Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning DEC 1, 2009 , and ending NOV 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: KISSINGER FAMILY FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): 200 BROADHOLLOW ROAD — Room/suite: 402

City or town, state, and ZIP code: MELVILLE, NY 11747

A Employer identification number: 11-3397778

B Telephone number: 631-351-8864

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [X] 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) ▶$ 4,791,600.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,000.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	137,437.	137,437.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	115,617.			STATEMENT 1
	b Gross sales price for all assets on line 6a 274,413.				
	7 Capital gain net income (from Part IV, line 2)		126,832.		
	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	449,498.	450,055.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	704,552.	714,324.		
Operating and Administrative Expenses	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				
	c Other professional fees STMT 4	6,698.	6,698.		0.
	17 Interest	37,958.	0.		0.
	18 Taxes STMT 5	1,093.	843.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,312.	0.		2,312.
	22 Printing and publications				
	23 Other expenses STMT 6	131,562.	85,965.		45,597.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	179,623.	93,506.		47,909.
	25 Contributions, gifts, grants paid	214,200.			214,200.
	26 **Total expenses and disbursements.** Add lines 24 and 25	393,823.	93,506.		262,109.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	310,729.			
	b **Net investment income** (if negative, enter -0-)		620,818.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED APR 18 2011 OGDEN, UT IRS-OSC

SCANNED APR 25 2011

923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

614

12120308 141434 ER794967 2009.05070 KISSINGER FAMILY FOUNDATION ER794961

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	371,195.	706,031.	706,031.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	3,546,655.	3,924,126.	4,085,569.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	3,917,850.	4,630,157.	4,791,600.
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	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,917,850.	4,630,157.	
	30 **Total net assets or fund balances**	3,917,850.	4,630,157.	
	31 **Total liabilities and net assets/fund balances**	3,917,850.	4,630,157.	

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	3,917,850.
2	Enter amount from Part I, line 27a	2	310,729.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	401,578.
4	Add lines 1, 2, and 3	4	4,630,157.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,630,157.

Form **990-PF** (2009)

923511
02-02-10

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	NET ST GAIN THRU K-1'S	P		
b	NET LT LOSS THRU K-1'S	P		
c	SEC 1256 GAINS THRU K-1'S	P		
d	NET GAIN ON HIGHBRIDGE REDEMPTIONS	P		
e	LAC CORP HOLDINGS	P	07/01/08	07/21/10

	(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	172,898.			172,898.
b			60,865.	-60,865.
c	4,794.			4,794.
d	61,293.		52,134.	9,159.
e	35,428.		34,582.	846.

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				172,898.
b				-60,865.
c				4,794.
d				9,159.
e				846.

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 } 2 126,832.

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	153,680.	4,189,510.	.036682
2007	193,364.	5,410,273.	.035740
2006	385,645.	7,609,029.	.050683
2005	273,681.	6,573,593.	.041633
2004	325,973.	6,992,335.	.046619

2	**Total** of line 1, column (d)	2	.211357
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	.042271
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,356,379.
5	Multiply line 4 by line 3	5	184,148.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,208.
7	Add lines 5 and 6	7	190,356.
8	Enter qualifying distributions from Part XII, line 4	8	262,109.

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	6,208.
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	6,208.
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	6,208.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
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	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	170.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	6,378.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	**Refunded** ▶	11	

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WALTER B. KISSINGER Telephone no. ▶631-351-8864

Located at ▶200 BROADHOLLOW RD, MELVILLE, NY ZIP+4 ▶11747

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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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

Form **990-PF** (2009)

923541
02-02-10

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

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 CONTRIBUTIONS SEE ATTACHED STATEMENT 11	214,200.
2 SHARED EXPENSES	44,750.
3 MEETINGS	2,312.
4 MISCELLANEOUS	847.

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 NONE	0.
2	
All other program-related investments. See instructions. 3	
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	4,106,292.
b	Average of monthly cash balances	1b	316,428.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,422,720.
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	4,422,720.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	66,341.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,356,379.
6	**Minimum investment return.** Enter 5% of line 5	6	217,819.

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	217,819.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 6,208.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	6,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	211,611.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	211,611.
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	211,611.

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	262,109.
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	262,109.
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	6,208.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	255,901.

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				211,611.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			173,605.	
b Total for prior years: 2007, 2006, 2005		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: ▶ $ 262,109.				
a Applied to 2008, but not more than line 2a			173,605.	
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				88,504.
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				123,107.
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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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).)

WALTER B. KISSINGER

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 ▶ [X] 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)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT 11 SEE ATTACHED STATEMENT MELVILLE, NY 11747	NONE	TAX EXEMPT	VARIOUS	214,200.
Total			▶ 3a	214,200.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

923611 02-02-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	137,437.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	900000	-14,697.		14,697.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	449,498.	
8 Gain or (loss) from sales of assets other than inventory			18	115,617.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PER K-1	900000	-11,308.		11,308.	
b PER K-1	900000	-12,510.		12,510.	
c RELATED INT EXP GROSS UP	900000	37,958.		-37,958.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-557.		703,109.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 702,552.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

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

▶ [signature] | 4/6/11 | ▶ TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 03/08/11	Check if self-employed ▶ ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code ▶ NUSSBAUM YATES BERG KLEIN & WOLPOW, LLP 445 BROAD HOLLOW ROAD, STE 319 MELVILLE, NY 11747		EIN ▶ Phone no. 631-845-5252	

Form **990-PF** (2009)

923622
02-02-10

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET ST GAIN THRU K-1'S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
172,898.	0.	0.	0.	172,898.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET LT LOSS THRU K-1'S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	60,865.	0.	0.	-60,865.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC 1256 GAINS THRU K-1'S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,794.	0.	0.	0.	4,794.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET GAIN ON HIGHBRIDGE REDEMPTIONS	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
61,293.	63,349.	0.	0.	-2,056.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LAC CORP HOLDINGS	PURCHASED	07/01/08	07/21/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35,428.	34,582.	0.	0.	846.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	115,617.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	16.	0.	16.
INVESTMENT INCOME THRU K-1'S	91,968.	0.	91,968.
ROCKEFELLER	45,453.	0.	45,453.
TOTAL TO FM 990-PF, PART I, LN 4	137,437.	0.	137,437.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER ORDINARY INCOME THRU K-1	-29,975.	-29,975.	
RENTAL INCOME THRU K-1'S	-21,589.	-21,589.	
MISC INCOME	1,062.	1,062.	
LESS UBTI FROM P&A MULTISECTOR	0.	-6,434.	
LESS UBTI FROM P&A DIV MGRS	0.	-7,706.	
LESS UBTI FROM GB VALUE	0.	14,697.	
MADOFF SIPC RECOVERY	500,000.	500,000.	
TOTAL TO FORM 990-PF, PART I, LINE 11	449,498.	450,055.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEES	6,698.	6,698.		0.
LESS AMT ALLOCATED TO 990T	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	6,698.	6,698.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARTNERSHIP K-1'S	1,184.	1,184.		0.
FEDERAL TAX ON UNRELATED BUSINESS	-341.	-341.		0.
NYS TAX ON UNRELATED BUSINESS	250.	250.		0.
LESS AMOUNT ALLOCATED TO 990-T	0.	-250.		0.
TO FORM 990-PF, PG 1, LN 18	1,093.	843.		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
REIMBURSEMENT OF SHARED EXPENSES	89,500.	44,750.		44,750.
PORTFOLIO RELATED DEDUCTIONS	41,215.	41,215.		0.
MISCELLANEOUS	692.	0.		692.
DUES	155.	0.		155.
TO FORM 990-PF, PG 1, LN 23	131,562.	85,965.		45,597.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
THRU P&A MULTI SECTOR K-1	227.
THRU P&A MULTI SECTOR K-1	211,527.
THRU P&A DIVERSIFIED MANAGERS K-1	209.
THRU P&A DIVERSIFIED MANAGERS K-1	151,075.
THRU GB VALUE K-1 OTHER BOOK/TAX DIFFERENCES	47.
ROCKEFELLER GLOBAL FUND	38,493.
TOTAL TO FORM 990-PF, PART III, LINE 3	401,578.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
P&A MULTI SECTOR FUND	COST	1,325,409.	1,425,361.
P&A DIVERSIFIED MGRS FUND	COST	1,440,939.	1,518,061.
HIGHBRIDGE CAPITAL	COST	98,409.	105,358.
GB VALUE FUND	COST	-20,974.	-21,053.
ROCKEFELLER	COST	1,080,343.	1,057,842.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,924,126.	4,085,569.

FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS | STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER B. KISSINGER LOWER DRIVE HUNTINGTON, NY 11743	TRUSTEE 1.00	0.	0.	0.
EUGENIE KISSINGER LOWER DRIVE HUNTINGTON, NY 11743	TRUSTEE 1.00	0.	0.	0.
WILLIAM KISSINGER 91 SUNNYSIDE AVE MILL VALLEY, CA 94941	TRUSTEE 1.00	0.	0.	0.
THOMAS KISSINGER 1733 NORWOOD AVENUE BOULDER, CO 80304	TRUSTEE 1.00	0.	0.	0.
DANA KISSINGER-MATRAY C/O WALTER B. KISSINGER 200 BROADHOLLOW ROAD 402 MELVILLE, NY 11747	TRUSTEE 1.00	0.	0.	0.
JOHN KISSINGFORD 2422 W ARGYLE PL DENVER, CO 80211	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Kissinger Family Foundation
CONTRIBUTIONS
Year Ending 11/30/10

Category/Agency	Relationship to FDN MGR	Purpose	1st HALF	2nd HALF	TOTAL
Education*					
Princeton Annual Giving	None	Education			-
St. Lawrence University (C)	None	Education	5,000		5,000
Stony Brook Foundation	None	Education	20,000		20,000
Radcliffe College	None	Education	2,000		2,000
Boalt Hall - UC	None	Education		2,000	2,000
Princeton University (SG)	None	Education	10,000		10,000
Bryn Mawr College	None	Education	1,500		1,500
Bread Loaf School of English	None	Education	500		500
University of Va (Ricky Keller)	None	Education	500		500
Princeton University	None	Education	250		250
Cornell University	None	Education	250		250
Denver Waldorf School	None	Education	1,000		1,000
			41,000	**2,000**	**43,000**
Environment and Animals					
Palmer Foundation (D)	None	Env & Animals	4,000		4,000
Fort Tryon Trust - Heather Garden	None	Env & Animals	2,000		2,000
Teller County Res Animal Center	None	Env & Animals	200		200
			6,200	**-**	**6,200**

Contributions 1/3

Category/Agency	Relationship to FDN MGR	Purpose	1st HALF	2nd HALF	TOTAL
Human Services					
United Way of Long Island (P)	None	Human svcs	10,000		10,000
Family Services	None	Human svcs	4,500		4,500
Long Island Cares ©	None	Human svcs	2,000	2,000	4,000
Harriet Eisman Community School	None	Human svcs			-
A Gathering Place	None	Human svcs		1,000	1,000
Urban Peak	None	Human svcs		1,000	1,000
STRIDE	None	Human svcs		250	250
Nassau Suffolk Autism	None	Human svcs			-
Maine Handicapped Skiing	None	Human svcs	250		250
Blue Sky Bridge	None	Human svcs		500	500
Freiker	None	Human svcs		250	250
Santuary for Families	None	Human svcs		250	250
Helen Keller International	None	Human svcs		250	250
			16,750	5,500	22,250
Religion					
St. John's Church	None			500	500
St. David's Episcopal	None			3,000	3,000
Hope Ministries Now	None			500	500
			-	4,000	4,000
Health					
Cold Spring Harbor Lab	None	Health	100,000		100,000
Leukemia (Lauri Strauss)	None	Health		10,000	10,000
The Facial Pain Association	None	Health			-
Longstaff Brown Clinic	None	Health			-
North Shore Hospital	None	Health		2,000	2,000
Oregon Health Sciences	None	Health		3,000	3,000
JDRF - Jr. Diabetes Research Found.(SG)	None	Health	4,000		4,000
Eisenhower Medical Center	None	Health		2,000	2,000
Lupus Foundation	None	Health		1,000	1,000
Dolan Center	None	Health		1,000	1,000
GYGIG	None	Health	500		500
Visiting Nurse Service	None	Health		1,000	1,000
The Jimmy Fund	None	Health	250		250
			104,750	20,000	124,750

Contributions 2/3

Category/Agency	Relationship to FDN MGR	Purpose	1st HALF	2nd HALF	TOTAL
Arts, Culture and Humanities					
Trunks At Buntport Theater	None	Arts	500		500
Cinema Arts	None	Arts	1,000		1,000
Alias	None	Arts	500		500
Huntington Choral Society	None	Arts	250	500	750
			2,250	**500**	**2,750**
Public/Society Benefit					
American Assistance to Cambodia (C)	None	Public/Social			-
Legal Comm. Against Violence	None	Public/Social		2,000	2,000
Youth for Christ World Outreach	None	Public/Social		1,500	1,500
Medair	None	Public/Social		1,500	1,500
Halesite Fire Department	None	Public/Social		500	500
Phipps Housing	None	Public/Social		250	250
Lawyers Comm. for Civil Rights	None	Public/Social		1,000	1,000
Colorado Public Radio KCFR/CVOD	None	Public/Social	250		250
			250	**6,750**	**7,000**
TOTAL DONATIONS			**171,200**	**38,750**	**209,950**
Contingency Fund	None	Various		**4,250**	**4,250**
Grand Total			**171,200**	**43,000**	**214,200**

Contributions 3/3

P & A MULTI-SECTOR FUND, L.P.
FOR THE YEAR ENDED DECEMBER 31, 2009
EIN #13-3761243

PARTNER FOOTNOTE – K-1 ATTACHMENT FOR REPORTABLE TRANSACTIONS – FORM 8886
INVESTMENT IN PAULSON ADVANTAGE, L.P.

Information provided by Pass through Entity - NOT covered by IRS Notice 2006-16

LINE 1A - Section 988

LINE 1B - Not Applicable

LINE 2 - Check box "D" – Loss Transaction

LINE 3 - Not Applicable

LINE 4 - 76

LINE 5A - Partnership

LINE 5B - Paulson Advantage Master Ltd.

LINE 5C - 98-0572014

LINE 5D - April 9, 2010

LINE 6 - Not Applicable

LINE 7 - Amount (26,073)

Check the box for Ordinary Loss

Taxpayer is a partner in Paulson Advantage, L.P. (the "Fund). The Fund has indicated that it enters into investment transactions that generate foreign currency gains and losses.

The Fund's investment transactions are entered into for business purposes and are not entered into for expected tax benefits.

LINE 8 - Not Applicable

FORM 8886 1/3

P & A MULTI-SECTOR FUND, L.P.
FOR THE YEAR ENDED DECEMBER 31, 2009
EIN #13-3761243

PARTNER FOOTNOTE – K-1 ATTACHMENT FOR REPORTABLE TRANSACTIONS – FORM 8886
INVESTMENT IN PAULSON ADVANTAGE PLUS, L.P.

Information provided by Pass through Entity - NOT covered by IRS Notice 2006-16

LINE 1A - Section 988

LINE 1B - Not Applicable

LINE 2 - Check box "D" – Loss Transaction

LINE 3 - Not Applicable

LINE 4 - 173

LINE 5A - Partnership

LINE 5B - Paulson Advantage Plus Master Ltd.

LINE 5C - 98-0572015

LINE 5D - April 9, 2010

LINE 6 - Not Applicable

LINE 7 - Amount (10,182)

Check the box for Ordinary Loss

Taxpayer is a partner in Paulson Advantage Plus, L.P. (the "Fund). The Fund has indicated that it enters into investment transactions that generate foreign currency gains and losses.

The Fund's investment transactions are entered into for business purposes and are not entered into for expected tax benefits.

LINE 8 - Not Applicable

P & A MULTI-SECTOR FUND, L.P.
FOR THE YEAR ENDED DECEMBER 31, 2009
EIN #13-3761243

PARTNER FOOTNOTE – K-1 ATTACHMENT FOR REPORTABLE TRANSACTIONS – FORM 8886
INVESTMENT IN ZWEIG-DIMENNA PARTNERS, L.P.

Information provided by Pass through Entity - NOT covered by IRS Notice 2006-16

ITEM C - Check "Protective Disclosure"

LINE 1A - Losses from Trading Activities

LINE 1B - 2008

LINE 2 - Check box "D" – Loss Transaction

LINE 3 - N/A

LINE 4 - Uncertain

LINE 5A - Partnership

LINE 5B - Zweig-DiMenna Partners, L.P.

LINE 5C - 13-3185100

LINE 6 - N/A

LINE 7A - Check "Ordinary Loss"

LINE 7B - Taxpayer is a partner in Zweig-DiMenna Partners, L.P. (the "Fund), that trades in various stocks, securities and related financial instruments for its own account. As part of such activity, Fund may purchase stocks and bonds denominated in foreign currencies and may need to maintain cash balances in non-US dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre-tax economic rate of return. The amount of such non-US dollar denominated bonds and currencies increases and/or decreases throughout the year at frequent intervals. It is therefore, impracticable to measure each increase or decrease in the foreign currency amount(s).

The adjusted tax basis of non-US dollar denominated bonds and currencies obtained by the Fund is determined by way cash paid and gains and losses on such currency truncations are characterized as ordinary under internal revenue code ("IRC") § 988.

Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in revenue procedure 2004-66, and as such Fund is reporting these transactions on a protective basis. Gains and losses, recognized this year, may be the result of acquisitions occurring in this or prior year(s).

Form 8886 3/2