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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

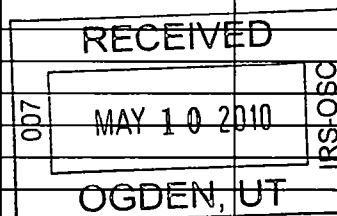
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type See Specific Instructions.	Name of foundation MAUREEN AND PAUL RUBELI FOUNDATION INC		A Employer identification number 20-5935203	
	Number and street (or P.O. box number if mail is not delivered to street address) 8112 NORTH 65TH STREET		Room/suite	B Telephone number 480-483-1170
	City or town, state, and ZIP code PARADISE VALLEY, AZ 85253-2611		C If exemption application is pending, check here <input type="checkbox"/>	
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,912,469. (Part I, column (d) must be on cash basis)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
				F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
Dividends and interest from securities		103,408.	103,408.		STATEMENT 1
6a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<847,312.>			
b Gross sales price for all assets on line 6a		2,607,227.			
7 Capital gain net income (from Part IV, line 2)			0.		
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 or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<743,904.>	103,408.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		3,000.	1,500.		1,500.
c Other professional fees STMT 3		17,492.	8,746.		8,746.
17 Interest					
18 Taxes STMT 4		<2,066.>	0.		10.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		18,426.	10,246.		10,256.
25 Contributions, gifts, grants paid		227,000.			227,000.
26 Total expenses and disbursements. Add lines 24 and 25		245,426.	10,246.		237,256.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<989,330.>			
b Net investment income (if negative, enter -0-)			93,162.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	232,916.	217,839.	217,839.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	3,293.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 5	346,757.	382,526.	409,056.
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	5,502,461.	4,493,187.	4,285,574.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	6,085,427.	5,093,552.	4,912,469.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	6,765,889.	6,763,344.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<680,462.>	<1,669,792.>	
30 Total net assets or fund balances	6,085,427.	5,093,552.		
31 Total liabilities and net assets/fund balances	6,085,427.	5,093,552.		

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	6,085,427.
2 Enter amount from Part I, line 27a	2	<989,330.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,096,097.
5 Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	2,545.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,093,552.

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 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 1,080,668.		1,019,205.	61,463.
b 1,525,761.		2,435,334.	<909,573.>
c 798.			798.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			61,463.
b			<909,573.>
c			798.
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	<847,312.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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 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 (col. (b) divided by col. (c))
2008	222,827.	5,838,663.	.038164
2007	205,267.	6,798,967.	.030191
2006	3,783.	3,333,432.	.001135
2005			
2004			

2 Total of line 1, column (d)	2	.069490
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	.023163
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,358,913.
5 Multiply line 4 by line 3	5	100,966.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	932.
7 Add lines 5 and 6	7	101,898.
8 Enter qualifying distributions from Part XII, line 4 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.	8	237,256.

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

1a 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: _____ (attach copy of letter if necessary-see instructions)		1	932.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	932.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	932.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,600.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6d	
b Exempt foreign organizations - tax withheld at source		7	1,600.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	668.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 668. Refunded 668.			

Part VII-A Statements Regarding Activities

	Yes	No
1a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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		X
c Did the foundation file Form 1120-POL for this year?		X
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		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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.		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) AZ		
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	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► HENRY & HORNE, LLP Telephone no. ► 480-483-1170 Located at ► 7098 E. COCHISE ROAD, SUITE 100, SCOTTSDALE, AZ ZIP+4 ► 85253			
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 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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(i)(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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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 instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.) N/A	3b	
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

Form 990-PF (2009)

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))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ 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)? ☐ Yes ☒ 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? ☐ Yes ☒ 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)?

N/A
▶ ☐

5b

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 ☐ Yes ☐ 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?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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.

(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
MAUREEN M. RUBELI C/O HENRY & HORNE, LLP 7098 E COCHISE SCOTTSDALE, AZ 85253	PRESIDENT 5.00	0.	0.	0.
PAUL E. RUBELI C/O HENRY & HORNE, LLP 7098 E COCHISE SCOTTSDALE, AZ 85253	VICE PRESIDENT, TREASURER, 5.00	0.	0.	0.

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

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

0

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	4,267,427.
b	Average of monthly cash balances	1b	157,865.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,425,292.
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	4,425,292.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	66,379.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,358,913.
6	Minimum investment return. Enter 5% of line 5	6	217,946.

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	217,946.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	932.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	932.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	217,014.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	217,014.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	217,014.

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	237,256.
b	Program-related investments - total from Part IX-B	1b	0.
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	237,256.
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	5	932.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	236,324.

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				217,014.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			202,850.	
b Total for prior years:		0.		
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: ► \$ 237,256.				
a Applied to 2008, but not more than line 2a			202,850.	
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				34,406.
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 instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				182,608.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	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)
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N/A

- 1 a** 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
- ☐
- 4942(j)(3) or
- ☐
- 4942(j)(5)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b If "Yes," complete the following schedule.**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

➤ Title

Sign Here

Preparer's
signature

CANDACE BERG TOOKE, CPA

Date _____

04/28/10

Check if self-employed	
------------------------	--

Preparer's identifying number

Firm's name (or yours
if self-employed),
address, and ZIP code

HENRY & HORNE, LLP
7098 E. COCHISE SUITE 100
SCOTTSDALE, AZ 85253-4517

EIN ▶

Phone no. (480) 483-1170

Realized Gains and Losses

From 01/01/2009 to 12/31/2009

Ironwood Investment Counsel, LLC
Charles Schwab Account

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Description</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>
02/27/2009	12/03/2009	50,000.000	Abbott Labs 04/01/2019 5.125%	53,125	49,870	3,255	
01/31/2007	06/05/2009	5,825.577	Artisan International Inst'l	98,044	169,000		-70,956
04/30/2007	06/05/2009	5,434.084	Artisan International Inst'l	91,456	169,000		-77,544
07/31/2007	06/05/2009	5,356.577	Artisan International Inst'l	90,151	169,000		-78,849
10/31/2007	06/05/2009	785.417	Artisan International Inst'l	13,219	28,762		-15,543
12/17/2008	06/05/2009	125.820	Artisan International Inst'l	2,118	1,890	228	
12/17/2008	06/05/2009	217.231	Artisan International Inst'l	3,656	3,263	393	
12/17/2008	06/05/2009	690.389	Artisan International Inst'l	11,619	10,370	1,250	
		18,435.095		310,263	551,284	1,871	-242,892
11/14/2008	07/07/2009	50,000.000	Boeing Corp Internotes 09/15/201	50,750	50,209	542	
11/21/2008	02/03/2009	2,647.851	CGM Focus	68,131	59,812	8,319	
12/31/2008	02/03/2009	21.591	CGM Focus	556	583	-27	
		2,669.442		68,686	60,394	8,292	
05/21/2009	11/02/2009	50,000.000	Church Dwight Co 12/15/2012 6.	50,725	50,462	263	
05/20/2008	11/02/2009	806.697	Dodge & Cox Stock	72,771	102,460		-29,689
02/03/2009	08/06/2009	3,803.224	Gateway Y	91,975	89,466	2,509	
02/09/2009	06/05/2009	50,000.000	General Elec Cap Corp 09/13/201	50,538	50,551	-14	
06/30/2008	06/05/2009	10,261.812	Goldman Sachs Absolute Return I	91,516	100,000	-8,484	
11/25/2008	06/05/2009	3,146.009	Goldman Sachs Absolute Return I	28,057	27,061	995	
		13,407.821		119,573	127,061	-7,489	
01/31/2007	06/05/2009	672.772	Harbor International Inst'l	29,785	42,300		-12,515
04/30/2007	06/05/2009	631.163	Harbor International Inst'l	27,943	42,300		-14,357
07/31/2007	06/05/2009	603.400	Harbor International Inst'l	26,714	42,300		-15,586
10/31/2007	06/05/2009	427.260	Harbor International Inst'l	18,916	34,000		-15,084
12/19/2007	06/05/2009	11.653	Harbor International Inst'l	516	805		-289
12/19/2007	06/05/2009	35.684	Harbor International Inst'l	1,580	2,464		-884
12/19/2007	06/05/2009	90.530	Harbor International Inst'l	4,008	6,250		-2,242
11/21/2008	06/05/2009	930.159	Harbor International Inst'l	41,181	31,590	9,590	
		3,402.621		150,643	202,009	9,590	-60,956
02/04/2008	06/03/2009	19.000	iShares Barclays Aggregate Bond	1,922	1,956		-34
02/04/2008	06/03/2009	22.000	iShares Barclays Aggregate Bond	2,225	2,265		-40
02/04/2008	06/03/2009	70.000	iShares Barclays Aggregate Bond	7,080	7,207		-126
02/04/2008	06/03/2009	100.000	iShares Barclays Aggregate Bond	10,115	10,294		-180
02/04/2008	06/03/2009	200.000	iShares Barclays Aggregate Bond	20,230	20,589		-359
02/04/2008	06/03/2009	200.000	iShares Barclays Aggregate Bond	20,230	20,590		-361
02/04/2008	06/03/2009	200.000	iShares Barclays Aggregate Bond	20,230	20,590		-361



Realized Gains and Losses

From 01/01/2009 to 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Description</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>
02/04/2008	06/03/2009	230.000	iShares Barclays Aggregate Bond	23,264	23,678		-414
02/04/2008	06/03/2009	259.000	iShares Barclays Aggregate Bond	26,197	26,662		-465
		1,300.000		131,492	133,832		-2,339
02/04/2008	06/03/2009	400.000	iShares Barclays Aggregate Bond	40,457	41,180		-722
02/04/2008	06/03/2009	270.000	iShares Barclays Aggregate Bond	27,309	27,796		-488
02/20/2008	06/03/2009	2.000	iShares Barclays Aggregate Bond	202	203		0
02/20/2008	06/03/2009	28.000	iShares Barclays Aggregate Bond	2,832	2,836		-4
		300.000		30,343	30,835		-492
02/20/2008	06/05/2009	70.000	iShares Barclays Aggregate Bond	7,018	7,090		-71
02/20/2008	06/05/2009	200.000	iShares Barclays Aggregate Bond	20,052	20,254		-202
02/20/2008	06/05/2009	500.000	iShares Barclays Aggregate Bond	50,130	50,631		-500
		770.000		77,201	77,974		-773
		2,770.000		279,493	283,820		-4,327
01/31/2007	06/05/2009	675.000	iShares MSCI Emerging Markets	22,745	25,329		-2,584
04/30/2007	06/05/2009	300.000	iShares MSCI Emerging Markets	10,109	12,252		-2,143
04/30/2007	06/05/2009	318.000	iShares MSCI Emerging Markets	10,715	12,985		-2,269
07/31/2007	06/05/2009	555.000	iShares MSCI Emerging Markets	18,701	25,305		-6,603
10/31/2007	06/05/2009	120.000	iShares MSCI Emerging Markets	4,044	6,601		-2,558
11/21/2008	06/05/2009	975.000	iShares MSCI Emerging Markets	32,854	18,973	13,881	
01/02/2009	06/05/2009	39.000	iShares MSCI Emerging Markets	1,314	984	331	
		2,982.000		100,482	102,428	14,212	-16,158
01/02/2009	06/05/2009	0.727	iShares MSCI Emerging Markets	24	18	6	
01/07/2009	06/05/2009	0.000	iShares MSCI Emerging Markets	0	0	0	
		0.727		24	18	6	
		2,982.727		100,506	102,446	14,218	-16,158
01/31/2007	11/02/2009	1,165.000	iShares Russell 1000 Growth Inde	53,371	65,395		-12,024
01/31/2007	04/29/2009	50.000	iShares Russell 2000 Value	2,312	4,043		-1,731
01/31/2007	04/29/2009	1,000.000	iShares Russell 2000 Value	46,247	80,869		-34,623
04/30/2007	04/29/2009	17.000	iShares Russell 2000 Value	786	1,412		-625
04/30/2007	04/29/2009	1,000.000	iShares Russell 2000 Value	46,247	83,040		-36,793
07/31/2007	04/29/2009	733.000	iShares Russell 2000 Value	33,899	56,270		-22,371
		2,800.000		129,491	225,635		-96,143
07/31/2007	04/29/2009	367.000	iShares Russell 2000 Value	16,973	28,173		-11,201
10/31/2007	04/29/2009	1,033.000	iShares Russell 2000 Value	47,773	79,826		-32,053
		1,400.000		64,746	108,000		-43,254

Realized Gains and Losses

From 01/01/2009 to 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Description</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>
10/31/2007	04/29/2009	200.000	iShares Russell 2000 Value	9,251	15,455		-6,204
10/31/2007	04/29/2009	2.000	iShares Russell 2000 Value	93	155		-62
11/21/2008	04/29/2009	198.000	iShares Russell 2000 Value	9,159	7,435	1,724	
		200.000		9,251	7,589	1,724	-62
11/21/2008	04/29/2009	100.000	iShares Russell 2000 Value	4,626	3,755	871	
11/21/2008	06/05/2009	22.000	iShares Russell 2000 Value	1,086	826	260	
12/31/2008	06/05/2009	44.144	iShares Russell 2000 Value	2,179	2,133	46	
03/31/2009	06/05/2009	26.856	iShares Russell 2000 Value	1,325	1,044	282	
		93.000		4,590	4,002	587	
03/31/2009	06/05/2009	0.248	iShares Russell 2000 Value	12	10	3	
		4,793.248		221,968	364,445	3,185	-145,663
01/31/2007	02/03/2009	675.000	iShares Russell Midcap Growth	20,309	35,835		-15,526
04/30/2007	02/03/2009	98.000	iShares Russell Midcap Growth	2,949	5,536		-2,588
04/30/2007	02/03/2009	800.000	iShares Russell Midcap Growth	24,070	45,193		-21,123
07/31/2007	02/03/2009	90.000	iShares Russell Midcap Growth	2,708	5,102		-2,394
07/31/2007	02/03/2009	800.000	iShares Russell Midcap Growth	24,070	45,349		-21,279
10/31/2007	02/03/2009	737.000	iShares Russell Midcap Growth	22,175	43,555		-21,380
		3,200.000		96,280	180,570		-84,290
10/31/2007	02/03/2009	173.000	iShares Russell Midcap Growth	5,205	10,224		-5,019
05/30/2008	02/03/2009	480.000	iShares Russell Midcap Growth	14,442	27,419	-12,977	
		653.000		19,647	37,643	-12,977	-5,019
		3,853.000		115,927	218,213	-12,977	-89,309
01/31/2007	02/03/2009	500.000	iShares Russell Midcap Value	12,684	25,065		-12,381
04/30/2007	02/03/2009	954.000	iShares Russell Midcap Value	24,201	50,665		-26,464
07/31/2007	02/03/2009	1,005.000	iShares Russell Midcap Value	25,495	50,781		-25,286
10/31/2007	02/03/2009	105.000	iShares Russell Midcap Value	2,664	5,294		-2,630
10/31/2007	02/03/2009	1,200.000	iShares Russell Midcap Value	30,441	60,496		-30,055
05/30/2008	02/03/2009	690.000	iShares Russell Midcap Value	17,504	32,476	-14,972	
		4,454.000		112,988	224,776	-14,972	-96,815
01/31/2007	11/02/2009	60.000	iShares S&P 500 Index	6,240	8,590		-2,350
11/21/2008	11/02/2009	2,282.488	Jordan Opportunity	23,918	15,191	8,727	
11/07/2008	06/05/2009	50,000.000	JP Morgan Chase 03/15/2012 6.6	52,225	50,200	2,025	
01/31/2007	11/02/2009	9,774.094	Kalmar Growth-With-Value	107,515	168,603		-61,088

Realized Gains and Losses

From 01/01/2009 to 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Description</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>
11/21/2008	11/02/2009	1,306.446	Nuveen Value Opp I	36,425	21,679	14,746	
01/31/2007	11/02/2009	3,769.253	PIMCO Commodity Inst'l	30,713	52,437		-21,724
07/31/2007	11/02/2009	4,051.550	PIMCO Commodity Inst'l	33,013	59,000		-25,987
09/20/2007	11/02/2009	173.659	PIMCO Commodity Inst'l	1,415	2,615		-1,200
10/31/2007	11/02/2009	622.965	PIMCO Commodity Inst'l	5,076	9,921		-4,845
12/10/2008	11/02/2009	434.280	PIMCO Commodity Inst'l	3,539	2,558	981	
12/10/2008	11/02/2009	2,622.508	PIMCO Commodity Inst'l	21,369	15,447	5,923	
12/30/2008	11/02/2009	183.794	PIMCO Commodity Inst'l	1,498	1,140	358	
03/19/2009	11/02/2009	143.454	PIMCO Commodity Inst'l	1,169	911	258	
06/05/2009	11/02/2009	2,671.678	PIMCO Commodity Inst'l	21,770	19,944	1,826	
06/18/2009	11/02/2009	185.184	PIMCO Commodity Inst'l	1,509	1,352	157	
09/17/2009	11/02/2009	239.880	PIMCO Commodity Inst'l	1,955	1,857	98	
		15,098.205		123,025	167,180	9,600	-53,755
04/30/2007	02/03/2009	100.000	SPDR Dow Jones REIT	3,334	9,185		-5,851
04/30/2007	02/03/2009	94.000	SPDR Dow Jones REIT	3,134	8,633		-5,500
07/31/2007	02/03/2009	6.000	SPDR Dow Jones REIT	200	457		-257
		100.000		3,334	9,091		-5,757
07/31/2007	02/03/2009	100.000	SPDR Dow Jones REIT	3,334	7,618		-4,285
07/31/2007	02/03/2009	100.000	SPDR Dow Jones REIT	3,334	7,618		-4,285
07/31/2007	02/03/2009	100.000	SPDR Dow Jones REIT	3,334	7,618		-4,285
07/31/2007	02/03/2009	474.000	SPDR Dow Jones REIT	15,796	36,111		-20,314
10/31/2007	02/03/2009	35.000	SPDR Dow Jones REIT	1,166	2,850		-1,684
10/31/2007	02/03/2009	100.000	SPDR Dow Jones REIT	3,333	8,142		-4,809
		609.000		20,295	47,103		-26,807
10/31/2007	02/03/2009	100.000	SPDR Dow Jones REIT	3,333	8,143		-4,810
10/31/2007	02/03/2009	800.000	SPDR Dow Jones REIT	26,660	65,128		-38,467
		900.000		29,993	73,271		-43,278
		2,009.000		66,956	161,503		-94,548
06/05/2009	11/02/2009	9,540.610	T. Rowe Price High Yield	59,318	53,161	6,156	
05/20/2009	11/02/2009	50,000.000	Tyco Intl Grou 10/15/2011 6.375	53,600	52,229	1,371	
08/06/2009	11/02/2009	6,338.962	Vanguard ST Investment Grade	67,105	65,698	1,407	
11/24/2008	11/10/2009	50,000.000	Wal-Mart Stores Inc 07/01/2015	53,825	49,263	4,563	

Realized Gains and Losses

From 01/01/2009 to 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Description</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>
12/17/2008	11/02/2009	50,000.000	Western Un Co 11/17/2011 5.40	52,975	48,379	4,596	
			Short Term Gains	1,080,668	1,019,205	61,463	
			Total Long Gains	1,525,761	2,435,334		-909,573
			Total (Sales)	2,606,429	3,454,538	61,463	-909,573
			Total Gains			61,463	-909,573

Unrealized Gains and Losses

As of 12/31/2009

Ironwood Investment Counsel, LLC
Charles Schwab Account

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Description	Symbol	Trade Date	Quantity	Unit Cost	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
Equities								
iShares Barclays TIPS Bond	TIP	11/02/2009	200	103.874	20,774.81	20,780.00	5.19	0.0%
iShares Barclays TIPS Bond	TIP	11/02/2009	200	103.873	20,774.61	20,780.00	5.39	0.0%
iShares Barclays TIPS Bond	TIP	11/02/2009	100	103.874	10,387.40	10,390.00	2.60	0.0%
iShares Barclays TIPS Bond	TIP	11/02/2009	95	103.873	9,867.94	9,870.50	2.56	0.0%
			595		61,804.76	61,820.50	15.74	0.0%
iShares Russell 1000 Growth Inde	IWF	01/31/2007	2,255	56.133	126,579.71	112,411.75	(14,167.96)	-11.2%
iShares Russell 1000 Growth Inde	IWF	04/30/2007	2,961	58.693	173,790.12	147,605.85	(26,184.27)	-15.1%
iShares Russell 1000 Growth Inde	IWF	04/30/2007	300	58.693	17,607.92	14,955.00	(2,652.92)	-15.1%
iShares Russell 1000 Growth Inde	IWF	07/31/2007	3,200	59.323	189,833.80	159,520.00	(30,313.80)	-16.0%
iShares Russell 1000 Growth Inde	IWF	07/31/2007	50	59.323	2,966.15	2,492.50	(473.65)	-16.0%
iShares Russell 1000 Growth Inde	IWF	10/31/2007	1,365	63.211	86,283.56	68,045.25	(18,238.31)	-21.1%
			10,131		597,061.26	505,030.35	(92,030.91)	-15.4%
iShares S&P 500 Index	IVV	01/31/2007	740	143.177	105,951.15	82,739.40	(23,211.75)	-21.9%
iShares S&P 500 Index	IVV	01/31/2007	400	143.177	57,270.97	44,724.00	(12,546.97)	-21.9%
iShares S&P 500 Index	IVV	01/31/2007	40	143.168	5,726.70	4,472.40	(1,254.30)	-21.9%
iShares S&P 500 Index	IVV	01/31/2007	100	143.167	14,316.74	11,181.00	(3,135.74)	-21.9%
iShares S&P 500 Index	IVV	04/30/2007	908	149.658	135,889.26	101,523.48	(34,365.78)	-25.3%
iShares S&P 500 Index	IVV	04/30/2007	200	149.658	29,931.55	22,362.00	(7,569.55)	-25.3%
iShares S&P 500 Index	IVV	04/30/2007	172	149.656	25,740.80	19,231.32	(6,509.48)	-25.3%
iShares S&P 500 Index	IVV	07/31/2007	500	148.408	74,203.84	55,905.00	(18,298.84)	-24.7%
iShares S&P 500 Index	IVV	07/31/2007	200	148.408	29,681.53	22,362.00	(7,319.53)	-24.7%
iShares S&P 500 Index	IVV	07/31/2007	100	148.408	14,840.77	11,181.00	(3,659.77)	-24.7%
iShares S&P 500 Index	IVV	07/31/2007	100	148.408	14,840.77	11,181.00	(3,659.77)	-24.7%
iShares S&P 500 Index	IVV	07/31/2007	100	148.398	14,839.77	11,181.00	(3,658.77)	-24.7%
iShares S&P 500 Index	IVV	07/31/2007	100	148.398	14,839.77	11,181.00	(3,658.77)	-24.7%
iShares S&P 500 Index	IVV	07/31/2007	195	148.398	28,937.55	21,802.95	(7,134.60)	-24.7%
iShares S&P 500 Index	IVV	10/31/2007	224	154.397	34,585.00	25,045.44	(9,539.56)	-27.6%
iShares S&P 500 Index	IVV	10/31/2007	200	154.397	30,879.47	22,362.00	(8,517.47)	-27.6%
iShares S&P 500 Index	IVV	10/31/2007	200	154.397	30,879.47	22,362.00	(8,517.47)	-27.6%
iShares S&P 500 Index	IVV	10/31/2007	11	154.397	1,698.37	1,229.91	(468.46)	-27.6%
iShares S&P 500 Index	IVV	10/31/2007	100	154.397	15,439.73	11,181.00	(4,258.73)	-27.6%
			4,590		680,493.21	513,207.90	(167,285.31)	-24.6%
Vanguard Emerging Markets ETF	VWO	06/05/2009	2,085	32.994	68,792.69	85,485.00	16,692.31	24.3%
Vanguard Emerging Markets ETF	VWO	06/05/2009	100	32.994	3,299.41	4,100.00	800.59	24.3%
Vanguard Emerging Markets ETF	VWO	11/02/2009	300	37.939	11,381.60	12,300.00	918.40	8.1%
Vanguard Emerging Markets ETF	VWO	11/02/2009	225	37.939	8,536.21	9,225.00	688.79	8.1%
Vanguard Emerging Markets ETF	VWO	11/02/2009	200	37.939	7,587.73	8,200.00	612.27	8.1%
Vanguard Emerging Markets ETF	VWO	11/02/2009	100	37.939	3,793.88	4,100.00	306.12	8.1%
Vanguard Emerging Markets ETF	VWO	11/02/2009	100	37.939	3,793.87	4,100.00	306.13	8.1%
			3,110		107,185.39	127,510.00	20,324.61	19.0%
					1,446,544.62	1,207,568.75	(238,975.87)	-16.5%

Unrealized Gains and Losses As of 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Description	Symbol	Trade Date	Quantity	Unit Cost	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
Mutual Funds								
Aston/River Road Small Cap Valu	ARSIX	04/29/2009	11,032.014	9.065	100,000.00	118,263.19	18,263.19	18.3%
Aston/River Road Small Cap Valu	ARSIX	06/05/2009	3,662.538	9.784	35,832.95	39,262.41	3,429.46	9.6%
Aston/River Road Small Cap Valu	ARSIX	12/29/2009	41.984	10.850	455.53	450.07	(5.46)	-1.2%
			14,736.536		136,288.48	157,975.67	21,687.19	15.9%
Dodge & Cox Stock	DODGX	05/20/2008	144.651	127.012	18,372.37	13,906.75	(4,465.62)	-24.3%
Dodge & Cox Stock	DODGX	05/21/2008	1,597.939	125.161	200,000.00	153,625.86	(46,374.14)	-23.2%
Dodge & Cox Stock	DODGX	05/30/2008	2,786.227	125.618	350,000.00	267,867.86	(82,132.14)	-23.5%
Dodge & Cox Stock	DODGX	06/26/2008	28.221	111.909	3,158.18	2,713.17	(445.01)	-14.1%
Dodge & Cox Stock	DODGX	07/15/2008	483.216	103.473	50,000.00	46,456.39	(3,543.61)	-7.1%
Dodge & Cox Stock	DODGX	09/26/2008	27.675	102.869	2,846.91	2,660.67	(186.24)	-6.5%
Dodge & Cox Stock	DODGX	12/22/2008	26.252	71.609	1,879.88	2,523.87	643.99	34.3%
Dodge & Cox Stock	DODGX	03/26/2009	39.161	66.300	2,596.39	3,764.94	1,168.55	45.0%
Dodge & Cox Stock	DODGX	06/25/2009	23.128	77.050	1,782.01	2,223.53	441.52	24.8%
Dodge & Cox Stock	DODGX	09/25/2009	14.346	91.447	1,311.90	1,379.22	67.32	5.1%
Dodge & Cox Stock	DODGX	12/21/2009	12.588	96.532	1,215.14	1,210.21	(4.93)	-0.4%
			5,183.404		633,162.78	498,332.46	(134,830.32)	-21.3%
Gateway Y	GTEYX	02/03/2009	9,374.924	23.524	220,533.75	236,623.08	16,089.33	7.3%
Gateway Y	GTEYX	03/27/2009	101.685	22.550	2,293.00	2,566.53	273.53	11.9%
Gateway Y	GTEYX	06/26/2009	75.797	23.670	1,794.11	1,913.12	119.01	6.6%
Gateway Y	GTEYX	09/25/2009	46.63	24.480	1,141.51	1,176.94	35.43	3.1%
Gateway Y	GTEYX	11/02/2009	2,795.976	24.618	68,830.95	70,570.43	1,739.48	2.5%
Gateway Y	GTEYX	12/22/2009	50.631	25.240	1,277.93	1,277.93	0.00	0.0%
			12,445.643		295,871.25	314,128.03	18,256.78	6.2%
Goldman Sachs Absolute Return I	GJRTX	11/25/2008	24,801.671	8.602	213,338.70	225,943.22	12,604.52	5.9%
Goldman Sachs Absolute Return I	GJRTX	08/06/2009	992.257	9.070	9,000.00	9,039.46	39.46	0.4%
Goldman Sachs Absolute Return I	GJRTX	11/02/2009	9,409.934	9.065	85,303.95	85,724.50	420.55	0.5%
Goldman Sachs Absolute Return I	GJRTX	12/08/2009	31.266	9.120	285.15	284.83	(0.32)	-0.1%
Goldman Sachs Absolute Return I	GJRTX	12/30/2009	85.09	9.110	775.17	775.17	0.00	0.0%
			35,320.218		308,702.97	321,767.19	13,064.22	4.2%
Goldman Sachs Commodity	GCCIX	11/02/2009	22,495.192	6.242	140,419.95	139,245.24	(1,174.71)	-0.8%
Goldman Sachs Commodity	GCCIX	12/30/2009	446.997	6.190	2,766.91	2,766.91	0.00	0.0%
			22,942.189		143,186.86	142,012.15	(1,174.71)	-0.8%
Harbor International Inst'l	HAIX	11/21/2008	3,089.222	33.962	104,917.49	169,505.61	64,588.12	61.6%
Harbor International Inst'l	HAIX	12/19/2008	129.23	39.050	5,046.43	7,090.85	2,044.42	40.5%
Harbor International Inst'l	HAIX	11/02/2009	395.927	52.395	20,744.41	21,724.51	980.10	4.7%
Harbor International Inst'l	HAIX	12/18/2009	47.636	53.480	2,547.56	2,613.79	66.23	2.6%
			3,662.015		133,255.89	200,934.76	67,678.87	50.8%
Jordan Opportunity	JORDX	11/21/2008	6,703.677	6.656	44,616.72	72,734.90	28,118.18	63.0%
Jordan Opportunity	JORDX	12/10/2008	7.75	7.560	58.59	84.09	25.50	43.5%
Jordan Opportunity	JORDX	03/31/2009	3.719	7.400	27.52	40.35	12.83	46.6%
			6,715.146		44,702.83	72,859.33	28,156.50	63.0%
Kalmar Growth-With-Value	KGSCX	01/31/2007	23.007	17.250	396.87	280.46	(116.41)	-29.3%
Kalmar Growth-With-Value	KGSCX	04/30/2007	9,478.407	17.830	169,000.00	115,541.78	(53,458.22)	-31.6%

Unrealized Gains and Losses

As of 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Description	Symbol	Trade Date	Quantity	Unit Cost	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
Mutual Funds								
Kalmar Growth-With-Value	KGSCX	07/31/2007	4,272.56	18.100	77,333.33	52,082.51	(25,250.82)	-32.7%
			13,773.974		246,730.20	167,904.74	(78,825.46)	-31.9%
Lazard Emerging Markets Inst'l	LZEMX	01/31/2007	1,237.191	20.530	25,400.00	22,281.81	(3,118.19)	-12.3%
Lazard Emerging Markets Inst'l	LZEMX	04/30/2007	1,128.675	22.504	25,400.00	20,327.44	(5,072.56)	-20.0%
Lazard Emerging Markets Inst'l	LZEMX	07/31/2007	1,027.15	24.729	25,400.00	18,498.97	(6,901.03)	-27.2%
Lazard Emerging Markets Inst'l	LZEMX	08/27/2007	12.453	23.309	290.27	224.28	(65.99)	-22.7%
Lazard Emerging Markets Inst'l	LZEMX	08/27/2007	21.349	23.310	497.65	384.50	(113.15)	-22.7%
Lazard Emerging Markets Inst'l	LZEMX	10/31/2007	423.417	28.341	12,000.00	7,625.74	(4,374.26)	-36.5%
Lazard Emerging Markets Inst'l	LZEMX	12/26/2007	46.471	23.860	1,108.79	836.94	(271.85)	-24.5%
Lazard Emerging Markets Inst'l	LZEMX	12/26/2007	120.057	23.860	2,864.57	2,162.23	(702.34)	-24.5%
Lazard Emerging Markets Inst'l	LZEMX	12/26/2007	358.635	23.860	8,557.03	6,459.02	(2,098.01)	-24.5%
Lazard Emerging Markets Inst'l	LZEMX	08/25/2008	32.286	20.160	650.88	581.47	(69.41)	-10.7%
Lazard Emerging Markets Inst'l	LZEMX	08/25/2008	129.37	20.160	2,608.09	2,329.95	(278.14)	-10.7%
Lazard Emerging Markets Inst'l	LZEMX	11/21/2008	1,024.33	10.099	10,345.00	18,448.18	8,103.18	78.3%
Lazard Emerging Markets Inst'l	LZEMX	12/22/2008	260.081	10.580	2,751.66	4,684.06	1,932.40	70.2%
Lazard Emerging Markets Inst'l	LZEMX	12/22/2008	169.806	10.580	1,796.55	3,058.21	1,261.66	70.2%
Lazard Emerging Markets Inst'l	LZEMX	12/22/2008	144.17	10.580	1,525.32	2,596.50	1,071.18	70.2%
Lazard Emerging Markets Inst'l	LZEMX	11/02/2009	664.286	17.265	11,469.00	11,963.79	494.79	4.3%
Lazard Emerging Markets Inst'l	LZEMX	12/29/2009	176.047	17.950	3,160.04	3,170.61	10.57	0.3%
			6,975.774		135,824.85	125,633.69	(10,191.16)	-7.5%
Manning & Napier World Opport	EXWAX	06/05/2009	21,736.157	6.610	143,676.00	176,497.59	32,821.59	22.8%
Manning & Napier World Opport	EXWAX	09/15/2009	98.479	7.990	786.85	799.65	12.80	1.6%
Manning & Napier World Opport	EXWAX	11/02/2009	2,621.094	7.680	20,130.00	21,283.28	1,153.28	5.7%
Manning & Napier World Opport	EXWAX	12/15/2009	70.534	7.940	560.04	572.74	12.70	2.3%
			24,526.264		165,152.89	199,153.26	34,000.37	20.6%
New Century Alternative	NCHPX	06/05/2009	21,133.525	10.410	220,000.00	239,865.51	19,865.51	9.0%
New Century Alternative	NCHPX	08/06/2009	554.529	10.820	6,000.00	6,293.90	293.90	4.9%
New Century Alternative	NCHPX	12/31/2009	277.645	11.350	3,151.27	3,151.27	0.00	0.0%
			21,965.699		229,151.27	249,310.68	20,159.41	8.8%
Nuveen Value Opp I	NVORX	11/21/2008	2,299.103	16.594	38,150.98	68,421.31	30,270.33	79.3%
Nuveen Value Opp I	NVORX	12/15/2008	100.404	18.440	1,851.45	2,988.02	1,136.57	61.4%
Nuveen Value Opp I	NVORX	12/15/2008	105.038	18.440	1,936.90	3,125.93	1,189.03	61.4%
Nuveen Value Opp I	NVORX	12/30/2008	22.405	19.340	433.31	666.77	233.46	53.9%
			2,526.95		42,372.64	75,202.03	32,829.39	77.5%
PIMCO Total Return Inst'l	PTTRX	06/05/2009	11,791.174	10.314	121,616.95	127,344.68	5,727.73	4.7%
PIMCO Total Return Inst'l	PTTRX	06/30/2009	44.837	10.450	468.55	484.24	15.69	3.3%
PIMCO Total Return Inst'l	PTTRX	07/31/2009	60.768	10.630	645.96	656.29	10.33	1.6%
PIMCO Total Return Inst'l	PTTRX	08/31/2009	58.864	10.780	634.55	635.73	1.18	0.2%
PIMCO Total Return Inst'l	PTTRX	09/30/2009	55.226	10.920	603.07	596.44	(6.63)	-1.1%
PIMCO Total Return Inst'l	PTTRX	10/30/2009	50.638	10.940	553.98	546.89	(7.09)	-1.3%
PIMCO Total Return Inst'l	PTTRX	11/02/2009	5,822.141	10.939	63,685.95	62,879.12	(806.83)	-1.3%
PIMCO Total Return Inst'l	PTTRX	11/30/2009	59.55	11.040	657.43	643.14	(14.29)	-2.2%
PIMCO Total Return Inst'l	PTTRX	12/09/2009	143.166	10.890	1,559.08	1,546.19	(12.89)	-0.8%
PIMCO Total Return Inst'l	PTTRX	12/09/2009	39.825	10.890	433.69	430.11	(3.58)	-0.8%



Unrealized Gains and Losses

As of 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

Description	Symbol	Trade Date	Quantity	Unit Cost	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
Mutual Funds								
PIMCO Total Return Inst'l	PTTRX	12/31/2009	58.214	10.800	628.71	628.71	0.00	0.0%
			18,184.403		191,487.92	196,391.55	4,903.63	2.6%
PIMCO Unconstrained Bond Inst'	PFIUX	06/05/2009	11,588.847	10.494	121,616.95	125,159.55	3,542.60	2.9%
PIMCO Unconstrained Bond Inst'	PFIUX	06/30/2009	29.986	10.610	318.15	323.85	5.70	1.8%
PIMCO Unconstrained Bond Inst'	PFIUX	07/31/2009	34.155	10.770	367.85	368.87	1.02	0.3%
PIMCO Unconstrained Bond Inst'	PFIUX	08/31/2009	29.857	10.920	326.04	322.46	(3.58)	-1.1%
PIMCO Unconstrained Bond Inst'	PFIUX	09/30/2009	22.563	11.080	250.00	243.68	(6.32)	-2.5%
PIMCO Unconstrained Bond Inst'	PFIUX	10/30/2009	35.172	11.070	389.35	379.86	(9.49)	-2.4%
PIMCO Unconstrained Bond Inst'	PFIUX	11/02/2009	5,932.821	11.068	65,666.95	64,074.47	(1,592.48)	-2.4%
PIMCO Unconstrained Bond Inst'	PFIUX	11/30/2009	37.341	11.100	414.48	403.28	(11.20)	-2.7%
PIMCO Unconstrained Bond Inst'	PFIUX	12/09/2009	380.445	10.810	4,112.61	4,108.81	(3.80)	-0.1%
PIMCO Unconstrained Bond Inst'	PFIUX	12/09/2009	33.669	10.810	363.96	363.63	(0.33)	-0.1%
PIMCO Unconstrained Bond Inst'	PFIUX	12/31/2009	57.962	10.800	625.99	625.99	0.00	0.0%
			18,182.818		194,452.33	196,374.43	1,922.10	1.0%
T. Rowe Price High Yield	PRHYX	06/05/2009	14,269.803	5.572	79,512.74	91,612.14	12,099.40	15.2%
T. Rowe Price High Yield	PRHYX	06/30/2009	120.48	5.620	677.10	773.48	96.38	14.2%
T. Rowe Price High Yield	PRHYX	07/31/2009	167.958	5.890	989.27	1,078.29	89.02	9.0%
T. Rowe Price High Yield	PRHYX	08/31/2009	148.686	5.960	886.17	954.56	68.39	7.7%
T. Rowe Price High Yield	PRHYX	09/30/2009	153.197	6.200	949.82	983.52	33.70	3.5%
T. Rowe Price High Yield	PRHYX	10/30/2009	159.947	6.230	996.47	1,026.86	30.39	3.0%
T. Rowe Price High Yield	PRHYX	11/30/2009	94.557	6.280	593.82	607.06	13.24	2.2%
T. Rowe Price High Yield	PRHYX	12/31/2009	143.545	6.420	921.56	921.56	0.00	0.0%
			15,258.173		85,526.95	97,957.47	12,430.52	14.5%
Vanguard ST Investment Grade	VFSTX	08/06/2009	5,721.854	10.364	59,302.10	60,594.43	1,292.33	2.2%
Vanguard ST Investment Grade	VFSTX	08/31/2009	30.506	10.480	319.70	323.06	3.36	1.1%
Vanguard ST Investment Grade	VFSTX	09/30/2009	35.434	10.550	373.83	375.25	1.42	0.4%
Vanguard ST Investment Grade	VFSTX	10/30/2009	37.554	10.600	398.07	397.70	(0.37)	-0.1%
Vanguard ST Investment Grade	VFSTX	11/30/2009	18.128	10.660	193.24	191.98	(1.26)	-0.7%
Vanguard ST Investment Grade	VFSTX	12/31/2009	17.506	10.590	185.39	185.39	0.00	0.0%
			5,860.982		60,772.33	62,067.80	1,295.47	2.1%
					3,046,642.44	3,078,005.24	31,362.80	1.0%
Fixed Income								
Amer Exp Bk Fsb 04/16/2013 5.5	02580ECN1	05/15/2009	50,000	96.499	48,249.35	53,097.40	4,848.05	10.0%
04/16/2013 5.50%								
Accrued Income						572.92		
Boeing Corp Internotes 09/15/201 09700PEA2		11/14/2008	50,000	100.089	50,044.55	50,963.60	919.05	1.8%
09/15/2010 5.00%								
Accrued Income						111.11		
General Elec Co 02/01/2013 5.00	369604AY9	03/10/2009	50,000	96.394	48,196.75	52,944.75	4,748.00	9.9%
02/01/2013 5.00%								
Accrued Income						1,041.67		

Unrealized Gains and Losses
As of 12/31/2009

Rubeli - Maureen & Paul Rubeli Foundation Acct #: 1161-7495

<u>Description</u>	<u>Symbol</u>	<u>Trade Date</u>	<u>Quantity</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Current Value</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>
Fixed Income								
Home Depot Inc 08/15/2010 4.62	437076AM4	05/07/2009	50,000	102.121	51,060.27	51,191.70	131.43	0.3%
08/15/2010 4.625%								
Accrued Income						873.61		
JP Morgan Chase 03/15/2012 6.6	46625HAN0	11/07/2008	50,000	100.273	50,136.54	54,651.25	4,514.71	9.0%
03/15/2012 6.625%								
Accrued Income						975.35		
New York St Dorm 07/01/2020 6	649903UL3	11/12/2009	35,000	102.171	35,760.00	34,668.55	(1,091.45)	-3.1%
07/01/2020 6.25%								
Call 08/01/2015, 100 00								
Accrued Income						1,093.75		
Valspar Corp 06/15/2019 7.25%	920355AF1	06/23/2009	50,000	101.016	50,507.82	54,179.55	3,671.73	7.3%
06/15/2019 7.25%								
Accrued Income						161.11		
Wells Fargo 10/16/2013 4.95%	949746FJ5	11/17/2008	50,000	97.141	48,570.66	52,013.75	3,443.09	7.1%
10/16/2013 4.95%								
Accrued Income						515.63		
					<u>382,525.94</u>	<u>409,055.70</u>	<u>21,184.61</u>	<u>5.5%</u>
Cash and Money Funds								
CASH	CASH				217,839.00	217,839.00		
					<u>5,093,552.00</u>	<u>4,912,468.69</u>	<u>(186,428.46)</u>	<u>-3.7%</u>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	104,206.	798.	103,408.
TOTAL TO FM 990-PF, PART I, LN 4	104,206.	798.	103,408.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HENRY & HORNE LLP	3,000.	1,500.		1,500.
TO FORM 990-PF, PG 1, LN 16B	3,000.	1,500.		1,500.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IRONWOOD INVESTMENT COUNSEL	17,492.	8,746.		8,746.
TO FORM 990-PF, PG 1, LN 16C	17,492.	8,746.		8,746.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AZ CORPORATION COMMISSION	10.	0.		10.
FEDERAL TAX REFUND	<2,076.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<2,066.>	0.		10.

FORM 990-PF	CORPORATE BONDS	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOND FUNDS (SEE ATTACHED)	382,526.	409,056.
TOTAL TO FORM 990-PF, PART II, LINE 10C	382,526.	409,056.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENT FUNDS (SEE ATTACHED)	COST	4,493,187.	4,285,574.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,493,187.	4,285,574.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 7

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARCHBISHOP STEPINAC HIGH SCHOOL 950 MAMARANECK AVENUE WHITE PLAINS, NY 10605	NONE SCHOOL PROGRAMS	PUBLIC CHARITY	10,000.
ARLINGTON BOYS & GIRLS CLUB 60 POND LANE ARLINGTON, MA 02474	NONE CHILDRENS PROGRAMS	PUBLIC CHARITY	5,000.
BOYS & GIRL'S CLUBS OF SOUTHERN NEVADA 6330 S SANDHILL ROAD, SUITE 3 LAS VEGAS, NV 89120	NONE CHILDREN'S PROGRAMS	PUBLIC CHARITY	30,000.
BOYS & GIRLS CLUBS OF GREATER SCOTTSDALE 10515 E LAKEVIEW DRIVE SCOTTSDALE, AZ 85258	NONE CHILDREN'S PROGRAMS	PUBLIC CHARITY	65,000.
CASA FRANCISCANA OUTREACH PO BOX 15576 SCOTTSDALE, AZ 85267	NONE SCHOOL SCHOLARSHIPS	PUBLIC CHARITY	5,000.
COLUMBIA BUSINESS SCHOOL 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE SCHOOL PROGRAMS	PUBLIC CHARITY	5,000.
DANA-FARBER MARATHON CHALLENGE 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445	NONE WOMEN'S CANCER	PUBLIC CHARITY	5,000.
FRANCISCAN RENEWAL CENTER 5802 E LINCOLN DRIVE SCOTTSDALE, AZ 85253	NONE CHURCH PROGRAMS	PUBLIC CHARITY	5,000.

MAUREEN AND PAUL RUBELI FOUNDATION INC

20-5935203

HAMMER MUSEUM 10899 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE NEW ARTISTS	PUBLIC CHARITY	5,000.
REDCAT 631 WEST 2ND STREET LOS ANGELES, CA 90012	NONE FILM ARTIST PROGRAMS	PUBLIC CHARITY	5,000.
SCOTTSDALE HEALTHCARE FOUNDATION 10001 N. 92ND STREET #121 SCOTTSDALE, AZ 85258	NONE CANCER PROGRAMS	PUBLIC CHARITY	50,000.
ST BALDRICK'S FOUNDATION 1443 E WASHINGTON BLVE #650 PASADENA, CA 91104	NONE CHILDREN'S CANCER	PUBLIC CHARITY	5,000.
ST JOSEPH THE WORKER 1125 WEST JACKSON ST PHOENIX, AZ 85007	NONE HOMELESS JOBS PROGRAMS	PUBLIC CHARITY	10,000.
ST MARY'S FOOD BANK ALLIANCE 2831 N 31ST AVENUE PHOENIX, AZ 85009	NONE FOOD ASSISTANCE	PUBLIC CHARITY	5,000.
THE ALEXANDER DAWSON SCHOOL 10845 W. DESERT INN RD. LAS VEGAS, NV 89135	NONE CHILDREN'S PROGRAMS	PUBLIC CHARITY	2,000.
THE EDWARD FREDERICK SORIN SOCIETY 1100 GRACE HALL NOTRE DAME, IN 46556	NONE SCHOOL PROGRAMS	PUBLIC CHARITY	5,000.
THE PABLOVE FOUNDATION 3801 SUNSET BLVD. LOS ANGELES, CA 90026	NONE CHILDREN'S CANCER	PUBLIC CHARITY	5,000.
US FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE AID TO CHILDREN	PUBLIC CHARITY	5,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

227,000.