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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

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 2010, or tax year beginning , and ending

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

Name of foundation THE JAMES & AGNES KIM FOUNDATION, INC. C/O SIANA CARR O'CONNOR & LYNAM, LLP		A Employer identification number 23-2899799
Number and street (or P.O. box number if mail is not delivered to street address) 1500 E. LANCASTER AVENUE	Room/suite	B Telephone number (610) 296-4200
City or town, state, and ZIP code PAOLI, PA 19301		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,950,669. (Part I, column (d) must be on cash basis.)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		197,301.	197,301.		STATEMENT 1
4 Dividends and interest from securities		3,225.	3,225.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		288,604.			
b Gross sales price for all assets on line 6a 4,649,797.					
7 Capital gain net income (from Part IV, line 2)			288,604.		
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		489,130.	489,130.		
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		32,099.	32,099.		0.
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 STMT 4		38.	38.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		32,137.	32,137.		0.
25 Contributions, gifts, grants paid		2,575,000.			2,575,000.
26 Total expenses and disbursements. Add lines 24 and 25		2,607,137.	32,137.		2,575,000.
27 Subtract line 26 from line 12		-2,118,007.			
a Excess of revenue over expenses and disbursements			456,993.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,111,150.	5,790,194.	5,814,539.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 5	5,067,211.	5,067,211.	8,521,500.
	c Investments - corporate bonds STMT 6	4,384,375.	587,324.	614,630.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	13,562,736.	11,444,729.	14,950,669.	
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	13,562,736.	11,444,729.	
	30 Total net assets or fund balances	13,562,736.	11,444,729.	
	31 Total liabilities and net assets/fund balances	13,562,736.	11,444,729.	

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	13,562,736.
2 Enter amount from Part I, line 27a	2	-2,118,007.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,444,729.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,444,729.

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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 SEE STATEMENT A	P	VARIOUS	VARIOUS
b SEE STATEMENT B	P	VARIOUS	VARIOUS
c SEE STATEMENT B	P	VARIOUS	VARIOUS
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 40,165.		63,666.	-23,501.
b 3,866,938.		3,619,825.	247,113.
c 742,694.		677,702.	64,992.
d			
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) FM 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			-23,501.
b			247,113.
c			64,992.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	288,604.
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))
2009	2,126,732.	15,460,296.	.137561
2008	2,900,792.	16,837,594.	.172281
2007	2,331,775.	17,018,308.	.137016
2006	390,000.	15,356,441.	.025397
2005	2,665,068.	14,389,784.	.185206

2 Total of line 1, column (d)	2	.657461
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	.131492
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	15,052,315.
5 Multiply line 4 by line 3	5	1,979,259.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,570.
7 Add lines 5 and 6	7	1,983,829.
8 Enter qualifying distributions from Part XII, line 4	8	2,575,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	4,570.
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-)		2	0.
3 Add lines 1 and 2		3	4,570.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,570.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	15,879.	
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	15,879.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,309.	
11 Enter the amount of line 10 to be credited to 2011 estimated tax <input checked="" type="checkbox"/> 11,309. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ▶ THE KIM FOUNDATION Telephone no. ▶ (610) 296-4200 Located at ▶ 1500 E. LANCASTER AVENUE, PAOLI, PA ZIP+4 ▶ 19301			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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 22 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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010.) 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 2010?	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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

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
AGNES C. KIM 915 MT. PLEASANT ROAD BRYN MAWR, PA 19010	PRESIDENT 0.00	0.	0.	0.
JAMES J. KIM 915 MT. PLEASANT ROAD BRYN MAWR, PA 19010	TREASURER 0.00	0.	0.	0.
SUSAN Y. KIM 854 MT. PLEASANT ROAD BRYN MAWR, PA 19010	SECRETARY 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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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 (THE FOUNDATION DOES NOT DIRECTLY OR ACTIVELY CONDUCT ANY CHARITABLE ACTIVITIES. THE FOUNDATION DOES NOT MAINTAIN ANY SIGNIFICANT INVOLVEMENT GRANT PROGRAMS.)	0.
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 (THE FOUNDATION DOES NOT MAKE ANY PROGRAM-RELATED INVESTMENTS.)	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	10,705,139.
b	Average of monthly cash balances	1b	4,576,399.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,281,538.
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	15,281,538.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	229,223.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,052,315.
6	Minimum investment return. Enter 5% of line 5	6	752,616.

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	752,616.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,570.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,570.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	748,046.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	748,046.
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	748,046.

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	2,575,000.
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	2,575,000.
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	4,570.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,570,430.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				748,046.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	1,957,243.			
b From 2006				
c From 2007	1,631,310.			
d From 2008	2,069,328.			
e From 2009	1,360,253.			
f Total of lines 3a through e	7,018,134.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,575,000.				
a Applied to 2009, but not more than line 2a			0.	
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 2010 distributable amount				748,046.
e Remaining amount distributed out of corpus	1,826,954.			
5 Excess distributions carryover applied to 2010 (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	8,845,088.			
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 2009. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
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 2005 not applied on line 5 or line 7	1,957,243.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	6,887,845.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007	1,631,310.			
c Excess from 2008	2,069,328.			
d Excess from 2009	1,360,253.			
e Excess from 2010	1,826,954.			

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 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2e					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 7

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**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 8				
Total			▶ 3a	2,575,000.
b Approved for future payment				
Total SEE STATEMENT 9			▶ 3b	6,680,000.

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					197,301.
4 Dividends and interest from securities					3,225.
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					288,604.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	489,130.
13 Total. Add line 12, columns (b), (d), and (e)				13	489,130.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

**Sign
Here**

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN	
------	--

KEVIN C. LYNAM

Kevin C. Lyman

7-26-11

Firm's name ► SIANA CARR O'CONNOR & LYNAM, LLP

Firm's EIN ▶

Firm's address ► 1500 E. LANCASTER AVENUE, SUITE 202
PAOLI, PA 19301

Phone no (610) 296-4200

Form **990-PF** (2010)

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

SOURCE	AMOUNT
JP MORGAN - GOV'T INTEREST	87,636.
JP MORGAN - OTHER INTEREST	5,252.
JP MORGAN BROKERAGE ACCOUNT	74,320.
JP MORGAN BROKERAGE ACCOUNT - OID	30,093.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	197,301.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN BROKERAGE ACCOUNT	3,225.	0.	3,225.
TOTAL TO FM 990-PF, PART I, LN 4	3,225.	0.	3,225.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	32,099.	32,099.		0.
TO FORM 990-PF, PG 1, LN 16B	32,099.	32,099.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	38.	38.		0.
TO FORM 990-PF, PG 1, LN 23	38.	38.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1150000 SHS AMKOR TECHNOLOGIES INC	5,067,211.	8,521,500.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,067,211.	8,521,500.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
250,000 OMINCARE INC	69,824.	67,895.
500,000 POTASH CORP SASKATCHEWAN	517,500.	546,735.
TOTAL TO FORM 990-PF, PART II, LINE 10C	587,324.	614,630.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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NAME OF MANAGER

AGNES C. KIM
JAMES J. KIM

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARCHDIOCESE OF PHILADELPHIA 222 N. 17TH STREET PHILADELPHIA, PA 19103	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	750,000.
CHESTER COUNTY FOOD BANK 1208 HORSESHOE PIKE (RT 322) DOWNINGTOWN, PA 19335	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	50,000.
CLINTON BUSH HAITI FUND. PO BOX 632454 BALTIMORE, MD 21263-2454	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	200,000.
FOX CHASE CANCER CENTER 7701 BURHOLME AVENUE PHILADELPHIA, PA 19111	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	200,000.
GESU SCHOOL 1700 WEST THOMPSON STREET PHILADELPHIA, PA 19121-5023	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	220,000.
KOREAN AMERICAN COMMUNITY FOUNDATION 3RD FL 501 5TH AVENUE NEW YORK, NY 10017	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	10,000.
MISSIONARY SISTERS OF THE PRECIOUS BLOOD PO BOX 97 READING, PA 19607-0097	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	200,000.
NATURAL LANDS TRUST 1031 PALMERS MILL ROAD MEDIA, PA 19063	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	5,000.

PHILADELPHIA ORCHESTRA 260 SOUTH BROAD STREET, 16TH FLOOR PHILADELPHIA, PA 19102	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	20,000.
SALVATION ARMY 701 NORTH BROAD STREET PHILADELPHIA, PA 19123	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	100,000.
THE FRANKLIN INSTITUTE 222 N. 20TH STREET PHILADELPHIA, PA 19103	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	220,000.
THE SHIPLEY SCHOOL 814 YARROW STREET BRYN MAWR, PA 19010-3598	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	540,000.
UNIVERSITY OF PENN 420 FRANKLIN BUILDING PHILADELPHIA, PA 19104-6285	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	25,000.
WILLS EYE HOSPITAL 840 WALNUT STREET PHILADELPHIA, PA 19107-5598	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	35,000.

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

2,575,000.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARCHDIOCESE OF PHILADELPHIA 222 N. 17TH STREET PHILADELPHIA, PA 19103-1299	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	3500000.
FOX CHASE CANCER CENTER 7701 BURHOLME AVENUE PHILADELPHIA, PA 19111	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	600,000.
GESU SCHOOL 1700 WEST THOMPSON STREET PHILADELPHIA, PA 19121-5023	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	800,000.
OPPORTUNITY INTL PO BOX 3695 OAK BROOK, IL 60522	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	30,000.
TEACHER OF AMERICA 315 WEST 36TH STREET 4TH FLOOR NEW YORK, NY 10018	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	500,000.
THE FRANKLIN INSTITUTE 222 N. 20TH STREET PHILADELPHIA, PA 19103	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	200,000.
THE SALVATION ARMY-RAY AND JOAN KROC CENTER 701 NORTH BROAD STREET PHILADELPHIA, PA 19123	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	300,000.
THE SHIPLEY SCHOOL 814 YARROW STREET BRYN MAWR, PA 19010-3598	N/A GENERAL CONTRIBUTION	OTHER PUBLIC CHARITY	750,000.

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

6,680,000.

IPM



THE JAMES & AGNES KIM FDN
Account Number: A 39555-00-7

Statement A

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ADJUSTABLE RATE MORTGAGE TRUST SER 2005-12 CL 5A1 FLOATING RATE MAR 25 2036 DTD 11/30/2005 PAYMENT A/C PRINCIPAL	471.090	11/10/05	01/25/10	471.09	471.09	
FANNIE MAE ASSET BACKED SECURITY SER 2003-121 CL FC FLOATING RATE FEB 25 2028 DTD 11/25/2003 PAYMENT A/C PRINCIPAL	509.030	11/06/03	01/25/10	509.03	508.71	L .32
OPTION ONE MORTGAGE LOAN TRUST SER 2003-5 CL A2 FLOATING RATE AUG 25 2033 DTD 7/23/2003 PAYMENT A/C PRINCIPAL	12.890	07/08/03	01/25/10	12.89	12.89	
WACHOVIA ASSET SECURITIZATION INC SER 2002-HE2 CL A FLOATING RATE DEC 25 2032 DTD 12/19/2002 PAYMENT A/C PRINCIPAL	73.560	08/28/03	01/25/10	73.56	73.84	L -.28

J.P.Morgan

05540700370010274804





THE JAMES & AGNES KIM FDN
Account Number: A 39555-00-7

Statement A

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss
on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ADJUSTABLE RATE MORTGAGE TRUST SER 2005-12 CL 5A1 FLOATING RATE MAR 25 2036 DTD 11/30/2005 PAYMENT A/C PRINCIPAL	599.400	11/10/05	02/25/10	599.40	599.40	
FANNIE MAE ASSET BACKED SECURITY SER 2003-121 CL FC FLOATING RATE FEB 25 2028 DTD 11/25/2003 PAYMENT A/C PRINCIPAL	427.930	11/06/03	02/25/10	427.93	427.66	L .27
OPTION ONE MORTGAGE LOAN TRUST SER 2003-5 CL A2 FLOATING RATE AUG 25 2033 DTD 7/23/2003 PAYMENT A/C PRINCIPAL	123.820	07/08/03	02/25/10	123.82	123.82	
WACHOVIA ASSET SECURITIZATION INC SER 2002-HE2 CL A FLOATING RATE DEC 25 2032 DTD-12/19/2002 PAYMENT A/C PRINCIPAL	61.740	08/28/03	02/25/10	61.74	61.97	L -.23

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THE JAMES & AGNES KIM FDN
Account Number: A 39555-00-7

Statement A

Capital Gain and Loss Schedule

Transactions

Note: S indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain



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Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ADJUSTABLE RATE MORTGAGE TRUST SER 2005-12 CL 5A1 FLOATING RATE MAR 25 2036 DTD 11/30/2005 PAYMENT A/C PRINCIPAL	711.320	11/10/05	03/25/10	711.32	711.32	
FANNIE MAE ASSET BACKED SECURITY SER 2003-121 CL FC FLOATING RATE FEB 25 2028 DTD 11/25/2003 PAYMENT A/C PRINCIPAL	434.140	11/06/03	03/25/10	434.14	433.87	L .27
OPTION ONE MORTGAGE LOAN TRUST SER 2003-5 CL A2 FLOATING RATE AUG 25 2033 DTD 7/23/2003 PAYMENT A/C PRINCIPAL	50.250	07/08/03	03/25/10	50.25	50.25	
WACHOVIA ASSET SECURITIZATION INC SER 2002-HE2 CL A FLOATING RATE DEC 25 2032 DTD 12/19/2002 PAYMENT A/C PRINCIPAL	54.810	08/28/03	03/25/10	54.81	55.02	L -.21

J.P.Morgan



THE JAMES & AGNES KIM FDN
Account Number: A 39555-00-7

Statement A

Capital Gain and Loss Schedule

Transactions

Note: S indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss
on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ADJUSTABLE RATE MORTGAGE TRUST SER 2005-12 CL 5A1 FLOATING RATE MAR 25 2036 DTD 11/30/2005 PAYMENT A/C PRINCIPAL	475.710	11/10/05	04/26/10	475.71	475.71	
FANNIE MAE ASSET BACKED SECURITY SER 2003-121 CL FC FLOATING RATE FEB 25 2028 DTD 11/25/2003 PAYMENT A/C PRINCIPAL	687.820	11/06/03	04/26/10	687.82	687.39	L .43
OPTION ONE MORTGAGE LOAN TRUST SER 2003-5 CL A2 FLOATING RATE AUG 25 2033 DTD 7/23/2003 PAYMENT A/C PRINCIPAL	16.760	07/08/03	04/26/10	16.76	16.76	
WACHOVIA ASSET SECURITIZATION INC SER 2002-HE2 CL A FLOATING RATE DEC 25 2032 DTD 12/19/2002 PAYMENT A/C PRINCIPAL	56.530	08/28/03	04/26/10	56.53	56.74	L -.21

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THE JAMES & AGNES KIM FDN
Account Number: A 39555-00-7

Statement A

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss
on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ADJUSTABLE RATE MORTGAGE TRUST SER 2005-12 CL 5A1 FLOATING RATE MAR 25 2036 DTD 11/30/2005 @ 50.50 GOLDMAN SACHS & CO.	40,349.060	11/10/05	05/17/10	20,376.27	40,349.06	L -19,972.79
OPTION ONE MORTGAGE LOAN TRUST SER 2003-5 CL A2 FLOATING RATE AUG 25 2033 DTD 7/23/2003 @ 70.0625 JEFFERIES & CO-BONDS DIRECT DIVISI	6,031.570	07/08/03	05/17/10	4,225.87	6,031.57	L -1,805.70
WACHOVIA ASSET SECURITIZATION INC SER 2002-HE2 CL A FLOATING RATE DEC 25 2032 DTD 12/19/2002 @ 67.00	3,885.300	08/28/03	05/17/10	2,603.18	3,899.86	L -1,296.68

J.P.Morgan



THE JAMES & AGNES KIM FDN
Account Number: A 39555-00-7

Statement A

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss
on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
FANNIE MAE ASSET BACKED SECURITY SER 2003-121 CL FC FLOATING RATE FEB 25 2028 DTD 11/25/2003 @ 95.00	8,624.550	11/06/03	05/17/10	8,193.32	8,619.16	L -425.84
Total Gain/Loss				40,165.44	63,666.09	L -23,500.65

Note: Your capital gain and loss schedule will show an N/A for the gain or loss for sales where we have incomplete or missing tax cost.
Please consult your tax advisor for appropriate tax reporting on these sales.



THE JAMES & AGNES KIM FDN
Account Number: Q 39554-00-3

Capital Gain and Loss Schedule

Transactions

Note: S indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss
on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
FORD MOTOR COMPANY CAPITAL TRUST II	5,000.000	11/12/09	03/23/10	244,246.89	173,902.70	S 68,791.47
6 1/2% CV PFD						O 1,552.72
@ 48.91	244,550.00					
BROKERAGE	300.00					
TAX &/OR SEC	3.11					
NEWELL RUBBERMAID INC	500,000.000	05/26/09	05/03/10	500,000.00	503,800.00	S -3,800.00
4% MAY 1 2010						
DTD 5/6/2003						
TO REDEMPTION						
SIMON PROPERTY GROUP LP	500,000.000	05/21/09	08/16/10	500,000.00	506,500.00	L -6,500.00
NOTES 4 7/8% AUG 15 2010						
DTD 8/11/2004						
TO REDEMPTION						
U S A NOTES	3,000,000.000	05/26/09	10/21/10	3,203,437.50	2,968,750.00	L 230,987.98
3 1/8% MAY 15 2019						O 3,699.52
DTD 05/15/2009						
@ 106.78125						
JP MORGAN SECURITIES LLC (BIDL)						



THE JAMES & AGNES KIM FDN
Account Number: Q 39554-00-3

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
----------------------	-------	----------	-----------	--------------	----------	-----------------

OMNICARE INC
CV 3 1/4% DEC 15 2035
DTD 12/15/2005
TENDERED POSITION-
EXPIRING 12/15/2010

176,000.000 06/23/09 12/17/10 167,200.00 144,574.90

L 22,625.10

Total Gain/Loss

3,870,637.50 3,619,824.90
.00 .00
744,246.89 677,702.70
.00 .00

L 247,113.08
O 3,699.52
S 64,991.47
O 1,552.72

Note: Your capital gain and loss schedule will show an N/A for the gain or loss for sales where we have incomplete or missing tax cost.
Please consult your tax advisor for appropriate tax reporting on these sales.

	Proceeds	Costs	Gain (Loss)
Long Term	3,866,937.98	3,619,824.90	247,113.08
Short Term	742,694.17	677,702.70	64,991.47
	4,609,632.15	4,297,527.60	312,104.55

J.P.Morgan

Statement B