

COOPER MILTON
Form 5
February 17, 2011

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
COOPER MILTON

(Last) (First) (Middle)

C/O KIMCO REALTY
CORP., 3333 NEW HYDE PARK
RD STE 100

(Street)

HYDE PARK, NY 11042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KIMCO REALTY CORP [KIM]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2010

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Kimco Realty Corp. Common Stock par value \$0.01 per share	12/09/2010	Â	G	2,400 ⁽¹⁾ D \$ 17.02	10,405,783	D	Â
	12/13/2010	Â	G	8,400 ⁽²⁾ D \$ 17.1	10,397,383	D	Â

Kimco
Realty
Corp.
Common
Stock par
value
\$0.01 per
share

Kimco
Realty
Corp.
Common
Stock par
value
\$0.01 per
share

Kimco
Realty
Corp.
Common
Stock par
value
\$0.01 per
share

12/16/2010 Â G 1,200 ⁽³⁾ D \$ 16.62 10,396,183 D Â

12/31/2010⁽⁴⁾ Â J 196.9433 ⁽⁶⁾ A \$ 15.1712 ⁽⁷⁾ 27,384.2754 I By Spouse ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COOPER MILTON C/O KIMCO REALTY CORP. 3333 NEW HYDE PARK RD STE 100 HYDE PARK, NY 11042	X		Executive Chairman	

Signatures

/s/ Milton
Cooper

02/17/2011

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1,200 shares each were gifted to 2 of Mr. Cooper's grandchildren.
- (2) 1,200 shares each were gifted to 7 of Mr. Cooper's grandchildren.
- (3) 1,200 shares were gifted to 1 of Mr. Cooper's grandchildren.
- (4) Various dates through 2010.
- (5) Represents shares owned by Shirley Cooper, wife of Milton Cooper, as to which shares Mr. Cooper disclaims beneficial ownership.
- (6) Shares were acquired through Dividend Reinvestment Plan.
- (7) Average price for transactions during 2010.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.