

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 <sup>(1)</sup> D \$ 17.02	10,405,783	D	Â
	12/13/2010	Â	G	8,400 <sup>(2)</sup> 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 <sup>(3)</sup>     D     \$ 16.62     10,396,183     D                     Â

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

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 D S B O E I F I
					(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.