

PAPPAGALLO MICHAEL V
 Form 4
 August 07, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 PAPPAGALLO MICHAEL V

(Last) (First) (Middle)

3333 NEW HYDE PARK ROAD

(Street)

NEW HYDE PARK, NY 11042

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/06/2009

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 V.P. - CFO

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Kimco Realty Corp. Common Stock - Restricted Stock | 08/06/2009 | | A | | 34,100 <u>(1)</u> | A | \$ 11.54 |
| | | | | | 64,100 <u>(2)</u> | D | |

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

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number.

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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Option to purchase common stock par value \$0.01 per share | \$ 11.54 | 08/06/2009 | | A | 8,525 | 08/06/2010 08/06/2019 | Kimco Realty Corp. Common Stock par value \$0.01 per share | 8,525 |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54 | 08/06/2009 | | A | 8,525 | 08/06/2011 08/06/2019 | Kimco Realty Corp. Common Stock par value \$0.01 per share | 8,525 |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54 | 08/06/2009 | | A | 8,525 | 08/06/2012 08/06/2019 | Kimco Realty Corp. Common Stock par value \$0.01 per share | 8,525 |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54 | 08/06/2009 | | A | 8,525 | 08/06/2013 08/06/2019 | Kimco Realty Corp. Common Stock par value \$0.01 per share | 8,525 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PAPPAGALLO MICHAEL V 3333 NEW HYDE PARK ROAD NEW HYDE PARK, NY 11042 | | | Executive V.P. - CFO | |

Signatures

/s/ Michael V.
Pappagallo

08/07/2009

__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) Shares issued are Restricted Stock. The shares become unrestricted 25% each year as follows - 8/6/10 8525 shares; 8/6/11 8525 shares; 8/6/12 8525 shares and 8/6/13 8525 shares. Mr. Pappagallo is entitled to vote the shares and receive dividends, if any.
- (2) Amounts shown do not include 320,576 shares held in the Pappagallo Family Holdings, LLC a limited liability company of which the reporting person owned a majority of the equity interest and is a co-managing member with his spouse.

Note: File three copies of this Form, one of which must be manually signed. If space 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.