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

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.

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 THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC.		A Employer identification number 52-2071692																					
		Number and street (or P O box number if mail is not delivered to street address) 1500 SOUTH OCEAN BLVD.,		B Telephone number (561) 394-3693																					
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		I Fair market value of all assets at end of year <small>(from Part II, col. (c), line 16)</small> ► \$ 5,159,679. <i>(Part I, column (d) must be on cash basis)</i>		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 ►																					
Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books (b) Net investment income	(c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)																						
Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11		83,187.	83,187.	N/A																					
		Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		1,253,759.	<135,533.►	RECEIVED APR 20 2011 OGDEN, UT																			
				Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11		17,707.	123.	STATEMENT 2																	
						Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		<34,639.►	83,310.	STATEMENT 1															
								Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11		0.	0.	0.													
										Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		5,000.	2,500.	0.											
												Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11		61.	61.	0.									
														Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		31,416.	31,416.	0.							
																Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11		36,477.	33,977.	0.					
																		Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		214,685.		214,685.			
																				Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11		251,162.	33,977.	214,685.	
																						Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		<285,801.►	
Revenue 1 Contributions, gifts, grants, etc., received 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11																								49,333.	
		Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)																						N/A	

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		8,686.	235,971.	235,971.
	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 7	4,058,453.	3,542,403.	4,923,708.
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		4,067,139.	3,778,374.	5,159,679.
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 type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		4,067,139.	3,778,374.	
	30 Total net assets or fund balances		4,067,139.	3,778,374.	
	31 Total liabilities and net assets/fund balances		4,067,139.	3,778,374.	

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	4,067,139.
2 Enter amount from Part I, line 27a	2	<285,801.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	3,781,338.
5 Decreases not included in line 2 (itemize) ►	5	2,964.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,778,374.

Form 990-PF (2009)

THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.

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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 KKR FINANCIAL HOLDINGS LLC					
b BANK OF AMERICA ACCOUNT # 4999 SEE ATTACHED					
c UBS ACCOUNT #9696 CA					
d UBS ACCOUNT #9696 CA					
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 171,108.		207,677.	<12,341.>		
b 253,248.		232,030.	<36,569.>		
c 829,403.		937,244.	21,218. <107,841.>		
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			<12,341.>		
b			<36,569.>		
c			21,218.		
d			<107,841.>		
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	<135,533.>	
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 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	0.	0.	.000000
2007	319,126.	5,860,007.	.054458
2006	349,669.	6,794,315.	.051465
2005	303,800.	6,229,255.	.048770
2004	262,971.	5,995,354.	.043862

2 Total of line 1, column (d)	2	.198555
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	.039711
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,817,375.
5 Multiply line 4 by line 3	5	191,303.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	493.
7 Add lines 5 and 6	7	191,796.
8 Enter qualifying distributions from Part XII, line 4	8	214,685.

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.

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FOUNDATION, INC.

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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)	1	493.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3 Add lines 1 and 2	2	0.	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	493.	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0.	
6 Credits/Payments.	5	493.	
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 <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	493.	
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 ►	11		
	Refunded ►		

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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</i>	1a	X
1c Did the foundation file Form 1120-POL for this year?	1b	X
1d 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.	1c	X
1e 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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	4b	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?	5	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	6	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>FL</u>	7	X
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

11 X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A

13 X

14 The books are in care of ► MELVIN LENKIN Telephone no. ► 301-654-2100

Located at ► 4922-A ST. ELMO AVENUE, BETHESDA, MD ZIP+4 ► 20814

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year

► 15 N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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 ► _____, _____, _____, _____, _____

2

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)

THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

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?

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?

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

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?

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

N/A

5b

►

N/A

Yes No

6b

X

Yes No

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

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

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

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

► 0

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THE THELMA AND MELVIN LENKIN CHARITABLE
FOUNDATION, INC.

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

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

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

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1		
SEE STATEMENT 8		214,685.
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

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

Form 990-PF (2009)

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02-02-10

14430223 792894 52912

7
2009.05060 THE THELMA AND MELVIN LENKI 52912_1

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	4,590,431.
b	Average of monthly cash balances	1b	300,305.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,890,736.
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	4,890,736.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,361.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,817,375.
6	Minimum investment return. Enter 5% of line 5	6	240,869.

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	240,869.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	493.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	223.
c	Add lines 2a and 2b	2c	716.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	240,153.
4	Recoveries of amounts treated as qualifying distributions	4	12,100.
5	Add lines 3 and 4	5	252,253.
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	252,253.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	214,685.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	214,685.
b	Cash distribution test (attach the required schedule)	5	493.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	214,192.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				252,253.
2 Undistributed income, if any, as of the end of 2009			208,560.	
a Enter amount for 2008 only				
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 ► \$ 214,685.			208,560.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2009 distributable amount				6,125.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))			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				246,128.
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				

THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC.

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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)

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b. The form in which applications should be submitted and information and materials they should include:

c. Any submission deadlines:

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

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FOUNDATION, INC.

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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 STATEMENT 9				
Total			► 3a	214,685.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

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Form 990-PF (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	83,187.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	4,631.	
8 Gain or (loss) from sales of assets other than inventory	900099	<3,000.	18	<132,533.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME - KKR					
b FINANCIAL HOLDINGS LLC	900099	5,484.	01	<4,508.	
c OTHER INCOME				12,100.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		2,484.		<37,123.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	<34,639.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	59,023.	0.	59,023.
KKR FINANCIAL HOLDINGS LLC	24,164.	0.	24,164.
TOTAL TO FM 990-PF, PART I, LN 4	83,187.	0.	83,187.

FORM 990-PF	OTHER INCOME	STATEMENT	2
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME	4,631.	4,631.	
OTHER INCOME - KKR FINANCIAL HOLDINGS LLC	976.	<4,508.>	
OTHER INCOME	12,100.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	17,707.	123.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	5,000.	2,500.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	2,500.		0.

FORM 990-PF	TAXES	STATEMENT	4
-------------	-------	-----------	---

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

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	14,332.	14,332.		0.
KKR FINANCIAL HOLDINGS LLC	17,084.	17,084.		0.
TO FORM 990-PF, PG 1, LN 23	31,416.	31,416.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
-------------	--	-----------	---

DESCRIPTION	AMOUNT
NONDEDUCTIBLE EXPENSES - KKR FINANCIAL HOLDINGS LLC	2,964.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,964.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	COST	3,542,403.	4,923,708.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,542,403.	4,923,708.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 8

ACTIVITY ONE

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

		EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1		214,685.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	9
-------------	---	-----------	---

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	100.
ARCHIVES OF AMERICAN ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
B'NAI ISRAEL CONGREGATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
BETHESDA FIRE DEPARTMENT	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	100.
BOCA RATON MUSEUM OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	600.

THE THELMA AND MELVIN LENKIN CHARITABLE

52-2071692

CHEVY CHASE FIRE DEPARTMENT

501 (C) 3

100.

TO ASSIST CHARITY IN
ITS STATED GOAL

DC JEWISH COMMUNITY CENTER

501 (C) 3

10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

DEFIANT REQUIEM FOUNDATION

501 (C) 3

1,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

DUKE COMPREHENSIVE CANCER CENTER

501 (C) 3

500.

TO ASSIST CHARITY IN
ITS STATED GOAL

FOUNDATION FOR INDEPENDENT
LIVING

501 (C) 3

1,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

FOUNDATION FOR NATIONAL CAPITAL
HOMELESS WALK

501 (C) 3

1,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

FREER AND SACKLER GALLERIES

501 (C) 3

1,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

GERALD LUSTINE FOUNDATION

501 (C) 3

5,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

JEWISH HOMES FOUNDATION

501 (C) 3

25,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

JOHN CARROLL HIGH SCHOOL

501 (C) 3

15,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE THELMA AND MELVIN LENKIN CHARITABLE

52-2071692

JUVENILE DIABETES RESEARCH FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	2,000.
MENNELLO MUSEUM	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
MID-ATLANTIC TENNIS AND EDUCATION FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,250.
NATIONAL GALLERY OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	15,000.
NORTON MUSEUM OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	2,000.
OHEV SHALOM TALMUD TORAH CONGREGATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	20,000.
PARKINSON'S FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	2,000.
RAYMOND F KRAVIS CTR FOR THE PERFORMING	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	500.
SHRINE OF ST. JUDE	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
SIBLEY MEMORIAL HOSPITAL	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.

THE THELMA AND MELVIN LENKIN CHARITABLE

52-2071692

SMILE TRAIN

501 (C) 3

500.

TO ASSIST CHARITY IN
ITS STATED GOAL

SMITHSONIAN AMERICAN ART MUSEUM

501 (C) 3

29,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

ST. JOHN'S COLLEGE HIGH SCHOOL

501 (C) 3

10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE CHILDREN'S INN AT NIH

501 (C) 3

1,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE CORCORAN GALLERY OF ART

501 (C) 3

10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE METROPOLITAN MUSEUM OF ART

501 (C) 3

10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE MUSEUM OF FINE ARTS BOSTON

501 (C) 3

5,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

THE PHILLIPS COLLECTION

501 (C) 3

10,000.

TO ASSIST CHARITY IN
ITS STATED GOAL

WETA

501 (C) 3

35.

TO ASSIST CHARITY IN
ITS STATED GOAL

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

214,685.



2010 Year End Summary

UBS Financial Services Inc.
8045 LEESBURG PIKE
SUITE 700
VIENNA VA 22182-2237
AP76004099159 1210 X2 MV 0

Account name: THE THERESA AND MELVIN LENKIN
FAMILY CHARITABLE FOUNDATION.

Friendly account name: Lenkin Fam Fndt

Account number: MV 19696 CA

Your Financial Advisor:

THE CARLTON GROUP
Phone 703-724-8400/800-255-8045

**THE THERESA AND MELVIN LENKIN
FAMILY CHARITABLE FOUNDATION,
INC.**
4922A ST ELMO AVE
BETHESDA MD 20814-6056

Summary of gains and losses

	Amount (\$)
Short term	21,217.39
Long term	-107,839.97
Total	\$-86,622.58

Realized gains and losses

Estimated 2010 gains and losses for transactions with trade dates through 12/31/10 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the **First-in, first-out** or **FIFO** accounting method. We use this method unless you specified which lot to close when you placed your order. This is known as **versus** purchases or **VSF** order. See **Important information about your statement** on the last page of this statement for more information.

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
BAKER HUGHES INC	FIFO	2,000,000	Jun 24, 10	Sep 29, 10	83,897.33	83,137.25			760.08
DANAHER CORP	FIFO	500,000	Jun 24, 10	Sep 29, 10	20,485.40	19,484.05			1,001.35
MOAIC CO	FIFO	500,000	Nov 17, 09	Sep 29, 10	30,741.46	24,909.00			5,832.46

continued next page



Friendly account name: Lenkin Farm Fund
 Account number: MV 19696 CA

Realized gains and losses (continued)

Short-term gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
TIME WARNER CABLE INC	FIFO	1,000 000	Dec 16, 09	Sep 29, 10	54,176.84	43,618.00		10,558.84	
XTO ENERGY INC*MERGER									
EFF 05/2010*	FIFO	1,500 000	Sep 14, 09	Jun 24, 10	63,946.66	60,882.00		3,064.66	
Total					\$253,247.69	\$232,030.30		\$21,217.39	\$21,217.39

Long-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
AMERICAN CAPITAL LTD	FIFO	0.983	Sep 10, 06	Sep 29, 10	5.71	38.69	-32.98		
	FIFO	2,499.017	Sep 14, 06	Sep 29, 10	14,517.32	97,914.12	-83,396.80		
	FIFO	686.000	Aug 10, 09	Sep 29, 10	3,985.12	2,208.85		1,776.27	
AOL INC	FIFO	90 000	Jan 01, 51	Sep 29, 10	2,247.41	9,006.00	-6,758.59		
	FIFO	300 000	Apr 25, 07	Sep 29, 10	86,194.59	29,952.00		56,242.59	
APPLE INC	FIFO	200 000	Apr 25, 07	Jun 24, 10	54,014.23	19,958.00		34,046.23	
	VSP	4,000 000	Jan 11, 06	Sep 29, 10	20,921.99	82,070.80	-61,148.81		
CAPITAL SOURCE INC	FIFO	500.000	Mar 27, 08	Sep 29, 10	40,598.06	19,439.25		21,258.81	
	FIFO	1,000 000	Nov 04, 03	Sep 29, 10	78,615.41	53,390.00		25,225.41	
CERNER CORP	FIFO	1,000 000	Sep 14, 09	Sep 29, 10	44,665.02	31,768.00		12,897.02	
	FIFO	500 000	Sep 14, 09	Sep 29, 10	26,465.10	19,784.00		6,681.10	
COLGATE PALMOLIVE CO	FIFO	150,000	Apr 09, 07	Sep 29, 10	79,237.32	70,622.30		8,615.02	
	FIFO	3,000,000	Jun 16, 06	Jun 24, 10	114,478.10	119,862.90	-5,384.80		
DU PONT DE NEMOURS	FIFO	2,500 000	Sep 14, 06	Jun 24, 10	13,322.16	104,318.24	-90,996.08		
	FIFO	1,000,000	Sep 14, 09	Sep 29, 10	61,482.92	51,368.00		10,114.92	
EMERSON ELECTRIC CO	FIFO	2,000,000	Apr 26, 07	Sep 17, 10	94,375.39	90,239.94		4,135.45	
	CAD								
GOOGLE INC CL A	FIFO	251 000	Jan 01, 51	Sep 29, 10	13,598.39	43,975.50	-30,377.11		
	FIFO	3,000,000	Mar 27, 08	Jun 24, 10	80,579.38	91,317.00	-10,737.62		
INGERSOLL RAND PLC	FIFO								
ISTAR FINANCIAL INC	FIFO								
MOSAIC CO	FIFO								
RESEARCH IN MOTION LTD	FIFO								
TIME WARNER CABLE INC	FIFO								
WELLS FARGO & CO NEW	FIFO								
Total					\$829,403.62	\$937,243.59	-\$888,332.79	\$180,992.82	-\$107,839.97
Net capital gains/losses:									-\$86,622.58

¹Indicates cost basis information provided by you or another third party. UBS does not verify this information and does not guarantee its accuracy.



Bank of America Private Wealth Management

Wealth Management Online

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Account Number: 0544999

From: 12-01-2009 to 02-28-2010

Account Name: CUST MELVIN & THELMA LENKIN FDN

Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain/(Loss)	Term
WACHING	01-01-1951	12-23-2009	0.91	90.96	21.24	(69.72)	L
TECHNICAL SYSTEMS	01-01-1951	12-16-2009	3,400.00	83,204.12	141,065.43	57,861.31	L
EVERGREEN STYLING	01-30-2009	02-11-2010	0.64	5.70	0.01	(5.69)	L
HOME WARNER INC	01-01-1951	12-16-2009	1,000.00	124,375.79	30,020.92	(94,354.87)	L
Net Short Term Gain/(Loss)				207,676.57	171,107.60	0.00	
Net Long Term Gain/(Loss)						(36,568.97)	F2
Net Capital Gain Distribution Received						0.00	
Total Capital Gain (Loss)						(36,568.97)	