Nazi's, adultery, betrayal. The story behind Solomon Guggenheim's first museum touches on all three — and the paintings are pretty good, too.

You'll find the art at Chelsea's Leila Heller Gallery, home to "The Museum of Non-Objective Painting: The Birth of the Guggenheim." Windy title aside, it's a breathtaking show of bold, Colorform-like works hung about a foot off the floor, the better to see them while sitting on a bench. That's just as Hilla von Rebay (inset right) wanted it, say curators Rowland Weinstein and Brooke McGowan Herzog. The German baroness and artist not only stole the married Guggenheim's heart — she pointed him toward a new style of painting.

"A man of your stature should be collecting the art of tomorrow," she told the nearly 30-years-older copper magnate when he visited her Carnegie Hall studio. So began their affair, and Guggenheim's acquisition of works by Kandinsky, Klee, Léger and Rebay's former lover, Rudolf Bauer. Rather than reflect the world around us, their "nonobjective art" was supposed to send the viewer soaring toward spirituality.

When the Nazis declared Bauer a "degenerate artist" and hauled him off to prison, Rebay bailed him out, using Guggenheim's connections and cash. Once Bauer arrived in America, Guggenheim set him up with a mansion, a car and a maid. In return, Bauer signed a contract, which he later learned consigned all his art, past and future, to Guggenheim. Bauer sued and lost, so he settled things his own way: He kept the car and mansion, married the maid and, as far as anyone knows, never painted again.

By then, Guggenheim had amassed quite a collection. With Rebay's help, he set up his Museum of Non-Objective Painting on East 54th Street in 1939. In time, Guggenheim and Rebay wanted to expand. She suggested that Frank Lloyd Wright be the one to design it.

Wright's building opened in 1959, but Guggenheim never lived to see it. His family fired Rebay, his designated curator, and put most of her beloved paintings into storage. Years later, the museum sold them.

About three dozen of those works are at the Heller Gallery. Don't miss Bauer's "Colored Swing," which adorned the cover of Guggenheim's first museum catalog, and Rebay's own paintings.