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

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning 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 <b>THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC.</b>		A Employer identification number <b>52-2071692</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>1500 SOUTH OCEAN BLVD.,</b>		B Telephone number <b>(561) 394-3693</b>
	City or town, state, and ZIP code <b>BOCA RATON, FL 33432</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>5,159,679.</b>		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received			N/A		
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	83,187.	83,187.		STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	<135,533.>				
	b Gross sales price for all assets on line 6a	1,253,759				
	7 Capital gain net income (from Part IV, line 2)		0.			
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income	17,707.	123.		STATEMENT 2		
12 Total. Add lines 1 through 11	<34,639.>	83,310.				
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	STMT 3	5,000.	2,500.		0.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 4	61.	61.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 5	31,416.	31,416.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23		36,477.	33,977.		0.
	25 Contributions, gifts, grants paid		214,685.			214,685.
26 Total expenses and disbursements. Add lines 24 and 25		251,162.	33,977.		214,685.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		<285,801.>				
b Net investment income (if negative, enter -0-)			49,333.			
c Adjusted net income (if negative, enter -0-)				N/A		

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<b>Part II Balance Sheets</b>		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	
<b>Assets</b>	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 <span style="float:right">STMT 7</span>	4,058,453.	3,542,403.	4,923,708.	
	14 Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶ )				
	16 <b>Total assets (to be completed by all filers)</b>	4,067,139.	3,778,374.	5,159,679.	
	<b>Liabilities</b>	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 <b>Total liabilities (add lines 17 through 22)</b>		0.	0.		
<b>Net Assets or Fund Balances</b>	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 <b>Total net assets or fund balances</b>	4,067,139.	3,778,374.		
	31 <b>Total liabilities and net assets/fund balances</b>	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) ▶ <span style="float:right">SEE STATEMENT 6</span>	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.

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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			<12,341.>
b 171,108.		207,677.	<36,569.>
c 253,248.		232,030.	21,218.
d 829,403.		937,244.	<107,841.>
e			

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			<12,341.>
b			<36,569.>
c			21,218.
d			<107,841.>
e			

2 Capital gain net income or (net capital loss) <span style="float:right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	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	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 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.	8	214,685.

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

<p>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)</p> <p>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</p> <p>c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p> <p>3 Add lines 1 and 2</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p> <p>5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-</p> <p>6 Credits/Payments.</p> <p style="margin-left: 20px;">a 2009 estimated tax payments and 2008 overpayment credited to 2009</p> <p style="margin-left: 20px;">b Exempt foreign organizations - tax withheld at source</p> <p style="margin-left: 20px;">c Tax paid with application for extension of time to file (Form 8868)</p> <p style="margin-left: 20px;">d Backup withholding erroneously withheld</p> <p>7 Total credits and payments. Add lines 6a through 6d</p> <p>8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached</p> <p>9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</p> <p>10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p> <p>11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/></p>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td style="width:5%;">1</td><td style="width:15%;">493.</td></tr> <tr><td>2</td><td>0.</td></tr> <tr><td>3</td><td>493.</td></tr> <tr><td>4</td><td>0.</td></tr> <tr><td>5</td><td>493.</td></tr> <tr><td>6a</td><td></td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td></td></tr> <tr><td>6d</td><td></td></tr> <tr><td>7</td><td>0.</td></tr> <tr><td>8</td><td></td></tr> <tr><td>9</td><td>493.</td></tr> <tr><td>10</td><td></td></tr> <tr><td>11</td><td></td></tr> </table>	1	493.	2	0.	3	493.	4	0.	5	493.	6a		6b		6c		6d		7	0.	8		9	493.	10		11	
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2	0.																												
3	493.																												
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**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)? 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	1b		X
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?	4b	X	
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) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) 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

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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 Located at ► 4922-A ST. ELMO AVENUE, BETHESDA, MD Telephone no. ► 301-654-2100 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____, _____, _____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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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))?

☐ 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

6b

X

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?

☐ 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
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.**

**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.

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

**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:			
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a		214,685.
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		214,685.
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		493.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6		214,192.

**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.

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

**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				
a Enter amount for 2008 only			208,560.	
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.				
a Applied to 2008, but not more than line 2a			208,560.	
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				6,125.
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				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				

## Form 990-PF (2009)

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

N/A

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2009.05060 THE THELMA AND MELVIN LENKI 52912 1

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

**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)				
a Paid during the year				
SEE STATEMENT 9				
Total	▶ 3a			214,685.
b Approved for future payment				
NONE				
Total	▶ 3b			0.





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
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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
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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
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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
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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
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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
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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.



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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	8
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## 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.

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FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	9
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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	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	100.
DC JEWISH COMMUNITY CENTER	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
DEFIANT REQUIEM FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
DUKE COMPREHENSIVE CANCER CENTER	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	500.
FOUNDATION FOR INDEPENDENT LIVING	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
FOUNDATION FOR NATIONAL CAPITAL HOMELESS WALK	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
FREER AND SACKLER GALLERIES	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
GERALD LUSTINE FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
JEWISH HOMES FOUNDATION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	25,000.
JOHN CARROLL HIGH SCHOOL	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	15,000.

## THE THELMA AND MELVIN LENKIN CHARITABLE

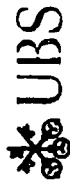
52-2071692

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	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	500.
SMITHSONIAN AMERICAN ART MUSEUM	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	29,000.
ST. JOHN'S COLLEGE HIGH SCHOOL	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
THE CHILDREN'S INN AT NIH	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	1,000.
THE CORCORAN GALLERY OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
THE METROPOLITAN MUSEUM OF ART	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
THE MUSEUM OF FINE ARTS BOSTON	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	5,000.
THE PHILLIPS COLLECTION	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	10,000.
WETA	TO ASSIST CHARITY IN ITS STATED GOAL	501 (C) 3	35.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>214,685.</u>



UBS Financial Services Inc.  
8045 LEESBURG PIKE  
SUITE 700  
VIENNA VA 22182-2737

A1726004099159 1210 X2 MV 0

# 2010 Year End Summary

Account name: THE THELMA AND MELVIN LENKIN  
FAMILY CHARITABLE FOUNDATION,

Friendly account name: Lenkin Fam Fndt

Account number: MV 19696 CA

Your Financial Advisor:

THE CARLTON GROUP

Phone 703-734-8400/800-255-8045

THE THELMA 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
<b>Total</b>	<b>\$-86,622.58</b>

## 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 tax lot to close when you placed your order. This is known as a versus purchases or VSP 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	Purchase amount (\$)	Sale amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
BAKER HUGHES INC	FIFO	2,000,000	Jun 24, 10	Sep 29, 10	83,137.25	83,897.33		760.08	
DANAHER CORP	FIFO	500,000	Jun 24, 10	Sep 29, 10	19,484.05	20,485.40		1,001.35	
MOSAIC CO	FIFO	500,000	Nov 17, 09	Sep 29, 10	24,909.00	30,741.46		5,832.46	
									continued next page

We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

Member SIPC

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Page 1 of 2



Friendly account name: Lenkin Fam Endt  
Account number: MV 19696 CA

### Realized gains and losses (continued)

#### Short-term capital 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 06/2010"	FIFO	1,500,000	Sep 14, 09	Jun 24, 10	63,946.66	60,882.00		3,064.66	
<b>Total</b>					<b>\$253,247.69</b>	<b>\$232,030.30</b>		<b>\$21,217.39</b>	<b>\$21,217.39</b>

#### 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		
APPLE INC	FIFO	300,000	Apr 25, 07	Sep 29, 10	86,194.59	29,952.00		56,242.59	
	FIFO	200,000	Apr 25, 07	Jun 24, 10	54,014.23	19,968.00		34,046.23	
CAPITALSOURCE INC	VSP	4,000,000	Jan 11, 06	Sep 29, 10	20,921.99	82,070.80	-61,148.81		
CERNER CORP	FIFO	500,000	Mar 27, 08	Sep 29, 10	40,698.06	19,439.25		21,258.81	
COLGATE PALMOLIVE CO	FIFO	1,000,000	Nov 04, 03	Sep 29, 10	78,615.41	53,390.00		25,225.41	
DU PONT DE NEMOURS	FIFO	1,000,000	Sep 14, 09	Sep 29, 10	44,665.02	31,768.00		12,897.02	
EMERSON ELECTRIC CO	FIFO	500,000	Sep 14, 09	Sep 29, 10	26,465.10	19,784.00		6,681.10	
GOOGLE INC CL A	FIFO	150,000	Apr 09, 07	Sep 29, 10	79,237.32	70,622.30		8,615.02	
INGERSOLL-RAND PLC	FIFO	3,000,000	Jun 16, 06	Jun 24, 10	114,478.10	119,862.90	-5,384.80		
ISTAR FINANCIAL INC	FIFO	2,500,000	Sep 14, 06	Jun 24, 10	13,322.16	104,318.24	-90,996.08		
MOSAIC CO	FIFO	1,000,000	Sep 14, 09	Sep 29, 10	61,482.92	51,368.00		10,114.92	
RESEARCH IN MOTION LTD									
CAD	FIFO	2,000,000	Apr 26, 07	Sep 17, 10	94,375.39	90,239.94		4,135.45	
TIME WARNER CABLE INC	FIFO	251,000	Jan 01, 51	Sep 29, 10	13,598.39	43,975.50	-30,377.11		
WELLS FARGO & CO NEW	FIFO	3,000,000	Mar 27, 08	Jun 24, 10	80,579.38	91,317.00	-10,737.62		
<b>Total</b>					<b>\$829,403.62</b>	<b>\$937,243.59</b>	<b>-\$288,832.79</b>	<b>\$180,992.82</b>	<b>-\$107,839.97</b>
<b>Net capital gains/losses:</b>									<b>-\$86,672.58</b>

\* Indicates cost basis information provided by you or another third party. UBS FS has not verified this information and does not guarantee its accuracy.

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## Standard Realized Capital Gains

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Account Number: 0544999

Account Name: CUST MELVIN &amp; THELMA LENKIN FDN

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

Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain/(Loss)	Term
ADM INC	01-01-1951	12-23-2009	0.91	90.96	21.24	(69.72)	L
TRIMARK INC/SP/CO	01-01-1951	12-16-2009	3,400.00	83,204.12	141,065.43	57,861.31	L
OVERSEAS LTD INC	01-30-2009	02-11-2010	0.64	5.70	0.01	(5.69)	L
TIME 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)	J