 61)
10/22/09	170 00	CHECK POINT SOFTWARE TECH ORD	5,335 70	4,014.63	1,321 07
10/22/09	220 00	CHECK POINT SOFTWARE TECH ORD	6,904.43	5,195 41	1,709 02
10/22/09	60 00	MEMC ELECTR MATLS INC	917.67	1,101 16	(183 49)
10/22/09	220.00	MEMC ELECTR MATLS INC	3,371 41	4,005.89	(634.48)
10/23/09	310 00	CHECK POINT SOFTWARE TECH ORD	9,813.05	7,304 39	2,508.66
10/23/09	1,240 00	CHESAPEAKE ENERGY CORP	33,575 12	16,370 85	17,204 27
11/02/09	40.00	SAPIENT CORP	327.15	233 79	93.36
11/02/09	530 00	SAPIENT CORP	4,299 30	3,023.01	1,276 29
11/03/09	60 00	MEMC ELECTR MATLS INC	750.12	1,092 52	(342 40)
11/03/09	320 00	MEMC ELECTR MATLS INC	3,988.16	5,743.79	(1,755 63)
11/03/09	770 00	WEATHERFORD INTL LTD	13,768 24	15,431 99	(1,663 75)
11/03/09	40 00	WEATHERFORD INTL LTD	719 98	801.66	(81 68)
11/03/09	550 00	WEATHERFORD INTL LTD	9,831 77	11,467 71	(1,635 94)
11/03/09	550 00	WEATHERFORD INTL LTD	9,830.56	11,022.85	(1,192 29)
11/05/09	20 00	DEVON ENERGY CORPORATION	1,357 86	1,780 00	(422 14)
11/05/09	290 00	DEVON ENERGY CORPORATION	19,689.42	25,810.03	(6,120 61)
11/23/09	22,000 00	MERRILL LYNCH & CO 4.79% 8/04/10 22,000 PAR VALUE AT 102 5 %	22,550 00	21,803 54	746 46
11/23/09	200 00	CHECK POINT SOFTWARE TECH ORD	6,601.39	4,654.98	1,946 41
11/24/09	200 00	CHECK POINT SOFTWARE TECH ORD	6,580.51	4,604 75	1,975 76
11/24/09	400 00	MEMC ELECTR MATLS INC	4,843 32	6,855 60	(2,012 28)
11/24/09	125,000 00	WELLPOINT INC 5 0% 1/15/11 125,000 PAR VALUE AT 103.662 %	129,577 50	127,637 60	1,939 90
11/25/09	120 00	CHECK POINT SOFTWARE TECH ORD	3,906.49	2,579 39	1,327 10
11/25/09	270.00	CHECK POINT SOFTWARE TECH ORD	8,792.08	5,768.98	3,023 10
11/25/09	330 00	MEMC ELECTR MATLS INC	4,050 98	5,462 29	(1,411 31)
11/27/09	430 00	MEMC ELECTR MATLS INC	5,165.93	7,115 73	(1,949 80)
12/04/09	310 00	FEDEX	26,956.88	24,591 27	2,365 61

STATEMENT C

THE WALTER C. KLEIN FOUNDATION, INC.

2009 FORM 990-PF

EIN #: 52-1705026

GAIN OR LOSS FROM SALE OF ASSETS

Date	Shares	Security	Proceeds	Cost Basis	Gain/Loss
12/07/09	47,000 00	AOL TIME WARNER INC 6 75% 4/15/11 47,000 PAR VALUE AT 106 692 %	50,145 24	49,142 73	1,002 51
12/11/09	54,000 00	BANK OF AMERICA CORP 7 4% 1/15/11 54,000 PAR VALUE AT 105 793 %	57,128.22	54,581.04	2,547 18
12/11/09	190 00	ODYSSEY HEALTHCARE INC	2,839.82	1,742.55	1,097 27
12/11/09	15,000.00	STAPLES INC 7 75% 4/01/11 15,000 PAR VALUE AT 107 653 %	16,147 95	15,854.70	293 25
12/14/09	230 00	ODYSSEY HEALTHCARE INC	3,448 65	2,109 40	1,339 25
12/15/09	400.00	ODYSSEY HEALTHCARE INC	6,138.56	3,658.01	2,480 55
12/15/09	80.00	XTO ENERGY INC	3,839.39	3,319.23	520 16
12/15/09	250 00	XTO ENERGY INC	11,968 92	10,367 68	1,601 24
12/15/09	200 00	XTO ENERGY INC	9,578.85	8,293 98	1,284 87
12/16/09	130 00	ODYSSEY HEALTHCARE INC	1,984.11	1,179.85	804.26
12/17/09	230 00	ODYSSEY HEALTHCARE INC	3,480.20	2,087.43	1,392.77
12/18/09	560 00	LABORATORY CORP AMER HLDGS	41,635.94	38,766 95	2,868 99
12/18/09	210 00	LABORATORY CORP AMER HLDGS	15,638 17	15,410.49	227 68
12/18/09	220 00	ODYSSEY HEALTHCARE INC	3,332 82	1,993.72	1,339 10
12/18/09	330 00	ODYSSEY HEALTHCARE INC	4,973 47	2,978 75	1,994 72
12/18/09	200 00	VERISIGN INC	4,801 58	4,326 26	475 32
12/18/09	480 00	VERISIGN INC	11,509 43	10,383.03	1,126 40
12/21/09	320 00	ECLIPSYS CORP	6,032.29	5,926 46	105 83
12/21/09	1,400.00	ODYSSEY HEALTHCARE INC	21,321 45	12,606.21	8,715 24
12/21/09	200 00	ODYSSEY HEALTHCARE INC	3,053.62	1,805 30	1,248 32
12/22/09	300 00	ECLIPSYS CORP	5,682 03	5,549.88	132 15
12/22/09	480 00	ODYSSEY HEALTHCARE INC	7,527 03	4,312 40	3,214 63
12/23/09	350 00	ODYSSEY HEALTHCARE INC	5,548 94	3,135 86	2,413 08
12/24/09	20 00	ECLIPSYS CORP	379.69	369 79	9 90
12/24/09	60 00	ODYSSEY HEALTHCARE INC	950 37	537 58	412 79
12/28/09	140 00	ODYSSEY HEALTHCARE INC	2,221 42	1,254 34	967 08
12/29/09	180 00	SOLD ODYSSEY HEALTHCARE INC 180 SHARES AT \$15.8086	2,842 78	1,612 73	1,230 05
12/30/09	300 00	ECLIPSYS CORP	5,550.28	5,517 00	33 28
12/31/09	430 00	SOLD ECLIPSYS CORP 430 SHARES AT \$18 7095	8,038 43	7,926 50	111 93
01/04/10	510.00	ECLIPSYS CORP	9,557 56	9,378.90	178 66
01/05/10	860.00	ECLIPSYS CORP	16,550 87	12,373.75	4,177 12
01/06/10	1,840 00	ECLIPSYS CORP	36,361 32	26,298 75	10,062 57
01/07/10	110 00	ODYSSEY HEALTHCARE INC	1,820.40	985 56	834 84
01/08/10	780 00	LABORATORY CORP AMER HLDGS	57,852.44	49,651 81	8,200 63
01/08/10	160 00	ODYSSEY HEALTHCARE INC	2,652 14	1,432.12	1,220 02
01/11/10	140 00	ODYSSEY HEALTHCARE INC	2,281.91	1,252 69	1,029 22
01/27/10	270 00	GILEAD SCIENCES INC	12,893.69	11,807.18	1,086 51
01/27/10	270 00	GILEAD SCIENCES INC	12,979 57	11,807.34	1,172 23
02/01/10	560 00	POWERSHARES WILDERH CLEAN EN FD	5,430 53	5,560 79	(130 26)
02/01/10	230 00	POWERSHARES WILDERH CLEAN EN FD	2,221.56	2,283.72	(62 16)
02/02/10	590.00	AUTOMATIC DATA PROCESSING INC	24,169.93	24,985 52	(815 59)
02/02/10	790 00	POWERSHARES WILDERH CLEAN EN FD	7,772 79	7,714.78	58 01
02/02/10	340.00	POWERSHARES WILDERH CLEAN EN FD	3,356 98	3,369.87	(12 89)
02/03/10	900 00	POWERSHARES WILDERH CLEAN EN FD	8,888 29	8,624 79	263.50
02/03/10	230 00	POWERSHARES WILDERH CLEAN EN FD	2,282 81	2,237 36	45 45
02/04/10	650 00	POWERSHARES WILDERH CLEAN EN FD	6,177 39	6,132.36	45.03
02/04/10	170 00	POWERSHARES WILDERH CLEAN EN FD	1,611.16	1,603 85	7 31
02/05/10	670.00	POWERSHARES WILDERH CLEAN EN FD	6,108.18	6,087.63	20.55
02/05/10	40 00	POWERSHARES WILDERH CLEAN EN FD	369 83	377 38	(7 55)
02/08/10	720 00	POWERSHARES WILDERH CLEAN EN FD	6,669.77	6,377 81	291.96
02/09/10	1,090.00	WEATHERFORD INTL LTD	16,516 12	21,604 13	(5,088 01)
02/09/10	580.00	WEATHERFORD INTL LTD	8,737.42	10,771 41	(2,033 99)
02/17/10	240 00	ODYSSEY HEALTHCARE INC	4,023 57	2,147 47	1,876 10
02/17/10	100 00	SCHLUMBERGER LTD	6,524.07	1,512.21	5,011 86

STATEMENT C

THE WALTER C. KLEIN FOUNDATION, INC.

2009 FORM 990-PF

EIN #: 52-1705026

GAIN OR LOSS FROM SALE OF ASSETS

Date	Shares	Security	Proceeds	Cost Basis	Gain/Loss
02/18/10	370 00	ODYSSEY HEALTHCARE INC	6,277.53	3,310.68	2,966.85
02/19/10	560 00	WEATHERFORD INTL LTD	9,242.90	9,704.43	(461.53)
02/19/10	560 00	WEATHERFORD INTL LTD	9,246.43	9,262.20	(15.77)
02/19/10	560 00	WEATHERFORD INTL LTD	9,238.76	9,258.20	(19.44)
02/19/10	30 00	WEATHERFORD INTL LTD	499.03	496.17	2.86
02/24/10	68 00	ODYSSEY HEALTHCARE INC	1,221.63	608.45	613.18
03/01/10	10.00	ODYSSEY HEALTHCARE INC	179.65	89.48	90.17
03/02/10	60 00	ODYSSEY HEALTHCARE INC	1,078.19	536.87	541.32
03/02/10	1,310 00	PAYCHEX INC	39,429.45	42,136.04	(2,706.59)
03/02/10	1,100 00	PAYCHEX INC	33,110.02	34,847.01	(1,736.99)
03/05/10	490 00	PSYCHIATRIC SOLUTIONS INC	11,839.77	12,039.72	(199.95)
03/10/10	410 00	PSYCHIATRIC SOLUTIONS INC	11,648.85	11,369.14	279.71
03/10/10	90.00	PSYCHIATRIC SOLUTIONS INC	2,494.30	2,495.66	(1.36)
03/10/10	310 00	VERISIGN INC	8,352.19	6,705.70	1,646.49
03/11/10	2,340 00	FOREX SWISS FRANCS	2,172.70	2,180.20	(7.50)
03/15/10	190 00	ODYSSEY HEALTHCARE INC	3,445.23	1,700.08	1,745.15
03/16/10	80 00	ODYSSEY HEALTHCARE INC	1,443.80	715.82	727.98
03/17/10	650 00	ODYSSEY HEALTHCARE INC	11,791.11	5,792.35	5,998.76
03/17/10	930 00	VERISIGN INC	24,846.03	20,096.45	4,749.58
03/18/10	330 00	ODYSSEY HEALTHCARE INC	6,050.27	2,923.78	3,126.49
03/19/10	1,350 00	PSYCHIATRIC SOLUTIONS INC	39,973.26	31,437.51	8,535.75
04/01/10	160 00	CANADIAN NAT RES LTD	12,318.05	10,899.95	1,418.10
04/01/10	210 00	UNION PAC CORP	15,400.68	14,272.11	1,128.57
04/01/10	820 00	VARIAN SEMICONDUCTOR EQUIPMENT ASSOC	27,233.54	26,418.49	815.05
04/05/10	350 00	UNION PAC CORP	25,746.40	23,030.52	2,715.88
04/05/10	880 00	VERISIGN INC	23,661.22	17,510.11	6,151.11
04/05/10	880 00	VERISIGN INC	23,645.73	18,055.94	5,589.79
04/05/10	50 00	VERISIGN INC	1,346.07	948.49	397.58
04/07/10	850 00	PSYCHIATRIC SOLUTIONS INC	25,594.77	14,703.67	10,891.10
04/09/10	890 00	ALLSCRIPTS-MISYS HEALTHCARE SOLUTION	19,467.26	16,927.60	2,539.66
04/09/10	700 00	ALLSCRIPTS-MISYS HEALTHCARE SOLUTION	15,464.42	12,664.12	2,800.30
04/09/10	1,100 00	CSX CORP	57,822.83	53,797.81	4,025.02
04/09/10	280 00	CSX CORP	14,726.18	14,702.01	24.17
04/14/10	420 00	PSYCHIATRIC SOLUTIONS INC	12,729.10	6,671.28	6,057.82
04/15/10	1,550 00	CITIGROUP INC	7,504.66	7,327.31	177.35
04/15/10	1,030 00	CITIGROUP INC	4,989.45	4,871.82	117.63
04/15/10	1,020.00	CITIGROUP INC	4,936.31	4,834.28	102.03
04/15/10	770 00	CITIGROUP INC	3,725.74	3,640.02	85.72
04/16/10	4,330 00	CITIGROUP INC	20,449.81	20,293.16	156.65
04/19/10	640 00	RYDER SYSTEM INC	27,358.84	24,691.65	2,667.19
04/20/10	260 00	QUALCOMM INC	11,248.48	11,672.16	(423.68)
04/28/10	45,000 00	SAVVIS INC CONV 3 0% 5/15/12 45,000 PAR VALUE AT 94 5 %	42,525.00	36,787.58	5,737.42
05/03/10	600 00	ROCHE HOLDING AG-GENUSSS	90,417.94	96,506.68	(6,088.74)
05/03/10	1,850 00	SUNCOR ENERGY INC	63,488.34	49,185.18	14,303.16
05/04/10	490 00	CLOROX CO	30,860.27	30,768.32	91.95
05/05/10	720 00	CLOROX CO	45,470.25	44,556.88	913.37
05/10/10	1,010 00	INTEL CORP	22,542.01	21,256.36	1,285.65
05/10/10	460 00	INTEL CORP	10,260.68	9,618.18	642.50
05/10/10	540 00	QUALCOMM INC	20,151.27	24,160.51	(4,009.24)
05/10/10	170 00	QUALCOMM INC	6,346.38	7,483.76	(1,137.38)
05/13/10	1,610 00	MCGRAW HILL COMPANIES INC	47,200.70	57,359.55	(10,158.85)
05/13/10	920 00	MCGRAW HILL COMPANIES INC	27,026.56	33,441.67	(6,415.11)
05/17/10	1,260 00	PSYCHIATRIC SOLUTIONS INC	40,782.61	19,992.15	20,790.46
05/17/10	90.00	PSYCHIATRIC SOLUTIONS INC	2,912.07	1,425.30	1,486.77

THE WALTER C. KLEIN FOUNDATION, INC.

2009 FORM 990-PF

EIN #: 52-1705026

GAIN OR LOSS FROM SALE OF ASSETS

Date	Shares	Security	Proceeds	Cost Basis	Gain/Loss
05/18/10	120 00	ODYSSEY HEALTHCARE INC	2,517.12	1,062.15	1,454 97
05/28/10	250 00	ENERGY TRANSFER EQUITY LP	7,692.22	7,473.80	218 42
05/28/10	140 00	ENERGY TRANSFER EQUITY LP	4,345.93	4,185 33	160 60
06/04/10	840 00	ODYSSEY HEALTHCARE INC	22,262 56	7,427.46	14,835 10
06/04/10	90 00	ODYSSEY HEALTHCARE INC	2,384 94	791 36	1,593 58
06/07/10	750 00	ODYSSEY HEALTHCARE INC	19,878 26	6,594 67	13,283 59
06/07/10	150 00	ODYSSEY HEALTHCARE INC	3,974.11	1,318 93	2,655 18
06/08/10	10 00	ABBOTT	459.58	518.18	(58 60)
06/08/10	380 00	ABBOTT	17,467 58	19,703 07	(2,235 49)
06/08/10	380 00	ABBOTT	17,459.48	19,690 69	(2,231 21)
06/08/10	110 00	MYRIAD GENETICS INC	1,968 39	2,949.80	(981 41)
06/08/10	110 00	MYRIAD GENETICS INC	1,968.33	2,949 80	(981 47)
06/08/10	60 00	MYRIAD GENETICS INC	1,073 22	1,608.63	(535.41)
06/08/10	20.00	MYRIAD GENETICS INC	357.64	536 33	(178 69)
06/08/10	840 00	ODYSSEY HEALTHCARE INC	22,259 62	7,361 05	14,898 57
06/08/10	50 00	ODYSSEY HEALTHCARE INC	1,324 95	436 96	887 99
06/09/10	10 00	MYRIAD GENETICS INC	178.60	268 08	(89 48)
06/10/10	650 00	MYRIAD GENETICS INC	11,657 75	17,412.03	(5,754 28)
06/10/10	2,770 00	ODYSSEY HEALTHCARE INC	73,765 24	23,783 57	49,981 67
06/11/10	120 00	MYRIAD GENETICS INC	2,147.77	3,185 92	(1,038 15)
06/11/10	10 00	MYRIAD GENETICS INC	179.10	265.49	(86.39)
06/14/10	220 00	CHESAPEAKE ENERGY CORP	5,551.85	2,892.21	2,659.64
06/14/10	280 00	MYRIAD GENETICS INC	5,047.95	7,433 80	(2,385 85)
06/14/10	170 00	MYRIAD GENETICS INC	3,070.90	4,513 38	(1,442 48)
06/14/10	110 00	MYRIAD GENETICS INC	1,977 88	2,920.42	(942 54)
06/15/10	340 00	ALLSCRIPTS-MISYS HEALTHCARE SOLUTION	5,584.24	5,825.15	(240 91)
06/15/10	210 00	ALLSCRIPTS-MISYS HEALTHCARE SOLUTION	3,467 27	3,580 90	(113 63)
06/23/10	60 00	ENERGY TRANSFER EQUITY LP	1,924 40	1,793 71	130 69
06/23/10	2 00	ODYSSEY HEALTHCARE INC	53.10	16 87	36 23
06/25/10	530 00	ENERGY TRANSFER EQUITY LP	17,043 24	15,793.95	1,249 29
06/25/10	1,730 00	INTEL CORP	34,775 70	36,186 65	(1,410 95)
06/25/10	690 00	INTEL CORP	13,881 11	14,398.02	(516 91)
06/28/10	630 00	ENERGY TRANSFER EQUITY LP	20,650.61	18,381.56	2,269 05
06/28/10	230 00	ENERGY TRANSFER EQUITY LP	7,695.16	6,771.18	923 98
06/29/10	190 00	ENERGY TRANSFER EQUITY LP	6,261 13	5,450 59	810 54
06/30/10	110 00	GOOGLE	49,401 93	59,993 50	(10,591 57)
06/30/10	1,290 00	SAPIENT CORP	13,006 33	10,446 29	2,560 04
06/30/10	1,730 00	INTEL CORP	34,793 00	36,186 65	(1,393 65)
06/30/10	(1,730.00)	INTEL CORP	(34,775 70)	(36,186 65)	1,410 95
		TOTAL	3,212,737.05	2,971,237 53	241,499 52

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ▶
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6 month extension - check this box and complete Part I only ▶

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3 month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization THE WALTER C. KLEIN FOUNDATION, INC.	Employer identification number 52-1705026
	Number, street, and room or suite no. If a P O box, see instructions MCCABE HEIDRICH & WONG; 4 GATEHALL DR.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PARSIPPANY, NJ 07054-4518	

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

MARGARET K. KLEIN

• The books are in the care of ▶ **C/O MHW; 4 GATEHALL DR. - PARSIPPANY, NJ 07054-4518**
Telephone No ▶ **(973) 605-1040** FAX No ▶ **(973) 605-1041**

- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ▶ If it is for part of the group, check this box ▶ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ calendar year _____ or
▶ tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	2,450.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	4,500.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions