

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

2000

Department of the Treasury
Internal Revenue Service

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

For calendar year **2000**, or tax year beginning **OCT 01, 2000**, & ending **SEP 30, 2001**

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of organization C. L. C. Kramer Foundation, Inc.		A Employer identification number 13-6226513
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see the instructions) 518-789-3333
	City or town, state, and ZIP code Millerton NY 12546-0431		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: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 8,110,689.** (Part I, column (d) must be on cash basis.)
J Accounting method: Cash Accrual
 Other (specify) _____

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 (The total of amounts in columns (b), (c), & (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
R E V E N U E	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Distributions from split-interest trusts				
	3 Interest on savings and temp. cash investments	37,391.	37,391.	37,391.	
	4 Dividends and interest from securities	342,259.	342,259.	342,259.	
	5a Gross rents				
	b (Net rental income or (loss) _____)				
	6a Net gain/(loss) from sale of assets not on line 10	588,129.			
	b Gross sales price for all assets on line 6a 1,599,760.				
	7 Capital gain net income (from Part IV, line 2)		588,129.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less rtns. & allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11.	967,779.	967,779.	379,650.		
O P E R A T I N G & A D M I N I S T R A T I V E E X P E N S E S	13 Compensation of officers, directors, trustees, etc.	48,000.	38,400.	38,400.	9,600.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest	4.	4.	4.	
	18 Taxes (attach schedule) (see the instructions)	23,032.	3,626.	3,626.	906.
	19 Depreciation (attach sch.) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)	793.	793.	793.		
24 Total operating and administrative expenses. Add lines 13 through 23.	71,829.	42,823.	42,823.	10,506.	
25 Contributions, gifts, grants paid	329,000.			329,000.	
26 Total expenses and disbursements. Add lines 24 and 25.	400,829.	42,823.	42,823.	339,506.	
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements.	566,950.				
b Net investment income (if neg., enter -0-)		924,956.			
c Adjusted net income (if neg., enter -0-)			336,827.		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See inst.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash -- non-interest-bearing	22,831.	34,223.	34,223.
	2	Savings and temporary cash investments	352,575.	1,070,849.	1,070,849.
	3	Accounts receivable ▶ 2.			
		Less: allowance for doubtful accts. ▶	2.	2.	2.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accts. ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) ...			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	59,474.	67,727.	66,192.
	10a	Investments -- U.S. and state govt. obligations (attach schedule)	2,121,782.	1,161,101.	1,265,423.
	b	Investments -- corporate stock (attach schedule)	879,808.	849,292.	3,217,150.
	c	Investments -- corporate bonds (attach schedule)	1,631,128.	2,446,228.	2,456,850.
	11	Investments -- land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments -- mortgage loans				
13	Investments -- other (attach schedule)				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ Organ. Expense)	71.	71.		
16	Total assets (to be completed by all filers -- see the instructions. Also, see page 1, item I)	5,067,671.	5,629,493.	8,110,689.	
LIABILITIES	17	Accounts payable and accrued expenses	5,128.		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons ...			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	5,128.		
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	5,062,543.	5,629,493.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Organizations that do not follow SFAS 117, ck. here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see the instructions)	5,062,543.	5,629,493.		
31	Total liabilities and net assets/ fund balances (see the instructions)	5,067,671.	5,629,493.		

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	5,062,543.
2	Enter amount from Part I, line 27a	2	566,950.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,629,493.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	5,629,493.

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 FNMA 1992-172D	P		
b NYS Hsq A 8.3/13	P		04/02/2001
c AT&T Wireless fr	D	09/30/1981	07/17/2001
	D	09/30/1981	10/09/2000
	P		10/05/2000

(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 181,135.		180,885.	250.
b 834,600.		800,231.	34,369.
c 15.			
d 10.			
e 584,000.		30,515.	

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			10.
			553,485.

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	588,129.
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) (see the instructions) If (loss), enter -0- in Part I, line 8		3	

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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
1999	364,334.	7,985,726.	0.0456
1998	347,221.	8,386,007.	.0414
	357,181.	7,508,889.	0
	425,930.	7,124,041.	
	415,717.	6,206,223.	

2 Total of line 1, column (d)	2	0.2614
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	0.0523
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	8,135,366.
5 Multiply line 4 by line 3.	5	425,480.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,250.
7 Add lines 5 and 6.	7	434,730.
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	339,506.

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				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))	
(i) 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				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	
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) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	

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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the 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))
1999			
1998			
1997			
1996			
1995			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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 on page 18.	8	

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

1a Exempt operating foundations described in section 4940(d)(2), check here. <input type="checkbox"/> & enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary -- see instructions)		
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.	1	18,499.
c All other domestic organizations 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	18,499.
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	18,499.
6 Credits/Payments:		
a 2000 estimated tax payments and 1999 overpayment credited to 2000	6a	20,000.
b Exempt foreign organizations -- tax withheld at source.	6b	
c Tax paid with application for extension of time to file (Form 8868)		
d Backup withholding erroneously withheld		
7 Total credits and payments. Add lines 6a through 6d.	7	
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	1,501.
11 Enter amount of line 10 to be: Credited to 2001 estimated tax <input type="checkbox"/> 1,501. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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 organization in connection with the activities.		
c Did the organization 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 organization <input type="checkbox"/> \$ _____ (2) On organization managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers <input type="checkbox"/> \$ _____		
2 Has the organization 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 organization 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 organization 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.		
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 organization have at least \$5,000 in assets at any time during the yr.? If "Yes," complete Part II, col. (c), & Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input type="checkbox"/> NY <input type="checkbox"/> DE		
b If the answer is "Yes" to line 7, has the organization 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 organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2000 or the taxable year beginning in 2000 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during tax year? If "Yes," attach a sch. listing their names & addresses .		X
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?	X	
12 The books are in care of <input type="checkbox"/> Robert Zabelle Telephone no. <input type="checkbox"/> 518-78-9333 Located at <input type="checkbox"/> P. O. Box 431, Rte 44 Millerton, NY ZIP+4 <input type="checkbox"/> 12546		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -- Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <input type="checkbox"/>	13	

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 organization (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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the organization 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	
c Did the organization 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 2000? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2000, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2000? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/> 19__ <input type="checkbox"/> 19__ <input type="checkbox"/> 19__ <input type="checkbox"/> 19__		
b Are there any years listed in 2a for which the organization 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 the instructions.) <input type="checkbox"/>	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. <input type="checkbox"/> 19__ <input type="checkbox"/> 19__ <input type="checkbox"/> 19__ <input type="checkbox"/> 19__		
3a Did the organization 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 2000 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2000.) <input type="checkbox"/>	3b	
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the organization 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 2000? <input type="checkbox"/>	4b	X
5a During the year did the organization pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	5b	
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If you answered "Yes" to 6b, also file Form 8870.	6b	X

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 (see the instructions):

(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 comp.	(e) Expense account, other allowances
Robert Zabelle Lakeville CT	President 7	26,000.		
David Marks Port Washingto	Treasurer 6	22,000.		
Charles Looker Secretary	New York,	0		

2 Compensation of five highest-paid employees (other than those included on line 1 -- see the instructions). 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 ▶ |

3 Five highest-paid independent contractors for professional services -- (see the instructions). 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 ▶ |

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 Makes grants to charitable organizations. Reviews services of certain of these organizations. Meets with representatives of some of these organizations	10,506.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 none	
2	
3 All other program-related investments. See the instructions.	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see the 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	, ,
b Average of monthly cash balances	1b	, ,
c Fair market value of all other assets (see the instructions)		
d Total (add lines 1a, b, and c)		
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets		
3 Subtract line 2 from line 1d		, ,
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see the instructions)	4	123,889.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	
6 Minimum investment return. Enter 5% of line 5	6	, ,

Part XI Distributable Amount (see the 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	406,768.
2a Tax on investment income for 2000 from Part VI, line 5	2a	18,499.
b Income tax for 2000. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	18,499.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	388,269.
4a Recoveries of amounts treated as qualifying distributions	4a	
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	
5 Add lines 3 and 4c	5	388,269.
6 Deduction from distributable amount (see the instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	388,269.

Part XII Qualifying Distributions (see the 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	339,506.
b Program-related investments -- total of lines 1-3 of Part IX-B	1b	
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	339,506.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see the instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	339,506.

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 IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
.....	
2	
.....	
All other program-related investments. See page 22 of the instructions.	
3	
.....	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 22 of the 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
b Average of monthly cash balances		1b
c Fair market value of all other assets (see page 23 of the instructions)		1c
d Total (add lines 1a, b, and c)		1d
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets		2
3 Subtract line 2 from line 1d		3
4 Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 23 of the instructions)		4
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4		5
6 Minimum investment return. Enter 5% of line 5		6

Part XI Distributable Amount (see page 23 of the 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
2a Tax on investment income for 2000 from Part VI, line 5	2a	
b Income tax for 2000. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b		2c
3 Distributable amount before adjustments. Subtract line 2c from line 1.		3
4a Recoveries of amounts treated as qualifying distributions	4a	
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b		4c
5 Add lines 3 and 4c		5
6 Deduction from distributable amount (see page 23 of the instructions)		6
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7

Part XII Qualifying Distributions (see page 24 of the 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
b Program-related investments—total of lines 1-3 of Part IX-B		1b
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
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 24 of the instructions)		5
6 Adjusted qualifying distributions. Subtract line 5 from line 4		6

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 page 24 of the instructions)

	(a) Corpus	(b) Years prior to 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 1999:				
a Enter amount for 1999 only				
b Total for prior years: 19____, 19____, 19____				
3 Excess distributions carryover, if any, to 2000:				
a From 1995				
b From 1996				
c From 1997				
d From 1998				
e From 1999				
f Total of lines 3a through e				
4 Qualifying distributions for 2000 from Part XII, line 4: ▶ \$ _____				
a Applied to 1999, but not more than line 2a.				
b Applied to undistributed income of prior years (Election required—see page 25 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 25 of the instructions)				
d Applied to 2000 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2000 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount—see page 25 of the instructions				
e Undistributed income for 1999. Subtract line 4a from line 2a. Taxable amount—see page 25 of the instructions				
f Undistributed income for 2000. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2001.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions).				
8 Excess distributions carryover from 1995 not applied on line 5 or line 7 (see page 25 of the instructions).				
9 Excess distributions carryover to 2001. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 1996				
b Excess from 1997				
c Excess from 1998				
d Excess from 1999				
e Excess from 2000				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2000, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2000	(b) 1999	(c) 1998	(d) 1997	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test -- enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test -- Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test -- enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Total				▶ 3a
b				
Total				▶ 3b

Form 990-PF - Page 2, Line 10a, b and c
Investments - U.S. and State Government Obligations,
Corporate Stock and Corporate Bonds as of Year End

US**2000**

Description	Book Value	Fair Market Value
USA Strip 11/15/09	323,682.	375,634.
FNMA 1992-149H 7%	227,250.	255,703.
Bellsouth Telecom.6.25%/03	147,666.	166,200.
Florida Power & Light 7.3%/16	494,450.	523,820.
Ford Motor 7.38%/11	815,100.	796,840.
GMAC 7%/02	199,005.	202,125.
New Jersey State 7.8%/07	200,000.	208,918.
NYS Hsg A 8.3%/13	20,519.	20,744.
Pacific Gas 7 Elec. 7.25%/26	493,125.	455,000.
Seagram 7%/08	199,005.	205,498.
Southwest Bell 7%/15	97,877.	107,367.
Virginia HDA 6.6%/13	389,650.	404,424.
American Electric Power	10,312.	25,938.
American Home Products	8,938.	139,800.
American Tel & Tel	11,709.	43,656.
AT&T Wireless	3,368.	10,861.
Avaya	337.	1,603.
Bellsouth	10,385.	112,185.
Corn Products, Intl	2,256.	28,730.
CSX Corp	19,275.	75,600.
Du Pont	13,612.	67,536.
Exxon Mobil	400,925.	488,638.
General Electric	20,125.	446,400.
Heinz	21,375.	341,415.
International Business Machines	103,987.	513,632.
Lincoln National	12,616.	111,912.
Keyspan Corp	23,230.	79,776.
Lucent Technologies	5,817.	11,184.
J P Morgan Chase	15,225.	151,626.
Norfolk Southern Corp	21,199.	73,990.
Raytheon	68,801.	208,500.
SBC Communications	7,931.	111,580.
TYCO	9,736.	11,375.
Verizon	15,603.	114,713.
Xerox	42,530.	46,500.
	4,456,621.	6,939,423.

Sale of Securities

US 990: Page 1, Line 8; 990-EZ: Page 1, Line 5; 990PF: Page 11, Line 8

2000

Description	Date Acquired	Date Sold	Sales Price	Cost/Basis	Selling Expense	Accumulated Depreciation
FNMA92-172D			181,135.	180,885.		
NYS HA 8.3		04/02/2001	834,600.	800,231.		
AT&T Wirele		07/17/2001	15.			
Avaya		10/09/2000	10.			
Bestfoods		10/05/2000	584,000.	30,515.		
			1,599,760.	1,011,631.		

C. L. C. KRAMER FOUNDATION, INC.
CONTRIBUTIONS MADE
FOR THE YEAR ENDED SEPTEMBER 30,2001

The Lighthouse	60,000
National Jewish Medical & Research Center	50,000
Mount Sinai Medical Center	30,000
U.J.A. Federation	50,000
St. Lukes/ Roosevelt Hospital	10,000
Alzheimer's Association	10,000
Music Mountain	10,000
New Milford Hospital	10,000
New York Philharmonic	5,000
Lincoln Center Endowment	15,000
Lincoln Center Theater	5,000
Chamber Music Society of Lincoln Center	5,000
Friends of Israel Philharmonic	5,000
Carnegie Hall Society	5,000
Self Help Community Services	10,000
New York City Ballet	5,000
National Public Radio	3,000
Sharon Hospital	10,000
Musicians Foundation	5,000
United Way September 11 Fund	10,000
Columbia University (Miller Theater)	10,000
New York City Opera	5,000
Young Audiences	<u>1,000</u>
	<u>329,000</u>

**STATEMENT OF SHAREHOLDERS RECEIVING A DISTRIBUTION OF STOCK IN
AT&T WIRELESS SERVICES, INC. ("AWS"), A CONTROLLED CORPORATION,
PURSUANT TO TREASURY REGULATIONS SECTION 1.355-5(b).**

By private letter ruling dated June 4, 2001, the Internal Revenue Service ruled that the distribution by AT&T Corp. ("AT&T") of shares of AWS common stock was a nontaxable corporate separation under Section 355 of the Internal Revenue Code.

INSTRUCTIONS: Read, complete parts 1, 2, 3 and 5, sign and attach to your 2001 federal income tax return. This form should not be sent to AT&T or AWS.

Part 1: Statement of ownership	
<p>The undersigned was a shareholder owning shares of common stock of AT&T of the class traded on the New York Stock Exchange under the symbol "T", as of 5:00 p.m. on June 22, 2001, that received a distribution of stock in AWS, a controlled corporation, pursuant to Section 355.</p>	<p><input type="checkbox"/> And/or: The undersigned was a shareholder owning shares of Wireless Group tracking stock of AT&T of the class traded on the New York Stock Exchange under the symbol "AWE" ("Wireless Group Tracking Stock"), as of 9:00 a.m. on July 9, 2001, that received a distribution of stock in AWS, a controlled corporation, pursuant to Section 355.</p>
Part 2: Shares surrendered by holders of Wireless Group Tracking Stock	
<p>The undersigned surrendered _____ shares of Wireless Group Tracking Stock, par value \$1.00 per share, in exchange for shares of AWS common stock.</p>	
Part 3: Shares of AT&T Wireless Services common stock received	
<p>The undersigned received a total of _____ shares of common stock, par value \$.01 per share, of AWS in the distribution. (Enter the sum of (i) AWS common shares received as a distribution with respect to AT&T common stock, and (ii) AWS common shares received in exchange for shares of Wireless Group Tracking Stock).</p>	
Part 4: The names and addresses of the corporations involved	
<p>Distributing Corporation: AT&T Corp. 295 North Maple Avenue Basking Ridge, New Jersey 07920</p>	<p>Controlled Corporation: AT&T Wireless Services, Inc. 7277 164th Avenue NE, Building Redmond, Washington 98052</p>
Part 5: Shareholder Signature and Taxpayer ID	
<p>_____ Name</p> <p>_____ Signature</p> <p>_____ Taxpayer ID or Social Security Number</p>	