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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, 2009, and ending

G Check all that apply Initial return Initial Return of a former public charity
 Amended return Address change Name change

Use the
IRS label.
Otherwise,
print
or type
See Specific
Instructions

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC
32 MONADNOCK ROAD, C/O ELLEN GORDON
WELLESLEY HILLS, MA 02481

A Employer identification number

11-6026235

B Telephone number (see the instructions)

781-235-4751

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► 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 ►

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, column (c), line 16) J Accounting method Cash Accrual
 Other (specify) _____

► \$ 59,347,990.

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc, received (att sch)	800,000.			
2	Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	317,868.	317,868.	N/A	
4	Dividends and interest from securities	695,241.	695,241.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	411,109.			
b	Gross sales price for all assets on line 6a	7,198,886.			
7	Capital gain net income (from Part IV, line 2)		411,109.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
	SEE STATEMENT 1	18,873.			
12	Total. Add lines 1 through 11	2,243,091.	1,424,218.		
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) SEE ST 2	27,000.	10,800.		
c	Other prof fees (attach sch) SEE ST 3	161,707.	161,707.		
17	Interest				
18	Taxes (attach schedule)(see instr) SEE STM 4	46,388.	5,772.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
	SEE STATEMENT 5	2,722.	630.		
24	Total operating and administrative expenses. Add lines 13 through 23	237,817.	178,909.		
25	Contributions, gifts, grants paid PART XV	2,991,681.		2,991,681.	
26	Total expenses and disbursements. Add lines 24 and 25	3,229,498.	178,909.		2,991,681.
27	Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-986,407.			
b	Net investment income (if negative, enter -0-)		1,245,309.		
c	Adjusted net income (if negative, enter -0-)				

G18 15

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash non-interest-bearing		21,122.	34,154.	34,154.
	2 Savings and temporary cash investments		2,142,792.	729,448.	729,449.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	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 sch) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		54,877.	14,261.	14,261.
	10a Investments — U S and state government obligations (attach schedule)				
	b Investments — corporate stock (attach schedule)		14,865,480.	17,591,355.	55,083,736.
	c Investments — corporate bonds (attach schedule)		5,428,175.	3,156,821.	3,486,390.
	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 ►)				
	16 Total assets (to be completed by all filers — see instructions Also, see page 1 item 1)		22,512,446.	21,526,039.	59,347,990.
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ►	<input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ►	<input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds		22,512,446.	21,526,039.	
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see the instructions)		22,512,446.	21,526,039.	
	31 Total liabilities and net assets/fund balances (see the instructions)		22,512,446.	21,526,039.	

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	22,512,446.
2 Enter amount from Part I, line 27a	2	-986,407.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	21,526,039.
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	21,526,039.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a 1 SEE ATTACHED SCHEDULE F			P	VARTOIS	VARTOIS
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 7,198,886.		6,787,777.	411,109.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a			411,109.		
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	411,109.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	0.	
If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8					

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 foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If 'Yes,' the foundation 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 beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	3,091,735.	59,235,573.	0.052194
2007	3,166,388.	64,165,962.	0.049347
2006	2,927,448.	63,532,809.	0.046078
2005	2,865,449.	59,655,178.	0.048034
2004	2,538,566.	58,940,694.	0.043070

2 Total of line 1, column (d)	2	0.238723
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	0.047745
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	51,533,890.
5 Multiply line 4 by line 3	5	2,460,486.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,453.
7 Add lines 5 and 6	7	2,472,939.
8 Enter qualifying distributions from Part XII, line 4	8	2,991,681.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling or determination letter. <input type="checkbox"/> (attach copy of letter if necessary - see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 12,453.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 12,453.
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 12,453.
6	Credits/Payments	
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 14,261.
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c
d	Backup withholding erroneously withheld	6d
7	Total credits and payments Add lines 6a through 6d	7 14,261.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" 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 0.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,808.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ► 1,808. Refunded	11 0.

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8a	NY MA	
8b	X	
9	X	
10	X	

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

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 foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
 (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
 If 'Yes,' attach a detailed description of the activities

3 Has the foundation 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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►

b If the answer is 'Yes' to line 7, has the foundation 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

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	<input checked="" type="checkbox"/> 11	<input checked="" type="checkbox"/> X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input checked="" type="checkbox"/> 12	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input checked="" type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► BRUCE S HYAMS CPA Telephone no ► 631-421-5140 Located at ► 52 ELM STREET HUNTINGTON NY ZIP + 4 ► 11743		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15	<input type="checkbox"/> N/A	<input type="checkbox"/> N/A

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 foundation (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 type="checkbox"/> Yes	<input checked="" 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 foundation 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	N/A
c	Did the foundation 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 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation 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)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__		
3a	Did the foundation 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 2009 as a result of (1) any purchase by the foundation 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 foundation had excess business holdings in 2009)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation 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 2009?	4b	X

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Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation 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)? (see instructions)	<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 instructions)?	5b	N/A
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)		
6a Did the foundation, 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 foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	X
If 'Yes' to 6b, file Form 8870		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A

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 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 compensation	(e) Expense account, other allowances
ELLEN R. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	PRESIDENT 0	0.	0.	0.
MELVIN J. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	VICE PRESIDE 0	0.	0.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

2 Compensation of five highest-paid employees (other than those included on line 1— see 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	0	0.	0.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

Total number of other employees paid over \$50,000

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN CO. 42 BROADWAY, NEW YORK, NY 1004	INVESTMENT ADVISORY	151,974.
Total number of others receiving over \$50,000 for professional services		0

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 THE FOUNDATION HAS NO DIRECT CONDUCT OF CHARITABLE ACTIVITIES, RATHER IT IS A NON OPERATING PRIVATE FOUNDATION	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	51,160,214.
b Average of monthly cash balances	1b	1,158,456.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	52,318,670.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	52,318,670.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	784,780.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	51,533,890.
6 Minimum investment return. Enter 5% of line 5	6	2,576,695.

Part XI Distributable Amount (see 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	2,576,695.
2a Tax on investment income for 2009 from Part VI, line 5	2a	12,453.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	12,453.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	2,564,242.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,564,242.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,564,242.

Part XII Qualifying Distributions (see 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	2,991,681.
b Program-related investments – total from 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	2,991,681.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	12,453.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,979,228.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,564,242.
2 Undistributed income, if any, as of the end of 2009			2,883,796.	
a Enter amount for 2008 only		0.		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 2,991,681.			2,883,796.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				107,885.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				2,456,357.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

N/A

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling				►
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
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)(ii)				
(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 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 foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc, (see 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

SEE STATEMENT 6

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHED SCHEDULE			CHARITABLE	2,991,681.
Total			► 3a	2,991,681.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	317,868.	
4 Dividends and interest from securities			14	695,241.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	18,873.	
8 Gain or (loss) from sales of assets other than inventory			18	411,109.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,443,091.	
13 Total Add line 12, columns (b), (d), and (e)					13 1,443,091.

(See worksheet in the instructions for line 13 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
NOT APPLICABLE	

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

2009

Name of the organization CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC	Employer identification number 11-6026235
Organization type (check one)	
Form 990 or 990-EZ	Section: <input type="checkbox"/> 501(c)(_____) (enter number) organization <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation <input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation <input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule****Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule —** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)**Special Rules —**

- For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year

► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, Line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)**BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990EZ, or 990-PF.****Schedule B** (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

Part I **Contributors** (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	TOOTSIE ROLL INDUSTRIES, INC. 7401 SOUTH CICERO AVENUE CHICAGO, IL 60629	\$ 350,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
2	MELVIN J. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481, MA 02481	\$ 225,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
3	ELLEN R. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481, MA 02481	\$ 225,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
4	Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
5	Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC.

Employer identification number

11-6026235

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

Part III *Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.* (Complete cols (a) through (e) and the following line entry)

For organizations completing Part III, enter total of *exclusively religious, charitable, etc, contributions of \$1,000 or less* for the year (Enter this information once — see instructions)

► \$

N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

2009

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CELE H. & WILLIAM B. RUBIN FAMILY FUND INC

11-6026235

4/12/10

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 18,873.		
TOTAL	<u>\$ 18,873.</u>	<u>\$ 0.</u>	<u>0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES TAX RETURNS PREPARATION	\$ 21,600. 5,400.	\$ 10,800.		
TOTAL	<u>\$ 27,000.</u>	<u>\$ 10,800.</u>	<u>\$ 0.</u>	<u>0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BIRCH HILL FEES FIRST MANHATTAN CO.	\$ 9,733. 151,974.	\$ 9,733. 151,974.		
TOTAL	<u>\$ 161,707.</u>	<u>\$ 161,707.</u>	<u>\$ 0.</u>	<u>0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FOREIGN TAXES WITHHELD ON INVESTMENTS	\$ 40,616.			
	5,772.	\$ 5,772.		
TOTAL	<u>\$ 46,388.</u>	<u>\$ 5,772.</u>	<u>\$ 0.</u>	<u>0.</u>

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CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

11-5026235

4/12/10

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**STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL PUBLIC NOTICE	\$ 120.			
CUSTODIAL AND OTHER CHARGES	630.	\$ 630.		
DIRECTORY PUBLICATIONS	222.			
FILING FEES COMMONWEALTH OF MASS	250.			
NYS DEPARTMENT OF LAW FILING FEES	1,500.			
TOTAL	<u>\$ 2,722.</u>	<u>\$ 630.</u>	<u> </u>	<u> \$ 0.</u>

**STATEMENT 6
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM: THE CELE H. & WILLIAM B. RUBIN FAMILY FD
NAME: ELLEN R. GORDON
CARE OF:
STREET ADDRESS: 32 MONADNOCK ROAD
CITY, STATE, ZIP CODE: WELLESLEY HILLS, MA 02481
TELEPHONE: 781-235-1075
FORM AND CONTENT: NO SPECIFIC FORMS ARE REQUIRED
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: NONE

CELE H & WILLIAM B RUBIN FAMILY FUND INC.

Schedule of Grants-Donations Paid
For the year Ended December 31, 2009

Name	Address	Amount
Ace Hardware Foundation	1220 Palmour Drive Gainesville GA	\$500.00
Alzheimer Association	225 N Michigan Ave , Fl 17, Chicago, IL 60601-7633	1,000.00
American Cancer Society	17060 Oak Park Ave, Tinley Park, IL 60477	1,325.00
Avon Products Foundation Inc	Avon Product Foundation Rye, NY 10580	\$840.00
Avon Products- Void replacement checks	Avon Product Foundation Rye, NY 10580	-\$975.00
Bank Of America Charitable Gift Fund	100 Federak St MA5-100 Boston, MA 02110	1,613,000.00
Beth Israel Deaconess Medical center	First Ave at 169th Street, Ny NY 10003	2,500.00
Boston Symphony Orchestre	301 Massachusetts Ave, Boston, MA 02115	625.00
Boys and Girls Clubs	Boys and Girls Club of Chicago, Chicago, IL 60612	1,000.00
Bowdoin College Fund	Bowdoin College, brunswick, Maine 04011-8432	10,000.00
Brandeis University	415 South Street, Waltham, MA 02453-9110	7,500.00
Bridgeport Food Pantry	7477 Murray Drive, Ccero, NY 13039	1,500.00
Buckingham, Browne&Nichols School	External Affairs Office, Cambridge, MA 02138-5512	25,000.00
Camp Hale	566 Columbus Ave, Boston MA 02118-1195	200.00
Carter High School	210 N Carter School Rd, Strawberry Plains, TN 37811	500.00
Chicago Association of Retarded Citizens	8 S Michigan Ave # 1700, Chicago, IL 60603	0.00
Combined Jewish Philanthropies of Greater Boston	126 High St, Boston, MA 02110	75,000.00
Committe of 200 Foundation	625 N Michigan Ave , Chicago, IL 60611-3108	5,000.00
Commonwealth School	151 Commonwealth Ave., Boston, MA 02116	28,500.00
Crossroads for Kids	119 Myrtle St Duxbury Mass 02332	200.00
Dana-Farber Cancer Institute	44 Binney Street, Boston, MA 02115	350.00
Duke University	Duke University/Box 90581, Durham, NC 27708-0581	2,000.00
Fenwick High School	505 Washington Blvd, Oak Park, IL 60302	8,500.00
Food Allergy Institute	232 Madison Ave, New York, NY	20,000.00
Food Bank of CNY	7477 Murray Drive, Ccero, NY 13039	1,500.00
Greater Chicago Food Depository	Greater Chicago Food, Chicago, IL 60632	200.00
Habitat for Humanity Denver	322 West Lamar Street, Americus, Georgia 31709	200.00
Harvard Business School	Soldier Field, Boston MA 02163	10,000.00
Harvard College Fund	124 Mount Auburn Street, Cambridge, MA 02138	10,000.00
Harvard Graduate School	124 Mount Auburn Street, Cambridge, MA 02138-3654	4,000.00
Harvard Medical School	25 Shattuck Street, Boston, MA 02115	525,000.00
Harvard University	1563 Massachusetts Ave Cambridge, MA	6,000.00
Hospice of the Good Shepard	Hospice of the Good Shepard, Newton, MA 02468-1431	200.00
Injured Marine Semper Fi Fund	825 College Blvd, Suite 102, PMB 609, Oceanside, CA 92057	150.00

CELE H & WILLIAM B RUBIN FAMILY FUND INC.
Schedule of Grants-Donations Paid
For the year Ended December 31, 2008

Name	Address	Amount
Juvenile Diabetes Association	500 N Dearborn Ste#350, Chicago, IL 60610	5,000.00
Juvenile Diabetes Research Foundation-Void old check	120 Wall Street, 19th Floor, New York, NY 10005	-10,000.00
Kellogg Graduate School	Leverone 3492001//2001 Sheridan Rd, Evanston, IL 60208	10,000.00
Le Bonheur Children's Foundation	P.O. Box 41817, Memphis, TN 38174	700.00
Lehigh University	Dept of Civil & Environment, Bethlehem, PA 18015	2,000.00
Les Turner ALS Fund	5550 W Touhy Ave, Ste302 Skokie IL 60077	100.00
Loyola University Chicago	820 North Michigan Ave Chicago, IL 60611	100.00
Lydia Home Association	4300 W Irving Park Road, Chicago, IL 60641	7,000.00
March Of Dimes	111 W Jackson Blvd, Chicago, IL 60604	50.00
Meadowbrook School of Weston	10 Farm Road, Weston, MA 02493-2493	1,500.00
National Audobon Society	225 Varick St. -7th Fl New York NY 10014	2,000.00
National Kidney Foundation of Ill	215 West Illinois, Suite 1C, Chicago, IL 60654	500.00
National MS Society	4219 Hillsboro Raod, Nashville, TN 37215	50.00
National Ovarian Cancer	4900 Hopyard Road, Pleasanton, CA 94588	50.00
National Symphony Orchestra	the Kennedy Center, Arlington, VA 22210	6,000.00
Northern Illinois University	1425 W Lincoln Hwy, DeKalb, IL 60115-2825	50.00
Our Bodies Ourselves	5 Upland Road #3, Cambridge, MA 02140	2,000.00
Partners In Health	800 Boylston Street, 47th Floor, Boston 02199	5,000.00
Plan USA	155 Plan Way, Warwick, RI 02886	216.00
Providence St. Mel Foundation	119 South Central Park Avenue, Chicago, Illinois 60624	2,000.00
Rensselaerville Institute	63 Huyck Rd, Rensselaerville, NY 12147	5,000.00
Rivers County Day school	333 Winter Street, Weston, MA 02193-9981	1,500.00
Ronald McDonald House {CT}	501 George Street, New Haven, CT 06511	100.00
Simon Wiesenthal Center	9760 West Pico Blvd, Los Angelos, CA 900035	200.00
Spina Bifida Association	4590 MacArthur Blvd, Washington, DC 20007	2,100.00
Squam Lakes Association	534 Rte 3, Holderness, NH 03245-0204	1,500.00
Squam Lakes Conservation Society	PO Box 696, Holderness, NH 03245-0204	16,500.00
Squam Lakes Natural	PO Box 173, 23 Science Center Road, Holderness, NH 03245 -0173	1,500.00

CELE H & WILLIAM B RUBIN FAMILY FUND INC.
Schedule of Grants-Donations Paid
For the year Ended December 31, 2008

Name	Address	Amount
St Joseph's College	PO Box 870, Renselaer, IN 47978	50.00
St Judes Children's Research Hospital-void old check	501 St Jude Place Memphis Tenn 38105	-100.00
Stanford University	Stanford University School, Stanford, CA 94309-0466	100.00
Stetson University	421 N. Woodland Blvd, DeLand, FL 32723	1,000.00
The Gotschall Family Foundation	Znewpit Beach, CA 926660	200.00
The James McGuire Senior Citizens Center	116 Paris Avenue, Northvale, NJ 07647	400.00
The Morton Arboretum	4100 Illinoi Rt 53, Lisle, IL 60532-1293	1,000.00
The Windsor School	103 Pilgrim Rd, Boston, MA 02215	10,000.00
United States Holocaust	100 Raoul Wallenberg Place, SW, Washington, DC 20024-2126	1,000.00
United Way New Hampshire	United Way Lakes Region, Laconia, NH 03246-3313	2,000.00
United Way of Massachusetts Bay, Inc	United Way Massachusetts, Boston, MA 02210-1121	2,000.00
United Way/Crusade of Mercy	United Way/Crusades of Mercy, Chicago, IL 60675-5828	2,500.00
University of Chicago Medical Center	MC 1115/5841 South Mar, Chicago, IL 60637-1470	510,000.00
University of Illinois Foundation	PO Box 3429, Champaign, IL 61826-3429	5,000.00
University of Tennessee	600 Henley Street, Knoxville, TN 37996-4103	400.00
USO	Dept WS PO box 96860, Washington DC 20090	200.00
Vassar College	124 Raymond Ave., Poughkeepsie, NY 12604	7,000.00
Wellesley College	106 Central Street, Wellesley, MA 02481	5,000.00
Wellesley Free Library	530 Washington St, Wellesley, MA 02482	1,000.00
Wellesley Police Dept	485 Washington Street Wellesley, Massachusetts 02482	1,000.00
Windows To The World Communications	5400 N St Louis Ave Chicago, IL 60625	200.00
Womens Business Development Center	8 South Michigan Avenue, Chicago, IL 60603	7,000.00
Young Life	1805 Highpoint Drive, Naperville, IL 60563	8,000.00

TOTAL

2,991,581.00

George H. & William E. Kuhn Family Trust, LLC

Schedule of Investments

As of December 31, 2009

EQUITIES

	Shares	Cost Basis	Value
JOHNSON & JOHNSON	400	25,184.00	25,764.00
L3 COMMUNICATIONS HLDNG CMMN	10,000.00	742,558.00	869,500.00
LEUCADIA NAT'L CORP	40,000.00	449,157.90	951,600.00
LIBERTY MEDIA CORP.	37,623.00	441,859.96	898,437.24
LIBERTY MEDIA HLDG. CAP	12,377.00	878,207.59	295,562.76
MICROSOFT CORP	600	11,882.19	18,288.00
MICROSOFT CORP LOT H56	1,000.00	30,132.87	30,480.00
MONSANTO CO	250	20,013.65	20,437.50
MONSANTO CO NEW DEL COM	300	21,899.00	24,525.00
ONEX CORP-SUB VTG	60,000.00	529,772.36	1,344,360.00
ORACLE SYSTEMS CORP	2,000.00	19,302.18	49,060.00
PACIFIC MERCANTILE BANCORP	80,000.00	621,986.16	243,200.00
PEPSICO INC	600	26,479.25	36,480.00
PORTLAND GENERAL ELECTRIC CO	1,500.00	27,151.95	30,615.00
PRAXAIR INC	500	13,147.50	40,155.00
PRESTIGE BRANDS HOLDINGS INC	85,000.00	926,875.97	668,100.00
PRIME INFRASTRUCT HOLDINGS	200,000.00	708,895.00	742,656.60
RANGE RES COM	7,000.00	295,766.60	348,950.00
RHJ INTERNATIONAL SA	75,000.00	1,062,892.00	574,557.30
SAFEGUARD SCIENTIFICS COM NEW	60,000.00	544,488.00	618,600.00
SCHLUMBERGER LTD.	300	14,169.95	19,527.00
SEASPACE CORP	40,000.00	763,271.00	369,596.00
SEMPRA ENERGY	13,500.00	486,540.72	755,730.00
SPIRIT AEROSYSTEM HLDNG	40,000.00	838,028.75	794,400.00
SYSCO CORPORATION	1,200.00	28,677.48	33,528.00
THERMO FISHER SCIENTIFIC	400	13,416.00	19,076.00
THERMO ELECTRO 1	300	9,996.50	14,307.00
TOOTSIEROLL IND B	392,719.72	33,383.57	10,752,665.82
TOOTSIEROLL IND A.	819,334.12	69,647.96	22,433,368.29
TRIMAS CORP.	123,850.00	820,711.44	838,464.50
UNITED PARCEL SERVICE INC CL B	400	21,470.00	22,948.00
UNITED TECHN #1	200	9,221.20	13,882.00
UNITED TECHNOLOGIES	500	15,317.50	34,705.00
VESTAS WIND SYSTS AS ADR	1,000.00	16,640.00	20,300.00
WASTE MANAGEMENT INC. (NEW)	500	15,912.92	16,905.00
WASTE MANAGEMENT INC. LOT04H56	700	19,621.00	23,667.00
ZIMMER HOLDINGS , INC.	300	11,668.50	17,733.00

TOTAL EQUITIES 16,971,007.56 54,380,210.46

TOTAL ALL INVESTMENTS 20,748,175.80 58,570,127.18

Schedule of Investments

As of December 31, 2009

EQUITIES

	Shares	Cost Basis	Value
ABBOTT LABS. 1	700	41,328.00	37,793.00
AFLAC INC	700	28,229.00	32,375.00
AFLAC INC Lot07P10	400	16,764.00	18,500.00
ATC TECHNOLOGY CORP	40,000.00	584,811.37	954,000.00
AUTOMATIC DATA PRO	500	19,005.88	214,210.00
AVATAR HOLDINGS INC.	26,845.00	998,402.40	456,633.45
AVATAR HOLDINGS INC	5,000.00	90,000.00	85,050.00
BARRICK GOLD #1	700	23,073.92	27,566.00
BECTON DICKINSON	200	13,489.08	15,772.00
BERKSHIRE HATHAWAY-CLB	9	16,211.54	29,574.00
BHP BILLITON LTD	300	20,448.66	22,974.00
BROOKFIELD ASSET MGMT,INC (VTG)	57,500.00	403,409.64	1,275,350.00
CANON INC.	800	27,349.04	33,856.00
CBS CORP.	35,000.00	569,848.00	491,750.00
CBS CORP. CK B COMM	25,000.00	154,592.50	351,250.00
CENSUS ENERGY	600.00	0.00	15,120.00
CHESAPEAKE ENERGY CORP.	30,000.00	232,448.00	776,400.00
CHUBB CORP.	15,000.00	629,485.50	737,700.00
CISCO SYSTEMS,INC.	700	12,348.00	16,758.00
COLGATE PALMOLIVE	500	33,560.00	41,075.00
COUSINS PPTYS INC	26,900.00	327,532.04	558,175.00
COUSINS PPTYS INC PFD 7.50%	13,100.00	172,452.93	271,825.00
CVS , INC.	344	7,916.60	11,080.24
CVS , INC.#1	456	9,495.44	14,687.76
CVS CAREMARK CORP	400	13,183.50	12,884.00
DUNDEE BANCORP INC	120,000.00	791,008.85	1,381,920.00
EDWARDS LIFESCIENCES CRP	500	20,694.00	43,425.00
ENCANA CORP	600	26,615.88	19,434.00
EXXON MOBILE CORP.	700	26,677.02	47,733.00
FIRST CITY FINL CORP COMMON	2,500.00	20,275.00	18,700.00
FIRST CITY FINL CORP COMMON	57,500.00	230,681.29	430,100.00
FOREST CITY ENT-A-	50,000.00	179,160.20	589,000.00
GENENTEX CORP	150	2,784.75	2,677.50
GENENTEX CORP	150	10,518.00	2,677.50
GENENTEX CORP	700	7,366.00	12,495.00
GENZYME CORP GEN'L DIV	500	27,495.67	24,505.00
GRAINGER, W W INC.	300	13,068.00	29,049.00
GREAT PLAINS ENERGY	20,000.00	287,207.00	387,800.00
INT'L.BUS.MACHINES--LOT M	200	20,636.00	26,180.00
JARDEN CORP	27,500.00	276,088.24	850,025.00

Celeste & William D. Kupferman Family LLC

Schedule of Investments

As of December 31, 2009

FIXED INCOME

	Shares	Cost Basis	Value
FINOVA CAPTL.CORP.NTS7.50%2009	600,000.00	83,746.40	16,199.80
FMG FINANCE PTY LTD 9.75%-9/1/13	625,000.00	800,875.00	901,108.13
AVATAR HLDNGS 4.50% 4.1.24.	350,000.00	293,587.50	334,687.50
JARDEN CORP 7.50% 5.1.17	475,000.00	346,760.00	473,812.50
L3 COMMUNICATIONS 5.875% 1.15.15	550,000.00	514,275.00	549,312.50
L-3 COMMUNICATIONS 5.875% 1.15.15	100,000.00	95,275.00	99,875.00
RANGE RES CORP 7.5% 10.01.17	499,000.00	459,207.50	513,970.00
RANGE RES CORP 7.50% 10.01.17	51,000.00	47,455.00	52,530.00
SOUTHERN CALIF GAS 5.5% 3.15.14	500,000.00	515,640.00	544,895.00
TOTAL FIXED INCOME INVESTMENTS		3,156,821.40	3,486,390.43

MUTUAL FUNDS

VANGUARD INT TERM CORP BOND FND	65,957.68	571,200.82	634,512.85
ISHARES MSCI EAFE INDEX FUND	798	29,962.02	44,113.44
ISHARES MSCI EMERGING MKTS INDEX FD	600	19,184.00	24,900.00
TOTAL MUTUAL FUNDS		620,346.84	703,526.29

Security	Shares	Bought	Sold	Proceeds	Cost	Realized Gains
US TREASURY 0.00% 7/30/09	160,000.00	1/28/2009	3/27/2009	159,871.94	159,741.56	130.38
US TREASURY 0.00% 7/30/09	40,000.00	1/28/2009	3/30/2009	39,968.69	39,935.39	33.3
US TREASURY 1.25% 11.30.10	550,000.00	12/1/2008	3/30/2009	553,840.35	550,603.41	3,236.94
US TREASURY 0.00% 7/30/09	120,000.00	1/28/2009	4/13/2009	119,959.42	119,806.17	153.25
US TREASURY 0.00% 7/30/09	50,000.00	1/28/2009	4/13/2009	49,972.43	49,919.24	53.19
US TREASURY 1.25% 11.30.10	700,000.00	12/1/2008	4/17/2009	703,992.19	700,767.97	3,224.22
BANK AMER NA CHARLOTTE CD 1.05%	100,000.00	2/4/2009	4/27/2009	100,000.00	100,000.00	0
US TREASURY 0.00% 7/30/09	180,000.00	1/28/2009	4/28/2009	179,942.27	179,709.26	233.01
US TREASURY 0.00% 7/30/09	50,000.00	1/28/2009	5/1/2009	49,983.06	49,919.24	63.82
US TREASURY 1.25% 11.30.10	100,000.00	12/1/2008	5/1/2009	100,709.04	100,109.71	599.33
US TREASURY 1.25% 11.30.10	75,000.00	12/1/2008	5/6/2009	75,496.23	75,082.28	413.95
US TREASURY 1.25% 11.30.10	100,000.00	12/1/2008	5/21/2009	100,861.38	100,109.71	751.67
US TREASURY 1.25% 11.30.10	75,000.00	12/1/2008	5/26/2009	75,566.55	75,082.28	484.27
US TREASURY 1.25% 11.30.10	100,000.00	12/1/2008	5/27/2009	100,767.64	100,109.71	657.93
US TREASURY 1.25% 11.30.10	300,000.00	12/1/2008	8/18/2009	302,481.81	300,329.13	2,152.68
BANK OF AMERICA 3.125% 6.15.12	100,000.00	12/9/2008	9/30/2009	103,870.80	100,415.94	3,454.86
SUNTRUST BANK 3.00% 11.16.11	150,000.00	12/16/2008	10/8/2009	155,671.55	149,554.88	6,116.67
SUNTRUST BANK 3.00% 11.16.11	250,000.00	12/16/2008	10/27/2009	259,072.75	249,258.13	9,814.62
BANK OF AMERICA 3.125% 6.15.12	125,000.00	12/9/2008	11/5/2009	129,992.75	125,519.93	4,472.82
BANK OF AMERICA 3.125% 6.15.12	75,000.00	12/9/2008	11/16/2009	78,288.95	75,311.96	2,976.99
VANGUARD INT TERM CORP BOND FND	92,402.46	12/24/2008	11/16/2009	899,975.00	800,218.67	99,756.33
BANK OF AMERICA 3.125% 6.15.12	550,000.00	12/9/2008	11/16/2009	574,011.10	552,287.68	21,723.42
DEERE JOHN 2.875% 6.19.12	400,000.00	12/24/2008	11/19/2009	414,721.80	400,996.00	13,725.80
ASTRAZENECA PLC SPND ADR	300,000.00	1/12/2009	12/3/2009	331,325.00	321,601.00	9,724.00
TRIMAS CORP. 9.875% 6.15.12	150,000.00	2/10/2009	12/29/2009	153,037.50	78,775.00	74,262.50
FEDEX CORP DELAWARE	300	12/2/2008	1/5/2009	18,249.10	20,079.00	-1,829.90
SCHLUMBERGER LTD	100	4/16/2008	1/5/2009	4,027.25	9,086.00	-5,058.75
SCHLUMBERGER LTD.	100	4/16/2008	1/5/2009	4,027.25	9,085.25	-5,058.00
ISHARES MSCI ACWI EX US	1,083.00	12/9/2008	2/23/2009	26,999.03	29,727.48	-2,728.45
GENTEX CORP	100	6/19/2008	3/26/2009	9,500.00	1,591.00	7,909.00
EMERSON ELECTR CO.	200	12/2/2008	9/22/2009	8,203.93	6,768.00	1,435.93
THERMO FISHER SCIENTIFIC	100	11/14/2008	9/22/2009	4,560.16	3,502.85	1,057.31
THERMO FISHER SCIENTIFIC	100	12/2/2008	9/22/2009	4,560.16	3,402.00	1,158.16
BROOKFIELD ASSET MGMT,INC (VTG)	3,250.00	2/20/2001	10/2/2009	74,078.62	15,583.98	58,494.64
SEMPRA ENERGY	1,500.00	1/5/2005	2/2/2009	67,557.57	54,049.28	13,508.29
CITADEL BROADCASTING	1,151.00	6/18/2007	8/31/2009	71.35	3,456.23	-3,384.88
CBS CORP NEW CL A	12,500.00	1/2/2006	10/21/2009	162,508.73	358,443.34	-195,934.61
CBS CORP NEW CL A	2,500.00	8/4/2006	10/21/2009	32,501.75	66,213.25	-33,711.50
ATC TECHNOLOGY CORP	5,000.00	8/6/2003	11/24/2009	114,923.04	57,325.92	57,597.12
SPIRIT AEROSYSTEM HLDNG	5,000.00	3/28/2008	12/4/2009	94,354.07	113,400.75	-19,046.68
VANGUARD INT TERM CORP BOND FND	11,434.51	12/24/2008	12/29/2009	109,975.00	99,024.52	10,950.48
TRIMAS CORP. 9.875% 6.15.12	500,000.00	12/11/2008	12/29/2009	510,125.00	262,500.00	247,625.00
VANGUARD INT TERM CORP BOND FND	3,630.71	12/24/2008	12/31/2009	34,975.00	31,442.43	3,532.57
GENTEX CORP	500	12/13/2007	1/5/2009	4,114.97	9,910.00	-5,795.03
ZIMMER HOLDINGS , INC.	200	1/25/2006	1/5/2009	7,865.95	13,496.00	-5,630.05

George H. & William B. Rubloff Financial Planning Inc.

Statement of Assets and Liabilities as of the date of Signature:

Prepared on September 30, 2009

Realized

Security	Shares	Bought	Sold	Proceeds	Cost	Gains
INTEL CORP-Lot h56	200	4/21/2004	1/5/2009	2,579.98	5,240.00	-2,660.02
BP AMOCO LOT M1	100	9/17/2002	1/5/2009	4,011.97	4,276.00	-264.03
CANON INC.	150	4/18/2005	1/26/2009	4,507.53	5,121.00	-613.47
CANON INC	50	4/18/2005	1/26/2009	1,502.51	1,707.33	-204.82
GENTEX CORP	200	12/13/2007	3/26/2009	19,000.00	3,964.00	15,036.00
BP AMOCO LOT M1	200	9/17/2002	4/30/2009	8,361.78	8,552.00	-190.22
BP AMOCO LOT M1	200	2/10/2003	4/30/2009	8,361.78	7,542.00	819.78
BARRICK GOLD #1	300	12/15/2006	9/22/2009	11,406.22	9,261.00	2,145.22
EMERSON ELECTR CO.	200	4/11/2001	9/22/2009	8,203.93	6,332.00	1,871.93
EMERSON ELECTR CO.	400	10/18/2001	9/22/2009	16,407.86	9,700.00	6,707.86
PRAXAIR INC	100	7/1/2002	9/22/2009	7,983.94	2,830.50	5,153.44
				7,198,885.63	6,787,777.36	411,108.27

STATE OF NEW YORK

County of New York, s:

THE ANNUAL RETURN
OF THE CELE H. & WIL-
LIAM B. RUBIN FAMILY
FUND, INC. for the calen-
dar year ended December
31, 2009 is available at its
principal office located at
32 Monadnock Road,
Wellesley Hills, Mass 02481
for inspection during regu-
lar business hours by any
citizen who requests it
within 180 days hereof.
Principal Manager of the
Foundation is ELLEN
GORDON.
1407115 f10

MaryKate Trawinski, being duly sworn, says that she is the
PRINCIPAL CLERK of the Publisher of the **NEW YORK LAW**
JOURNAL, a Daily Newspaper; that the Advertisement hereto
annexed has been published in the said **NEW YORK LAW**
JOURNAL one time on the 10th day of February, 2010.

TO WIT : FEBRUARY 10, 2010

SWORN BEFORE ME, this 10th day
Of February, 2010.

} M.T.



Cynthia Byrd

Notary Public, State of New York
No. 01BY6056945
Qualified in Kings County
Commission Expires April 09, 2011

2009

FEDERAL SUPPORTING DETAIL

PAGE 1

CLIENT 132

CELE H.& WILLIAM D.RUBIN FAMILY FUND,INC

11-6026235

4/12/10

02 57PM

**OTHER INCOME PRODUCING ACTIVITIES
INTEREST ON SAVINGS & CASH INVESTMENTS**

INTEREST INCOME

TOTAL \$ 317,868.
\$ 317,868.**OTHER INCOME PRODUCING ACTIVITIES
OTHER INVESTMENT INCOME [O]**SECURITIES LITIGATION SETTLEMENT
CAPITAL GAIN DISTRIBUTIONTOTAL \$ 2,055.
\$ 16,818.
\$ 18,873.**BALANCE SHEET
CASH-NON-INTEREST-BEARING**

CASH CHASE CHECKING

TOTAL \$ 34,154.
\$ 34,154.**BALANCE SHEET
SAVINGS AND TEMPORARY CASH INVESTMENTS**

CHASE MONEY MARKET

\$ 425.

FIRST MANHATTAN MONEY MARKET

689,157.

CASH IN MERRILL 04H56

15,083.

CASH IN MERRILL 07P08

21,729.

CASH IN MERRILL 07P09

3,054.

CASH IN MERRILL 07P10

0.

TOTAL \$ 729,448.

**BALANCE SHEET
PREPAID EXPENSES AND DEFERRED CHARGES**

PREPAID FEDERAL TAXES

TOTAL \$ 14,261.
\$ 14,261.**BALANCE SHEET
CORPORATE BONDS (FORM 990-PF)[O]**TOTAL \$ 3,156,821.
\$ 3,156,821.