Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning APR 1, 2009 , and ending MAR 31, 2010

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
ROBERT GORE RIFKIND FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
4335 MARINA CITY DRIVE, #734 ETS

City or town, state, and ZIP code
MARINA DEL REY, CA 90292

A Employer identification number
95-3397350

B Telephone number
310-823-9608

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 ▶☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 7,974,741.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	219,804.	219,804.		Statement 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	250,052.			
	b	Gross sales price for all assets on line 6a 3,556,219.				
	7	Capital gain net income (from Part IV, line 2)		250,052.		
	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	469,856.	469,856.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	62,500.	0.		31,250.
	14	Other employee salaries and wages	17,439.	0.		8,720.
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees Stmt 2	3,840.	0.		0.
	c	Other professional fees Stmt 3	60,936.	60,936.		0.
	17	Interest				
	18	Taxes Stmt 4	30.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy	15,720.	0.		7,860.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses Stmt 5	26,303.	0.		14,494.
	24	**Total operating and administrative expenses** Add lines 13 through 23	186,768.	60,936.		62,324.
	25	Contributions, gifts, grants paid	350,947.			350,947.
	26	**Total expenses and disbursements** Add lines 24 and 25	537,715.	60,936.		413,271.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<67,859.>			
	b	**Net investment income** (if negative, enter -0-)		408,920.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions

Form **990-PF** (2009)

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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	6,751,693.	6,683,834.	7,342,036.
	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			
	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			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ Statement 7)	197,226.	197,226.	632,705.
	16 **Total assets** (to be completed by all filers)	6,948,919.	6,881,060.	7,974,741.
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 ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	985,990.	985,990.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,962,929.	5,895,070.	
	30 **Total net assets or fund balances**	6,948,919.	6,881,060.	
	31 **Total liabilities and net assets/fund balances**	6,948,919.	6,881,060.	

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	6,948,919.
2	Enter amount from Part I, line 27a	2	<67,859.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,881,060.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,881,060.

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	MERRILL LYNCH - SEE ATTACHED SCHEDULE	P	Various	Various
b	MERRILL LYNCH - SEE ATTACHED SCHEDULE	P	Various	Various
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,568,224.		2,415,915.	152,309.
b	987,995.		890,252.	97,743.
c				
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				152,309.
b				97,743.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 250,052.

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	404,231.	6,970,206.	.057994
2007	436,509.	7,861,470.	.055525
2006	349,136.	8,133,380.	.042926
2005	266,294.	5,796,076.	.045944
2004	233,799.	5,139,656.	.045489

2	**Total** of line 1, column (d)	2	.247878
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	.049576
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,791,378.
5	Multiply line 4 by line 3	5	336,689.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,089.
7	Add lines 5 and 6	7	340,778.
8	Enter qualifying distributions from Part XII, line 4	8	413,271.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	4,089.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (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	4,089.
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	4,089.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,142.		
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	3,142.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	947.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		Refunded ▶	11	

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JONATHAN S. DAVIDSON, C.P.A. Telephone no. ▶ 818-990-1125

Located at ▶ 16633 VENTURA BOULEVARD SUITE 510, ENCINO, CA ZIP+4 ▶ 91436

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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	☐ Yes ☒ 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?	☐ Yes ☒ 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

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**		
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?	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
ROBERT GORE RIFKIND 4335 MARINA CITY DR., #734 ETS MARINA DEL REY, CA 90292	DIRECTOR 15.00	62,500.	0.	0.
JONATHAN DAVIDSON 4335 MARINA CITY DR., #734 ETS MARINA DEL REY, CA 90292	DIRECTOR 1.00	0.	0.	0.
MAX RIFKIND-BARRON 4335 MARINA CITY DR., #734 ETS MARINA DEL REY, CA 90292	DIRECTOR 0.50	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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. 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 SEE FOOTNOTE REGARDING SUMMARY OF DIRECT CHARITABLE ACTIVITIES.	354,131.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	6,894,800.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,894,800.
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	6,894,800.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	103,422.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,791,378.
6	**Minimum investment return.** Enter 5% of line 5	6	339,569.

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	339,569.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 4,089.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	4,089.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	335,480.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	335,480.
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	335,480.

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	413,271.
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	413,271.
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	4,089.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	409,182.

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				335,480.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
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 53,203.				
e From 2008 59,277.				
f Total of lines 3a through e	112,480.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 413,271.				
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				335,480.
e Remaining amount distributed out of corpus	77,791.			
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	190,271.			
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				0.
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	190,271.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 53,203.				
d Excess from 2008 59,277.				
e Excess from 2009 77,791.				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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					
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 foundation had $5,000 or more in assets at any time during the year-see the 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).)

ROBERT GORE RIFKIND

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

See Statement 8

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
a *Paid during the year*				
See Statement 9				
Total			▶ 3a	350,947.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	219,804.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	250,052.	
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)		0.		469,856.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 469,856.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

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

▶ R G Rifkind | 10/10/10 | ▶ DIRECTOR
Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ Davidson	Date 8-5-10	Check if self-employed ▶ ☒	Preparer's identifying number P00160319
Firm's name (or yours if self-employed), address and ZIP code ▶ JONATHAN S. DAVIDSON, C.P.A. 16633 VENTURA BOULEVARD, SUITE 510 ENCINO, CALIFORNIA 91436		EIN ▶	Phone no. 818-990-1125

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
MERRILL LYNCH	219,804.	0.	219,804.
Total to Fm 990-PF, Part I, ln 4	219,804.	0.	219,804.

Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING AND BOOKKEEPING	3,840.	0.		0.
To Form 990-PF, Pg 1, ln 16b	3,840.	0.		0.

Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT FEES - ML	60,936.	60,936.		0.
To Form 990-PF, Pg 1, ln 16c	60,936.	60,936.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FILING FEES	30.	0.		0.
To Form 990-PF, Pg 1, ln 18	30.	0.		0.

Form 990-PF Other Expenses Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INSURANCE - ART	3,184.	0.		3,184.
OUTSIDE SERVICES	22,620.	0.		11,310.
OFFICE SUPPLIES & EXPENSE	499.	0.		0.
To Form 990-PF, Pg 1, ln 23	26,303.	0.		14,494.

Footnotes Statement 6

PART IX-A
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

TO CONTINUE THE PROCESS OF ASSEMBLING, PRESERVING AND DISPLAYING A COLLECTION OF GERMAN EXPRESSIONIST ART AND RELATED LITERATURE. IN ADDITION THE FOUNDATION LOANS ARTWORK TO VARIOUS MUSEUMS AROUND THE WORLD. MANY DISTINGUISHED SCHOLARS (DOCTORS OF ART AND HISTORY), AND CURATORS FROM PROMINENT MUSEUMS HAVE VISITED AND PERFORMED RESEARCH AT THE FOUNDATION. SCHOLARS HAVE COME FROM HARVARD, YALE, BERKELEY, AND MANY OTHER DISTINGUISHED UNIVERSITIES AROUND THE COUNTRY AND THE WORLD. IN ADDITION THE FOUNDATION SUPPORTS THE ARTS IN GENERAL, BY MAKING DIRECT CONTRIBUTIONS TO ART MUSEUMS, PRIMARILY IN SOUTHERN CALIFORNIA. THE FOUNDATION HAS ALSO SUPPORTED RELIGIOUS ORGANIZATIONS, SCHOOLS AND LOCAL ORCHESTRAS.

Form 990-PF | Other Assets | Statement 7

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
ARTWORK, PAINTINGS AND SCUPTURES	197,021.	197,021.	632,500.
BOOKS AND CATALOGUES	205.	205.	205.
To Form 990-PF, Part II, line 15	197,226.	197,226.	632,705.

Form 990-PF Grant Application Submission Information Statement 8
Part XV, Lines 2a through 2d

Name and Address of Person to Whom Applications Should be Submitted

ROBERT GORE RIFKIND
4335 MARINA CITY DR., #734 ETS
MARINA DEL REY, CA 90292

Telephone Number

310-823-9608

Form and Content of Applications

WRITTEN APPLICATION SHOULD STATE THE BACKROUND AND QUALIFICATIONS OF THE APPLICANT. IN ADDITION THE APPLICATIONS SHOULD STATE THE PROJECT TO BE RESEARCHED.

Any Submission Deadlines

APPLICATIONS ARE CONSIDERED AS THEY ARE SUBMITTED.

Restrictions and Limitations on Awards

NONE

Form 990-PF — Grants and Contributions Paid During the Year — Statement 9

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
FRIENDS OF MEIR PANIM 5316 NEW UTRECHT AVE BROOKLYN, NY 11219	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	1,000.
AMERICAN HEART ASSOCIATION 816 S. FIGUEROA ST LOS ANGELES, CA 90017	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,200.
AMERICAN JEWISH COMMITTEE 9911 W. PICO BLVD LOS ANGELES, CA 90035	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	750.
ANAHEIM BALLET 280 E. LINCOLN AVE ANAHEIM, CA 92805	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
AUDUBON BALLONA EDUCATIONAL PROGRAM 7740 MANCHESTER AVE., #210 PLAYA DEL REY, CA 90293	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,000.
B'NAI BRITH HERITAGE SOCIETY 2020 K STREET NW 7TH FLOOR WASHINGTON , DC 20006	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	500.
BUILDERS OF BUREAU OF JEWISH EDUCATION 6505 WILSHIRE BLVD, #300 LOS ANGELES, CA 90048	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
BULGARIAN AMERICAN CULTURAL CENTER 14361 OLYMPIC DR FARMERS , TX 75234	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.

BUTTERFLY EFFECT FOUNDATION P.O. BOX 55303 SHERMAN OAKS, CA 91413	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	3,000.
CALIFORNIA TRADITIONAL MUSIC SOCIETY 4924 BALBOA BLVD #637 ENCINO, CA 91316	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	12,500.
CAMERA P.O. BOX 35040 BOSTON, MA 02135	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
CHABAD ON CAMPUS 770 EASTERN PARKWAY BROOKLYN, NY 11213	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
CHABAD OF MARINA DEL REY 2929 WASHINGTON BLVD MARINA DEL REY, CA 90292	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
CHURCH OF THE BLESSED SACRAMENT 6657 SUNSET BLVD HOLLYWOOD, CA 90028	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	4,000.
CITY OF WEST HOLLYWOOD 8300 SANTA MONICA BLVD WEST HOLLYWOOD, CA 90069	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
COLUMBIA COLLEGE PARENTS FUND 622 WEST 113TH STREET NEW YORK, NY 10025	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	500.
GALLERY 825 LOS ANGELES ART ASSOCIATION 825 N. LA CIENEGA BLVD LOS ANGELES, CA 90069	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
GOLDEN VALLEY HIGH SCHOOL 27051 ROBERT C LEE PARKWAY SANTA CLARITA, CA 91350	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	4,000.

GRAMMY MUSEUM FOUNDATION 800 W. OLYMPIC BLVD,A245 LOS ANGELES, CA 90015	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,000.
GREATER LOS ANGELES AGENCY ON DEAFNESS 2222 LAVERNA AVE LOS ANGELES, CA 90041	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
GREATER LOS ANGELES ZOO ASSOCIATION 5333 ZOO DRIVE LOS ANGELES, CA 90027	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	750.
HOLLYWOOD BOWL FOUNDATION 151 SOUTH GRAND AVE LOS ANGELES, CA 90012	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	7,740.
ISRAEL YOUTH VILLAGE 770 EASTERN PARKWAY BROOKLYN, NY 11213	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	1,000.
JAY N. SCHAPIRA MD MEDICAL RESEARCH FOUNDATION 8635 WEST THIRD STREET, #750W LOS ANGELES, CA 90048	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
JEWISH THEATER P.O. BOX 1723 STUDIO CITY, CA 91614	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
KIDDIE HAWK AIR ACADEMY 333 W HAMPDEN AVE, #703 ENGLEWOOD, CO 80110	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
KOLBE HOUSE 2434 S. CALIFORNIA AVE CHICAGO, IL 60608	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,000.
LOS ANGELES PERFORMING ARTS FOUNDATION 1865 N. FULLER AVE.,#103 LOS ANGELES, CA 90046	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	17,000.

LOS ANGELES COUNTY ART MUSEUM 5905 WISHIRE BLVD LOS ANGELES, CA 90036	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	50,000.
MUSEUM ASSOCIATES - LACMA 5905 WISHIRE BLVD LOS ANGELES, CA 90036	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	9,000.
NEW COMMUNITY JEWISH HIGH SCHOOL 7353 VALLEY CIRCLE BLVD WEST HILLS, CA 91304	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
NOHO ARTS NETWORK 5224 IRVINE AVE NORTH HOLLYWOOD, CA 91601	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
OUR LADY OF FATIMA CHURCH 105 NORTH LA ESPERANZA SAN CLEMENTE, CA 92672	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,500.
PORTRAITS OF HOPE 2118 WILSHIRE BLVD #527 SANTA MONICA, CA 90403	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
SANTA MARIANA DE PAREDES CHURCH 7922 S. PASSONS BLVD PICO RIVERA, CA 90660	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	4,000.
ST. JOSEPH CENTER 204 HAMPTON DR VENICE, CA 90291	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	500.
TEMPLE ISAIAH 10345 WEST PICO BLVD LOS ANGELES, CA 90064	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,000.
THE CHOICE GROUP 6028 CRENSHAW BLVD LOS ANGELES, CA 90043	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	15,000.

THE GRIFFITH OBSERVATORY 2800 EAST OBSERVATORY ROAD LOS ANGELES, CA 90027	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	10,000.
MISCELLANEOUS CONTRIBUTIONS UNDER $500	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	7,809.
THE MUSEUM OF TOLERANCE 9786 W. PICO BLVD LOS ANGELES, CA 90035	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,500.
THEATER WEST 3333 CAHUENGA BLVD WEST HOLLYWOOD , CA 90068	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
UCLA FOUNDATION 10920 WILSHIRE BLVD, #1400 LOS ANGELES, CA 90024	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	40,000.
USC ROSKI SCHOOL OF FINE ARTS WATT HALL 104 LOS ANGELES, CA 90089	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	5,000.
VILLA AURORA 520 PASEO MIRAMAR PACIFIC PALISADES, CA 90272	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	1,000.
WEST COAST JEWISH THEATER P.O. BOX 1723 STUDIO CITY, CA 91614	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	20,000.
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108	NONE FURTHER GOALS OF THE FOUNDATION	PUBLIC	2,500.
SCHOLAR IN RESIDENCE PROGRAM 4335 MARINA CITY DRIVE #734 MARINA DEL REY, CA 90292	NONE FURTHER GOALS OF THE FOUNDATION	N/A	3,198.
Total to Form 990-PF, Part XV, line 3a			350,947.

Robert Gore Rifkind Foundation
Stock - Bond Sales
March 31, 2010

Description	Date Purchased	Date Sold	Sales Price	Purchase Price	Gain/Loss	
Abbott Laboratori 5 37%	7/11/2006	5/15/2009	100,000	99,662	338	LT
Novartis ADR	4/16/2009	05/1209	138,393	132,597	5,796	ST
AT&T Inc	10/31/2008	7/17/2009	87,119	101,846	-14,727	ST
Cephalon Inc	2/18/2009	7/17/2009	96,367	132,529	-36,162	ST
JP Morgan Hi Yield Bd Sel	6/2/2009	8/21/2009	220,190	206,044	14,146	ST
JP Morgan Hi Yield Bd Sel	7/1/2009	8/21/2009	1,325	1,256	69	ST
JP Morgan Hi Yield Bd Sel	7/2/2009	8/21/2009	7	7	0	ST
JP Morgan Hi Yield Bd Sel	8/3/2009	8/21/2009	1,554	1,543	11	ST
Gldmn Sachs H/Yld A	6/1/2009	8/21/2009	220,564	205,352	15,212	ST
Gldmn Sachs H/Yld A	6/1/2009	8/21/2009	1,442	1,356	86	ST
Gldmn Sachs H/Yld A	7/31/2009	8/21/2009	1,455	1,446	9	ST
Gldmn Sachs H/Yld A	8/3/2009	8/21/2009	6	6	0	ST
Ishares Barclys 1-3 year	9/16/2002	9/23/2009	83,925	81,590	2,335	LT
US TSY 4 375%	8/15/2007	10/14/2009	261,445	250,004	11,441	LT
McDonalds Corp	10/30/2008	10/14/2009	100,756	101,034	-278	ST
Nuveen CA Muni BD CL A	10/20/2008	10/14/2009	233,491	201,597	31,894	ST
Nuveen CA Muni BD CL A	11/3/2008	10/14/2009	932	838	94	ST
Nuveen CA Muni BD CL A	11/4/2008	10/14/2009	10	9	1	ST
Nuveen CA Muni BD CL A	12/1/2008	10/14/2009	952	841	111	ST
Nuveen CA Muni BD CL A	12/26/2008	10/14/2009	1,001	852	149	ST
Nuveen CA Muni BD CL A	2/2/2009	10/14/2009	942	852	90	ST
Nuveen CA Muni BD CL A	2/3/2009	10/14/2009	10	9	1	ST
Nuveen CA Muni BD CL A	3/2/2009	10/14/2009	961	878	83	ST
Nuveen CA Muni BD CL A	4/1/2009	10/14/2009	971	878	93	ST
Nuveen CA Muni BD CL A	4/2/2009	10/14/2009	10	9	1	ST
Nuveen CA Muni BD CL A	4/30/2009	10/14/2009	215,310	199,507	15,803	ST
Nuveen CA Muni BD CL A	5/1/2009	10/14/2009	952	882	70	ST
Nuveen CA Muni BD CL A	5/4/2009	10/14/2009	10	9	1	ST
Nuveen CA Muni BD CL A	5/5/2009	10/14/2009	10	9	1	ST
Nuveen CA Muni BD CL A	6/1/2009	10/14/2009	1,785	1,693	92	ST
Nuveen CA Muni BD CL A	7/1/2009	10/14/2009	1,825	1,698	127	ST

Robert Gore Rifkind Foundation
Stock - Bond Sales
March 31, 2010

Nuveen CA Muni BD CL A	8/3/2009	10/14/2009	1,825	1,704	121	ST
Nuveen CA Muni BD CL A	8/4/2009	10/14/2009	10	9	1	ST
Nuveen CA Muni BD CL A	9/1/2009	10/14/2009	1,785	1,711	74	ST
Nuveen CA Muni BD CL A	10/1/2009	10/14/2009	1,687	1,717	-30	ST
Nuveen CA Muni BD CL A	10/2/2009	10/14/2009	10	10	0	ST
US TSY 4 625%	8/17/2007	11/16/2009	200,000	200,000	0	LT
Apollo Group Inc CL A	10/14/2009	10/30/2009	111,348	143,095	-31,747	ST
Petsmart, Inc	9/17/2009	11/20/2009	170,856	142,466	28,390	ST
Vanguard Total Stk Mkt	10/30/2008	1/22/2010	44,728	37,617	7,111	LT
Vanguard Total Stk Mkt	11/4/2008	1/22/2010	135,748	120,524	15,224	LT
Transocean LTD	12/8/2008	1/22/2010	162,149	100,855	61,294	LT
Powershares QQQ TR units	7/23/2009	1/22/2010	232,959	205,814	27,145	ST
Ishares MSCI Brazil Free	11/16/2009	1/22/2010	127,473	143,192	-15,719	ST
Intl Business Machines	2/26/2009	1/22/2010	191,361	131,697	59,664	ST
New York Cmnty Bancorp	9/22/2009	1/12/2010	183,857	143,392	40,465	ST
Intel Corp	7/17/2009	1/29/2010	216,703	205,531	11,172	ST
Total			3,556,219	3,306,167	250,052	
Short Term			2,568,224	2,415,915	152,309	
Long Term			987,995	890,252	97,743	
			3,556,219	3,306,167	250,052	