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

OMB No 1545-0052

2009Department 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 ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

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

THE BROOK FUND, INC.
182 WEST ALLENDALE AVENUE
ALLENDALE, NJ 07401-1723

A Employer identification number

22-2561995

B Telephone number (see the instructions)

(201) 785-8881

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

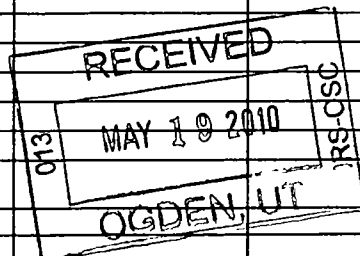
I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

▶ \$ 2,269,265. (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)	435,607.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	42,894.	42,894.	42,894.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-49,608.			
b Gross sales price for all assets on line 6a	562,489.			
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/(loss) (att sch)				
11 Other income (attach schedule) See Statement 1	-2,869.	-2,869.		
12 Total. Add lines 1 through 11	426,024.	40,025.	42,894.	
13 Compensation of officers, directors, trustees, etc	27,909.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch) See St 2	1,500.			
17 Interest				
18 Taxes (attach schedule)(see instr) See Stm 3	1,000.			
19 Depreciation (attach sch) and depletion.				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications.				
23 Other expenses (attach schedule) See Statement 4	816.			
24 Total operating and administrative expenses. Add lines 13 through 23	31,225.			
25 Contributions, gifts, grants paid Part XV	392,756.			392,756.
26 Total expenses and disbursements. Add lines 24 and 25	423,981.	0.	0.	392,756.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	2,043.			
b Net investment income (if negative, enter -0-)		40,025.		
c Adjusted net income (if negative, enter -0-)			42,894.	



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					
	2	Savings and temporary cash investments	649,072.	768,519.	768,519.		
	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					
	10a	Investments — U.S. and state government obligations (attach schedule)					
	b	Investments — corporate stock (attach schedule) Statement 5	401,481.	543,399.	461,702.		
	c	Investments — corporate bonds (attach schedule)					
	11	Investments — land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)						
12	Investments — mortgage loans						
13	Investments — other (attach schedule) Statement 6	1,171,189.	911,867.	1,039,044.			
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 I)	2,221,742.	2,223,785.	2,269,265.			
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.			
NET FUND ASSETS BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>						
	24	Unrestricted	2,221,742.	2,223,785.			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>						
	27	Capital stock, trust principal, or current funds					
	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)	2,221,742.	2,223,785.			
	31	Total liabilities and net assets/fund balances (see the instructions)	2,221,742.	2,223,785.			

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	2,221,742.
2	Enter amount from Part I, line 27a	2	2,043.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	2,223,785.
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	2,223,785.

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)
1a	3496 LIBERTY MEDIA CORP SER A	P	Various	11/02/09
b	2800 LONGTOP FINL TECH ADR	P	Various	12/24/09
c	1900 RECKITT BENCKISER GROUP	P	Various	11/23/09
d	18615.041 VANGUARD SMALL CAP VALUE FUND	P	Various	2/27/09
e	VALLEY NATL BANCORP	P	Various	5/22/09

(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 108,756.		109,984.	-1,228.
b 104,997.		106,204.	-1,207.
c 98,732.		77,501.	21,231.
d 250,000.		318,408.	-68,408.
e 4.			4.

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			-1,228.
b			-1,207.
c			21,231.
d			-68,408.
e			4.

2 Capital gain net income or (net capital loss).	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>		2	-49,608.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see the instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>		3	0.

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	462,182.	1,926,816.	0.239868
2007	321,928.	1,477,274.	0.217920
2006	211,911.	1,107,814.	0.191288
2005	205,751.	836,231.	0.246046
2004	259,354.	727,517.	0.356492

2 Total of line 1, column (d)	2	1.251614
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	0.250323
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,192,793.
5 Multiply line 4 by line 3	5	548,907.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	400.
7 Add lines 5 and 6	7	549,307.
8 Enter qualifying distributions from Part XII, line 4	8	392,756.

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: _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	801.
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	801.
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	801.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,901.	
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	1,901.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	1,100.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 1,100. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) NJ		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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 <u>N/A</u>	13	X	
14	The books are in care of <u>TAXPAYER</u> Telephone no. <u>201-785-8881</u> Located at <u>182 W. ALLENDALE AVE ALLENDALE NJ</u> ZIP + 4 <u>07401</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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))?

☐ 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)? (see instructions)

☐ 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)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**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**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?☐ Yes ☒ 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
BARNETT RUKIN 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	TRUSTEE 0	0.	0.	0.
JULIUS EISEN 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	TRUSTEE 0	0.	0.	0.
SLX CAPITAL MANAGMENT LTD 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	Asset Mgmt 0	27,909.	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				

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
None		
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 N/A	
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	1,517,390.
b Average of monthly cash balances	1b	708,796.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,226,186.
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	2,226,186.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	33,393.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,192,793.
6 Minimum investment return. Enter 5% of line 5	6	109,640.

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	109,640.
2a Tax on investment income for 2009 from Part VI, line 5	2a	801.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	801.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	108,839.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	108,839.
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	108,839.

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	392,756.
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	392,756.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	392,756.

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				108,839.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	223,446.			
b From 2005	164,438.			
c From 2006	157,542.			
d From 2007	249,428.			
e From 2008	366,940.			
f Total of lines 3a through e	1,161,794.			
4 Qualifying distributions for 2009 from Part XII, line 4: \$ 392,756.				
a Applied to 2008, but not more than line 2a			0.	
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				108,839.
e Remaining amount distributed out of corpus	283,917.			
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	1,445,711.			
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				0.
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)	223,446.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,222,265.			
10 Analysis of line 9:				
a Excess from 2005	164,438.			
b Excess from 2006	157,542.			
c Excess from 2007	249,428.			
d Excess from 2008	366,940.			
e Excess from 2009	283,917.			

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

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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)(iii)					
(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))
See Statement 7

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:

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	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
<i>a</i> Paid during the year SEE ATTACHED SCHEDULE			CHARITABLE	392,756.
Total			3a	392,756.
<i>b</i> Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion 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		
4	Dividends and interest from securities			14	42,894.	
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	-2,869.	
8	Gain or (loss) from sales of assets other than inventory					-49,608.
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)				40,025.	-49,608.
13	Total. Add line 12, columns (b), (d), and (e)				13	-9,583.

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

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

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

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

THE BROOK FUND, INC.

Employer identification number

22-2561995

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 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, 990-EZ, or 990-PF.

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

Name of organization

Employer identification number

THE BROOK FUND, INC.

22-2561995

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BARNETT RUKIN 813 E SADDLE RIVER ROAD HOHOKUS, NJ 07423	\$ 132,755.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	SUSAN EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 191,730.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	SUSAN EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 109,984.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)
			Person <input 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.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

22-2561995

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
1	3500 SHARES LONGTOP FIN TECH LTD		
		\$ 132,755.	12/21/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	8300 SHARES BROOKFIELD ASSET MNGT INC		
		\$ 191,730.	10/19/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	3496 SHARES LIBERTY ENTERTAINMENT GROUP		
		\$ 109,984.	10/19/09
(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
		\$	

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

Name of organization

Employer identification number

THE BROOK FUND, INC.

22-2561995

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
ALLENDALE VOLUNTEER FIRE ASSOC. P.O. BOX 44 ALLENDALE, NJ 07401	GENERAL	\$ 25
AMERICAN ASSOCIATION BEN-GURION UNIVERSITY OF THE NEGEV 1430 BROADWAY – 8 TH FL NEW YORK, NY 10018	GENERAL	250
AMERICAN CANCER SOCIETY 20 MERCER STREET HACKENSACK, NJ 07601	GENERAL	500
AMERICAN CANCER SOCIETY BERGEN UNIT P.O. BOX 1918 MORRISTOWN, NJ 07962-1918	GENERAL	50
AMERICAN FRIENDS OF TABLE TO TABLE ISRAEL 1402 TEANECK ROAD #233 TEANECK, NJ 07666-9941	GENERAL	1,800
AMERICAN FRIENDS OF MAGEN DAVID ADOM P.O. BOX 3098 NEW YORK, NY 10116	GENERAL	36
AMERICAN FRIENDS OF MEIR PANIM RELIEF CENTERS IN ISRAEL 5316 NEW UTRECHT AVENUE BROOKLYN, NY 11219-9770	GENERAL	1,000
AMERICAN FRIENDS OF YAD ELIEZER 1102 EAST 26 STREET BROOKLYN, NY 11210	GENERAL	2,000
AMERICAN JEWISH COMMITTEE 165 E. 56 STREET NEW YORK, NY 10022	GENERAL	1,800
AMERICAN JEWISH COMMITTEE 225 MILLBURN AVENUE, SUITE 305 MILLBURN, NJ 07041	GENERAL	500
AMERICAN JEWISH WORLD SERVICE 45 WEST 36 STREET – 11 TH FL NEW YORK, NY 10018-7904	GENERAL	1,800
AMERICAN PARDES FOUNDATION 5 WEST 37 STREET, SUITE 802 NEW YORK, NY 10138-1275	GENERAL	500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
ANTI DEFAMATION LEAGUE P.O. BOX 96226 WASHINGTON, DC 20090-6226	GENERAL	600
ASPNI 28 ARRANDALE AVENUE GREAT NECK, NY 11024	GENERAL	860
ATZUM P.O. BOX 252 YOUNGSVILLE, NY 12791	GENERAL	1,000
BCHSJS 940 MAIN STREET HACKENSACK, NJ 07601	GENERAL	450
BERGEN COUNTY GOLF CLASSIC C/O VOLUNTEER CENTER OF BERGEN COUNTY 64 PASSAIC STREET HACKENSACK, NJ 07601	GENERAL	4,500
BERGEN COUNTY UNITED WAY 6 FOREST AVENUE PARAMUS, NJ 07652	GENERAL	11,000
BERGEN COUNTY Y-JCC 605 PASCACK ROAD WASHINGTON TOWNSHIP, NJ 07676	GENERAL	64,600
BERGEN PERFORMING ARTS CENTER 30 NORTH VAN BRUNT STREET ENGLEWOOD, NJ 07631	GENERAL	250
BOWERY RESIDENTS COMMITTEE 324 LAFAYETTE STREET - 8 TH FLOOR NEW YORK, NY 10012	GENERAL	600
BRYAN COUNTY UNITED WAY 10394 FORD AVENUE P.O. BOX 2518 RICHMOND HILL, GA 31324	GENERAL	250
BVMI P.O. BOX 337 HACKENSACK, NJ 07602	GENERAL	500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
CAMERA COMMITTEE FOR ACCURACY IN MIDDLE EAST REPORTING IN AMERICA P.O. BOX 35040 BOSTON, MA 02135-9940	GENERAL	1,000
CAMP RAHMAH IN NEW ENGLAND 35 HIGHLAND CIRCLE NEEDHAM, MA 02494	GENERAL	10,000
CAMP YOUNG JUDAEA SPROUT LAKE 500 WEST 58 TH STREET NEW YORK, NY 10019	GENERAL	250
CATSKILL MOUNTAIN KEEPER P.O. BOX 381 YOUNGVILLE, NY 12791	GENERAL	250
CENTER FOR FOOD ACTION 192 W. DEMAREST AVENUE ENGLEWOOD, NJ 07631	GENERAL	500
CENTRAL PARK CONSERVANCY P.O. BOX 5024 GPO NEW YORK, NY 10087-5204	GENERAL	500
CHEVRA KADISHA OF ENGLEWOOD 300 ROBIN ROAD ENGLEWOOD, NJ 07631	GENERAL	25
CITIZENS COMMITTEE FOR CHILDREN 105 EAST 22 ND STREET NEW YORK, NY 10110	GENERAL	250
CITIZENS FOR SWIMMING C/O SUE HANDLEY 342 FRANKLIN TURNPIKE RIDGEWOOD, NJ 07450	GENERAL	25
CITY HARVEST 575 EIGHTH AVENUE, 4 TH FLOOR NEW YORK, NY 10018	GENERAL	3,100
COP SHOT INC. P.O. BOX 225 BRONX, NY 10475	GENERAL	1,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
CORNELL UNIVERSITY BNY MELLON LOCKBOX 223623 P.O. BOX 535267 PITTSBURGH, PA 15253-9874	GENERAL	37,550
CRAFT EMERGENCY RELIEF FUND P.O. BOX 838 MONTPELIER, VT 05601-0838	GENERAL	100
CROP C/O MARTIN PRINCE 406 RUCKMAN ROAD CLOSTER, NJ 07624	GENERAL	100
CURE BREAST CANCER FOUNDATION, INC. 1122 CLIFTON AVENUE CLIFTON, NJ 07013	GENERAL	1,000
DAUGHTERS OF MIRIAM CENTER THE GALLEN INST. 155 HAZEL STREET P.O. BOX 2698 CLIFTON, NJ 07015-2698	GENERAL	1,300
EARTHVILLE NETWORK P.O. BOX 1369 SANTA CRUZ, CA 95061	GENERAL	500
FOUNDATION FOR JEWISH CAMPING 15 WEST 36 TH STREET- 13 TH FL NEW YORK, NY 10018	GENERAL	16,000
FRIENDS OF ISRAEL DEFENSE FORCES 29 MADISON STREET, SUITE 802 CHICAGO, IL 60602-4550	GENERAL	500
FRIENDS OF ISRAEL DISABLED VETERANS PO BOX 1548 NEW YORK, NY 10277-1920	GENERAL	180
FRIENDS OF YAD SARAH 450 PARK AVENUE, SUITE 3201 NEW YORK, NY 10022-2633	GENERAL	1,000
GEORGIA ORGANICS, INC. P.O. BOX 8924 ATLANTA, GA 31106	GENERAL	250

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
GEORGIA PUBLIC BROADCASTING – GPB INDIVIDUAL GIFTS COORDINATOR 260 14 TH STREET NW ATLANTA, GA 30318	GENERAL	50
GLOBAL GREENGRANTS FUND 2850 WILDERNESS PLACE, SUITE A BOULDER, CO 80301	GENERAL	250
GOOD SAMARITAN HOSPITAL FOUNDATION 255 LAFAYETTE AVENUE SUFFERN, NY 10901	GENERAL	2,900
GUIDE DOG FOUNDATION FOR THE BLIND INC. 371 EAST MAIN STREET (JERICHO TPK) SMITHTOWN, NY 11787	GENERAL	250
HEBREW IMMIGRANT AID SOCIETY 333 SEVENTH AVENUE, 16 TH FL NEW YORK, NY 10001-5019	GENERAL	1,000
HEIFER INTERNATIONAL PO BOX 6021 ALBERT LEA, MN 56007-9827	GENERAL	500
HILLEL AT UNIVERSITY OF PENNSYLVANIA 215 SOUTH 39 TH STREET PHILADELPHIA, PA 19104	GENERAL	5,000
HO-HO-KUS PBA LOCAL 353 P.O. BOX 402 HO-HO-KUS, NJ 07423	GENERAL	100
HO-HO-KUS VOLUNTEER AMBULANCE CORPS PO BOX 81 HO-HO-KUS, NJ 07423	GENERAL	150
HO-HO-KUS VOLUNTEER FIRE DEPARTMENT 52 SHERIDAN AVENUE HO-HO-KUS, NJ 07423	GENERAL	150
HORACE MANN SCHOOL 231 WEST 246 TH STREET RIVERDALE, NY 10471-9988	GENERAL	2,500
HUDSON RIVER PARK TRUST PIER 40 W. HOUSTON STREET, 2 ND FL NEW YORK, NY 10014	GENERAL	100

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
INSTITUTE FOR JEWISH SPIRITUALITY 330 7 TH AVENUE, SUITE 1902 NEW YORK, NY 10001	GENERAL	1,000
JCC ASSOCIATION 520 8 TH AVENUE NEW YORK, NY 10018	GENERAL	1,200
JERICHO PROJECT 245 W, 29 TH STREET, SUITE 902 NEW YORK, NY 10001	GENERAL	2,000
JEWISH ASSOCIATION FOR DEVELOPMENTAL DISABILITIES 190 MOORE STREET – SUITE 272 HACKENSACK, NJ 07601-7418	GENERAL	250
JEWISH BRAILLE INTERNATIONAL 110 E. 30 TH STREET NEW YORK NY 10016-7375	GENERAL	100
JEWISH EDUCATION ALLIANCE, SAVANNAH P.O. BOX 23527 5111 ABERCORN STREET SAVANNAH, GA 31403	GENERAL	500
JEWISH EDUCATION FOR SPECIAL CHILDREN P.O. BOX 361 RIVER EDGE, NJ 07661	GENERAL	250
JEWISH FAMILY SERVICE 1485 TEANECK ROAD TEANECK NJ 07666	GENERAL	1,000
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027-9985	GENERAL	20,500
JUVENILE DIABETES RESEARCH FOUNDATION PO BOX 97151 WASHINGTON, DC 20077-7328	GENERAL	1,000
LIGHTHOUSE INTERNATIONAL P.O. BOX 17 NEW YORK, NY 10275-0430	GENERAL	100
MAINE ORGANIC FARMERS & GARDENERS ASSN. P.O. BOX 170 UNITY, ME 04988	GENERAL	500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
MANHATTAN INSTITUTE FOR POLICY RESEARCH INC. 52 VANDERBILT AVENUE NEW YORK, NY 10164-1005	GENERAL	2,000
MASORTI FOUNDATION FOR CONSERVATIVE JUDAISM 475 RIVERSIDE DRIVE, SUITE 832 NEW YORK, NY 10115-0122	GENERAL	100
MEMORIAL HEALTH FOUNDATION P.O. BOX 23089 SAVANNAH, GA 31403-3089	GENERAL	650
MEMORIAL SLOAN - KETTERING CANCER CENTER P.O. BOX 7247-0260 PHILADELPHIA, PA 19170-0260	GENERAL	250
MIDDLE EAST FORUM 1500 WALNUT STREET, SUITE 1050 PHILADELPHIA, PA 19102	GENERAL	250
MOHONK PRESERVE P.O. BOX 715 NEW PALTZ, NY 12561	GENERAL	250
MUSCULAR DYSTROPHY ASSOCIATION C/O HO-HO-KUS LETTER CARRIERS PO BOX 273 HO-HO-KUS NJ 07423	GENERAL	50
NAACP P.O. BOX 64983 BALTIMORE, MD 21264-4983	GENERAL	100
NATIONAL COUNCIL OF JEWISH WOMEN P.O. BOX 1408 TOMS RIVER, NJ 08754-1408	GENERAL	500
NATIONAL PUBLIC RADIO – NPR 635 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20001	GENERAL	100
NEW MILFORD HIGH SCHOOL 1 SNYDER CIRCLE NEW MILFORD, NJ 07646	GENERAL	250
NEW YORK CITY BALLET GUILD 20 LINCOLN CENTER NEW YORK, NY 10133-0088	GENERAL	250

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
NEW YORK PHILHARMONIC AVERY FISHER HALL 10 LINCOLN CENTER PLAZA NEW YORK, NY 10133-0088	GENERAL	150
OGEECHEE-CANOOCHEE RIVERKEEPER P.O. BOX 1925 STATESBORO, GA 30459	GENERAL	150
ONE FAMILY FUND 1029 TEANECK ROAD TEANECK, NJ 07666	GENERAL	1,000
ORT AMERICA 1620 ROUTE 22 UNION, NJ 07083	GENERAL	100
PLANNED PARENTHOOD OF GREATER NORTHERN NJ 196 SPEEDWELL AVENUE MORRISTOWN, NJ 07960-2934	GENERAL	250
PROJECT KESHER 2144 ASHLAND AVENUE, STE 3 EVANSTON, IL 60201	GENERAL	500
RECORDING FOR THE BLIND AND DYSLEXIC 20 ROSZEL ROAD PRINCETON, NJ 08540-9983	GENERAL	150
REED ACADEMY 85 SUMMIT AVENUE GARFIELD, NJ 07026	GENERAL	250
RICHMOND HILL HISTORICAL SOCIETY P.O. BOX 381 RICHMOND HILL, GA 31324	GENERAL	150
RIDE TO REMEMBER 2009 C/O DAUBERS 229 PROSPECT STREET RIDGEWOOD, NJ 07450	GENERAL	700
RIVERSIDE CHORAL SOCIETY 2576 BROADWAY #548 NEW YORK, NY 10025	GENERAL	500
ROUNABOUT THEATRE COMPANY 231 W. 39 TH STREET, SUITE 1200 NEW YORK, NY 10138-1235	GENERAL	250

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
RUDOLPH STEINER FELLOWSHIP FOUNDATION 241 HUNGRY HOLLOW ROAD CHESTNUT RIDGE, NY 10977	GENERAL	100
SADDLE RIVER RESCUE SQUAD P.O. BOX 253 SADDLE RIVER, NJ 07458	GENERAL	50
SINAI SCHOOLS 1485 TEANECK ROAD TEANECK, NJ 07666	GENERAL	500
SLOW MONEY ALLIANCE 320 WASHINGTON STREET, 4 TH FL BROOKLINE, MA 02445	GENERAL	1,000
SOLOMON SCHECTER DAY SCHOOL OF BERGEN COUNTY 275 MCKINLEY AVENUE NEW MILFORD, NJ 07646	GENERAL	750
SOUTH BRYAN VOLUNTEER FIREFIGHTERS ASSOC P.O. BOX 2626 RICHMOND HILL, GA 31324	GENERAL	25
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE P.O. BOX 5632 MONTGOMERY, AL 36103-5632	GENERAL	50
TABLE TO TABLE P.O. BOX 1051 ENGLEWOOD CLIFFS, NJ 07632	GENERAL	1,000
TEMPLE EMANUEL OF THE PASCACK VALLEY 87 OVERLOOK DRIVE WOODCLIFF LAKE, NJ 07677	GENERAL	10,000
TEMPLE SHOLOM 385 HOWLAND AVENUE RIVER EDGE, NJ 07661	GENERAL	200
THEATER BREAKING THROUGH BARRIERS 306 W. 18 STREET #3A NEW YORK, NY 10011	GENERAL	50
THE ARNOLD P. GOLD FOUNDATION 619 PALISADE AVENUE, 1ST FLOOR ENGLEWOOD CLIFFS, NJ 07632	GENERAL	1,200

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
THE BLUE CARD INC. 171 MADISON AVENUE, SUITE 1405 NEW YORK, NY 10016	GENERAL	500
THE DAVID PROJECT PO BOX 52390 BOSTON, MA 02205	GENERAL	250
THE DOE FUND 232 EAST 84 TH STREET NEW YORK, NY 10028	GENERAL	50
THE FORUM SCHOOL FOUNDATION 107 WYCKOFF AVENUE WALDWICK, NJ 07463	GENERAL	100
THE GERARD BERMAN DAY SCHOOL SOLOMON SCHECHTER OF NORTH JERSEY 45 SPRUCE STREET OAKLAND, NJ 07436	GENERAL	300
THE ISRAEL PROJECT 2020 K STREET, NW SUITE 7600 WASHINGTON, DC 20006-1828	GENERAL	1,250
THE JEWISH GUILD FOR THE BLIND CHURCH STREET STATION P.O. BOX 6259 NEW YORK, NY 10249-6259	GENERAL	500
THE NATURE CONSERVANCY 200 POTTERSVILLE ROAD CHESTER, NJ 07930	GENERAL	1,000
THE STECHER & HOROWITZ FOUNDATION 119 W. 57 TH STREET, SUITE 1401 NEW YORK, NY 10019	GENERAL	50
THE VALLEY HOSPITAL AUXILIARY 223 N. VAN DIEN AVENUE RIDGEWOOD, NJ 07450	GENERAL	2,800
THE VALLEY HOSPITAL FOUNDATION 223 N. VAN DIEN AVENUE RIDGEWOOD, NJ 07450	GENERAL	13,650
THE WHARTON SCHOOL – UNIVERSITY OF PENNSYLVANIA P.O. BOX 70259 PHILADELPHIA, PA 19176-0259	GENERAL	100

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
THIRTEEN THIRTEEN ASSOC/WNET 450 W. 33 STREET NEW YORK, NY 10001-2605	GENERAL	50
UJA – SAVANNAH JEWISH FEDERATION 5111 ABERCORN ST SAVANNAH, GA 31403	GENERAL	500
UJA FEDERATION OF NORTHERN NJ 50 EISENHOWER DRIVE PARAMUS, NJ 07652	GENERAL	79,180
UNITED NEGRO COLLEGE FUND P.O. BOX 1021 MERRIFIELD, VA 22116-9939	GENERAL	50
UNITED STATES HOLOCAUST MEMORIAL MUSEUM P.O. BOX 96360 WASHINGTON, DC 20090-6360	GENERAL	50
UNITED WAY OF THE COASTAL EMPIRE 428 BULL STREET SAVANNAH, GA 31401	GENERAL	250
UPPER SADDLE RIVER FIRE DEPARTMENT BOX 274 SADDLE RIVER, NJ 07458	GENERAL	50
WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1828 L STREET, NW, SUITE 1050 WASHINGTON, DC 20036	GENERAL	5,000
WEST BERGEN MENTAL HEALTHCARE 120 CHESTNUT STREET RIDGEWOOD, NJ 07450	GENERAL	250
WNYC 160 VARICK STREET NEW YORK, NY 10013	GENERAL	350
WORLD WILDLIFE FUND 1250 TWENTY-FOURTH STREET NW P.O. BOX 96555 WASHINGTON, DC 20077-7789	GENERAL	150
Y JCC BERGEN COUNTY Y 605 PASCACK ROAD TOWNSHIP OF WASHINGTON, NJ 07676	GENERAL	50,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
YM-YWHA OF NORTH JERSEY 1 PIKE DRIVE WAYNE, NJ 07470	GENERAL	900
		<hr/>
		<u>\$392,756</u>

2009

Federal Statements

Page 1

THE BROOK FUND, INC.

22-2561995

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	\$ -2,869.	\$ -2,869.	
Total	\$ -2,869.	\$ -2,869.	0.

Statement 2
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
PROFESSIONAL FEES	\$ 1,500.			
Total	\$ 1,500.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL INCOME TAXES	\$ 1,000.			
Total	\$ 1,000.	\$ 0.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS EXPENSE	\$ 816.			
Total	\$ 816.	\$ 0.	\$ 0.	\$ 0.

THE BROOK FUND, INC.

22-2561995

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
10906 SHS VALLEY NAT'L BANCORP	Mkt Val	\$ 153,537.	\$ 154,102.
4 SH OF CITIGROUP INC	Mkt Val	217.	13.
2205 SH OF LIBERTY GLOBAL SER A	Mkt Val	87,781.	48,267.
2205 SH OF LIBERTY GLOBAL SER C	Mkt Val	82,445.	48,201.
8300 SH BROOKFIELD ASSET MNGT INC	Mkt Val	191,730.	184,094.
730 SH LONGTOP FIN TECH LTD	Mkt Val	27,689.	27,025.
	Total	\$ 543,399.	\$ 461,702.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
VANGUARD INTER TERM TREASURY ADM	Mkt Val	\$ 65,289.	\$ 69,187.
VANGUARD TOTAL INT'L STOCK INDEX	Mkt Val	179,226.	227,579.
VANGUARD VALUE INDEX FUND INV	Mkt Val	35,493.	38,210.
VANGUARD SHORT-TERM GRADE ADMIRAL FUND	Mkt Val	136,461.	134,918.
VANGUARD TOTAL STOCK MKT INDEX ADMIRAL	Mkt Val	79,748.	81,880.
VANGUARD GNMA FUND ADMIRAL SHARES	Mkt Val	110,767.	112,753.
JDI BIG SHIPS LLC	Cost	1,701.	1,701.
VANGUARD TAX MNGD SMALL CAP	Mkt Val	258,669.	328,303.
JDI PACIFICA HOMES	Cost	44,513.	44,513.
	Total	\$ 911,867.	\$ 1,039,044.

Statement 7
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

BARNETT RUKIN
 JULIUS EISEN