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

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation: THE RUBIN FAMILY FOUNDATION, INC.

A Employer identification number: 11-3047773

Number and street (or P O box number if mail is not delivered to street address): 1441 59TH STREET

Room/suite

B Telephone number (see page 10 of the instructions): ( ) -

City or town, state, and ZIP code: BROOKLYN, NY 11219

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: [X] 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, col. (c), line 16)* ▶ $ 22,607,596.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ____________
(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 page 11 of the instructions))*

		(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 (attach schedule)	710,000.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	25,473.	25,473.		ATCH 1
	4 Dividends and interest from securities	258,522.	258,522.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	544,876.			
	b Gross sales price for all assets on line 6a 938,868.				
	7 Capital gain net income (from Part IV, line 2)		495,688.		
	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) (attach schedule)				
	11 Other income (attach schedule)	-1,026,213.	45,345.		ATCH 3
	12 **Total.** Add lines 1 through 11	512,658.	825,028.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	21,980.	10,990.	0.	10,990.
	c Other professional fees (attach schedule) *	47,387.	47,387.		
	17 Interest ATTACHMENT 5	24,534.	24,534.		
	18 Taxes (attach schedule) (see page 14 of the instructions) **	7,255.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	75,514.	74,758.		750.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	176,670.	157,669.	0.	11,740.
	25 Contributions, gifts, grants paid	1,455,410.			1,455,410.
	26 Total expenses and disbursements Add lines 24 and 25	1,632,080.	157,669.	0.	1,467,150.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,119,422.			
	b **Net investment income** (if negative, enter -0-)		667,359.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,845,099.	3,201,694.	3,201,694.
	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 page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 8	8,601,267.	9,345,820.	9,154,964.
	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) ATCH 9	8,653,908.	7,433,338.	10,250,938.
	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 the instructions Also, see page 1, item I)	21,100,274.	19,980,852.	22,607,596.
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		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. ▶ X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	21,100,274.	19,980,852.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	21,100,274.	19,980,852.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	21,100,274.	19,980,852.	

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	21,100,274.
2 Enter amount from Part I, line 27a	2	-1,119,422.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	19,980,852.
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	19,980,852.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
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				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	495,688.
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) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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 page 18 of 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 (col (b) divided by col (c))
2009	835,543.	17,787,896.	0.046973
2008	491,162.	21,358,163.	0.022996
2007	461,609.	27,050,368.	0.017065
2006	1,571,977.	29,810,806.	0.052732
2005	2,869,837.	25,757,112.	0.111419

2 **Total** of line 1, column (d)	2	0.251185
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	0.050237
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	21,066,189.
5 Multiply line 4 by line 3	5	1,058,302.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,674.
7 Add lines 5 and 6	7	1,064,976.
8 Enter qualifying distributions from Part XII, line 4	8	1,467,150.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 ruling 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	6,674.
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	
3	Add lines 1 and 2	3	6,674.
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	6,674.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 13,616.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 5,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	18,616.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,942.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 11,942. **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 page 19 of the 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 ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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?	4b	X	
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 page 19 of the instructions) ▶ NY,			
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *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 page 20 of the 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 ▶ THE RUBIN FAMILY FOUNDATION Telephone no. ▶ 718-471-7400
Located at ▶ 1441 59TH STREET BROOKLYN, NY ZIP + 4 ▶ 11219

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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 22 of the instructions)?	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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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 page 22 of the instructions)	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 2010 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 2010)*	3b		X
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 2010?	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 [X]		
(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 [X]		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]		
(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 page 22 of the instructions)	Yes [ ] No [X]		
(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 [X]		
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 page 22 of the instructions)?		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?	Yes [ ] No [X]		
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 [X]		
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 [X]		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	X

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 page 22 of the 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
ATTACHMENT 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 NONE	NONE 0.00	0.	0.	0.

Total number of other employees paid over $50,000 ▶ NONE

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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 page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE NONE	NONE	0.

Total number of others receiving over $50,000 for professional services ▶ NONE

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 NOT APPLICABLE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	7,650,315.
b	Average of monthly cash balances	1b	3,714,265.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	10,022,414.
d	**Total** (add lines 1a, b, and c)	1d	21,386,994.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	21,386,994.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	320,805.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,066,189.
6	**Minimum investment return.** Enter 5% of line 5	6	1,053,309.

Part XI **Distributable Amount** (see page 25 of the 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	1,053,309.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,674.		
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,674.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,046,635.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,046,635.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,046,635.

Part XII **Qualifying Distributions** (see page 25 of the 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	1,467,150.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,467,150.
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 page 26 of the instructions)	5	6,674.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,460,476.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,046,635.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			727,697.	
b Total for prior years 20 08 ,20 07 ,20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,467,150.				
a Applied to 2009, but not more than line 2a			727,697.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				739,453.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				307,182.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010 0.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, 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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a b, or c for the alternative test relied upon					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(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 page 28 of 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).)

LEIBEL RUBIN

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

N/A

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

Check here ▶ [X] 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 page 28 of the 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
a *Paid during the year*				
ATTACHMENT 11				
Total ▶ 3a				1,455,410.
b *Approved for future payment*				
Total ▶ 3b				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	25,473.	
4 Dividends and interest from securities			14	258,522.	
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	900000	49,188.	18	495,688.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 12		-933,377.		-92,836.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-884,189.		686,847.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 -197,342.

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

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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		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

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

Signature of officer or trustee | Date 11/15/11 | Title Trustee

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Carolyn Cantor		11/10/2011		P00015167

Firm's name ▶ BRAND SONNENSCHINE LLP — Firm's EIN ▶ 13-3382567

Firm's address ▶ 299 BROADWAY SUITE 600
NEW YORK, NY 10007 — Phone no 212-219-0220

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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

2010

Name of the organization	**Employer identification number**
THE RUBIN FAMILY FOUNDATION, INC.	11-3047773

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 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) and 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 its 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)

Name of organization THE RUBIN FAMILY FOUNDATION, INC.

Employer identification number 11-3047773

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LIEBEL RUBIN 1441 59TH ST. BROOKLYN, NY 11219	$ 600,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	OCEANSIDE CARE CENTER INC 2914 LINCOLN AVENUE OCEANSIDE, NY 11572	$ 17,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3	PARK TERRACE CARE CENTER INC 59-20 VAN DOREN STREET FLUSHING, NY 11368	$ 17,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
4	QUEENS NASSAU NURSING HOME 520 BEACH 19TH STREET FAR ROCKAWAY, NY 11691	$ 75,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

THE RUBIN FAMILY FOUNDATION, INC. 11-3047773

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		21.776 BURLINGTON NORTHERN SANTA FE PROPERTY TYPE: SECURITIES				P	07/01/2009	02/17/2010
2,178.		1,810.					368.	
		1500 BURLINGTON NORTHN SANTA PROPERTY TYPE: SECURITIES				P	04/22/2003	02/17/2010
150,000.		90,352.					59,648.	
		5000 DOLLAR THRIFTY AUTOMOTIVE PROPERTY TYPE: SECURITIES				P	09/25/2007	04/07/2010
170,506.		115,364.					55,142.	
		8.213 BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES				P	06/26/2009	03/04/2010
135.		120.					15.	
		5000 CITIGROUP INC PROPERTY TYPE: SECURITIES				P	09/15/2009	03/04/2010
17,229.		21,404.					-4,175.	
		1003.1202 DIREXIONSHARES PROPERTY TYPE: SECURITIES				P	03/25/2009	02/05/2010
63,392.		31,275.					32,117.	
		3.48 UNITED STATES STEEL CORP PROPERTY TYPE: SECURITIES				P	06/10/2009	03/04/2010
197.		150.					47.	
		4000 BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES				P	10/08/2008	03/04/2010
65,521.		40,942.					24,579.	
		5000 CITIGROUP INC PROPERTY TYPE: SECURITIES				P	02/20/2009	03/04/2010
17,229.		10,056.					7,173.	
		4000 DRYSHIPS INC PROPERTY TYPE: SECURITIES				P	02/20/2009	03/04/2010
22,152.		14,477.					7,675.	
		1001.596 RADIAN GROUP INC PROPERTY TYPE: SECURITIES				P	10/07/2008	03/04/2010
10,149.		4,238.					5,911.	
		1000 UNITED STATES STEEL CORP PROPERTY TYPE: SECURITIES				P	10/07/2008	03/04/2010
56,643.		59,675.					-3,032.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		CAPITAL GAINS THROUGH K-1S -ST PROPERTY TYPE: SECURITIES				P		
26,568.							26,568.	
		CAPITAL GAINS THROUGH K-1S -LT PROPERTY TYPE: SECURITIES				P		
51,483.							51,483.	
		1256 CAPITAL GAINS FROM K-1S (ST) PROPERTY TYPE: SECURITIES				P		
114,194.							114,194.	
		1256 CAPITAL GAINS FROM K-1S (LT) PROPERTY TYPE: SECURITIES				P		
171,292.							171,292.	
		SECTION 1231 LOSS FROM K-1 PROPERTY TYPE: SECURITIES				P		
		4,129.					-4,129.	
		K1 CAP GAINS ALLOCATED TO 990T PROPERTY TYPE: SECURITIES				P		
		16,516.					-16,516.	
		WF CAP GAINS ALLOCATED TO 990T PROPERTY TYPE: SECURITIES				P		
		32,672.					-32,672.	
TOTAL GAIN(LOSS)							495,688.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
METROPOLITAN NATIONAL BANK	25,058.	25,058.
WELLS FARGO - BANK SWEEP INTEREST	415.	415.
TOTAL	25,473.	25,473.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS - THIRD AVE FUNDS	3,683.	3,683.
INTEREST FROM K-1S	57,620.	57,620.
INTEREST FROM PARTICIPATION LOANS	7,262.	7,262.
DIVIDENDS FROM K-1S	42,013.	42,013.
INTEREST FROM US OBLIGATIONS K-1	174.	174.
DIVIDENDS - WELLS FARGO	147,770.	147,770.
TOTAL	258,522.	258,522.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INCOME/ LOSS FROM PARTNERSHIPS	-890,085.	59,808.
RENTAL INCOME	-15,506.	-15,506.
BOOK/TAX DIFFERENCES	-121,961.	
ROYALTY INCOME	1,041.	1,041.
OTHER INCOME	2.	2.
NONDIVIDEND DISTRIBUTIONS	296.	
TOTALS	-1,026,213.	45,345.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PROFESSIONAL FEES PER K-1	47,387.	47,387.
TOTALS	47,387.	47,387.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT INTEREST FROM K-1	24,534.	24,534.
TOTALS	24,534.	24,534.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FOREIGN TAXES		7,005.
NYS CORPORATE TAXES		250.
	TOTALS	7,255.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PORTFOLIO EXPENSES	74,710.	74,710.	
BANK CHARGES	29.	29.	
NON-DEDUCTIBLE EXPENSES PER K1	6.		
FILING FEES	750.		750.
INVESTMENT EXPENSE	19.	19.	
TOTALS	75,514.	74,758.	750.

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER. 8534-6288

Additional information

	THIS PERIOD	THIS YEAR		THIS PERIOD	THIS YEAR
Gross proceeds	0 00	322,683 30	Foreign withholding	0.00	-65 95

Portfolio detail

Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held in one or more FDIC-insured depository account(s) established with Wells Fargo Bank, N A Additional funds over $250,000 are deposited at one or more additional banks affiliated with Wells Fargo Advisors These assets are not covered by SIPC, but are instead covered by FDIC insurance in accordance with FDIC rules For additional information on the Bank Deposit Sweep for your account please contact Your Financial Advisor

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP	0.64	0 05	47,088.17	23.54
Interest Period 12/01/10 - 12/31/10				
Total Cash and Sweep Balances	**0.64**		**$47,088.17**	**$23.54**

* APY measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield is expressed as an annualized rate, based on a 365- or 366-day year (as applicable)

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ALCATEL-LUCENT ADR									
ALU - HELD IN MARGIN									
Acquired 03/04/05 L	0 08	1,952	15 88	31,005 00	2.9600	5,777 92	-25,227 08	N/A	N/A
ALTRIA GROUP INC									
MO - HELD IN MARGIN									
On Reinvestment									
Acquired 01/02/03 L		2,900	7 91	22,932 09		71,398 00	48,465.91		
Acquired 04/22/03 L		75	15 32	1,149 36		1,846.50	697 14		
Acquired 01/17/06 L		2,025	17.65	35,746 76		49,855 48	14,108 72		
Acquired 12/03/10 S		400	23 83	9,573.60		9,848.00	274 40		
Acquired 12/03/10 S		400	23 83	9,572 80		9,848 00	275 20		
Acquired 12/03/10 S		200	23.83	4,791 20		4,924 00	132 80		
Reinvestments L		193 34400	17 23	3,332 99		4,760 14	1,427.15		
Reinvestments S		347 95500	21 74	7,566.34		8,566.66	1,000 32		

Attachment 8.1
(1/8)

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Total	**2.20**	**6,541.29900**		**$94,665.14**	**24.6200**	**$161,046.78**	**$66,381.64**	**$9,942.77**	**6.17**
AMGEN INC									
AMGN - HELD IN MARGIN									
Acquired 07/28/03 L		140	62.64	8,770 00		7,686.00	-1,084 00		
Acquired 12/17/04 L		360	63.74	22,980.20		19,764 00	-3,216 20		
Total	**0.37**	**500**		**$31,750.20**	**54.9000**	**$27,450.00**	**-$4,300.20**	**N/A**	**N/A**
ASBURY AUTOMOTIVE GROUP									
ABG									
Acquired 12/03/10 S	0 50	2,000	16 83	33,775 00	18 4800	36,960 00	3,185 00	N/A	N/A
BERKSHIRE BANCORP INC									
BERK - HELD IN MARGIN									
Acquired 06/04/04 L		3,000	18.00	54,245.00		16,320 00	-37,925 00		
Acquired 06/08/04 L		100	18.00	1,808 00		544 00	-1,264 00		
Acquired 06/08/04 L		290	17.93	5,228 20		1,577 60	-3,650 60		
Acquired 06/09/04 L		378	17.99	6,836 94		2,056 32	-4,780 62		
Acquired 06/14/04 L		400	17 32	6,962.00		2,176 00	-4,786 00		
Acquired 06/14/04 L		100	17 20	1,733 00		544 00	-1,189.00		
Acquired 06/15/04 L		100	17 00	1,713 00		544 00	-1,169.00		
Acquired 06/21/04 L		632	16.00	10,167.56		3,438 08	-6,729.48		
Acquired 02/24/05 L		462	20 25	9,397 46		2,513 28	-6,884.18		
Acquired 02/28/05 L		6	20 25	126 98		32 64	-94.34		
Acquired 03/02/05 L		32	20.25	655 56		174 08	-481 48		
Total	**0.41**	**5,500**		**$98,873.70**	**5.4400**	**$29,920.00**	**-$68,953.70**	**N/A**	**N/A**
BIOTECH HOLDERS TR									
DEPOSITARY RCPTS									
BBH - HELD IN MARGIN									
Acquired 01/02/03 L	1 09	800	198.29	158,630 00	99 6400	79,712 00	-78,918 00	N/A	N/A
CHUBB CORP									
CB - HELD IN MARGIN									
On Reinvestment									
Acquired 11/04/03 L		100	33 45	3,348.00		5,964.01	2,616 01		
Acquired 12/17/04 L		900	38.27	34,488.50		53,675.99	19,187 49		
Reinvestments L		15.56600	45 16	702 97		928.35	225.38		
Reinvestments S		28.60000	52 40	1,498 85		1,705 71	206 86		
Total	**0.85**	**1,044.16600**		**$40,038.32**	**59.6400**	**$62,274.06**	**$22,235.74**	**$1,545.36**	**2.48**

Attachment 8.1
(2/8)

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER. 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CIRRUS LOGIC INC									
CRUS - HELD IN MARGIN									
Acquired 01/02/03 L	3 27	15,000	19 29	289,308 00	15 9800	239,700 00	-49,608 00	N/A	N/A
CSX CORP									
CSX - HELD IN MARGIN									
On Reinvestment									
Acquired 04/25/03 L		150	15 56	2,335 00		9,691.50	7,356 50		
Acquired 12/17/04 L		850	19.64	16,737.25		54,918.49	38,181 24		
Acquired 01/17/06 L		2,000	25.42	50,907.50		129,220 00	78,312 50		
Reinvestments L		46 38200	42 93	1,991.27		2,996 75	1,005 48		
Reinvestments S		54 43300	55.23	3,006 58		3,516 91	510 33		
Total	**2.73**	**3,100.81500**		**$74,977.60**	**64.6100**	**$200,343.65**	**$125,366.05**	**$3,224.84**	**1.61**
FORD MOTOR COMPANY									
F									
Acquired 12/03/10 S		1,000	16.71	16,762.50		16,790 00	27 50		
Acquired 12/03/10 S		1,000	16 70	16,754.30		16,790 00	35 70		
Total	**0.46**	**2,000**		**$33,516.80**	**16.7900**	**$33,580.00**	**$63.20**	**N/A**	**N/A**
FUTUREMED HEALTHCARE INCOME									
FMDHF									
Acquired 12/03/10 S	0 26	3,000	6 37	19,225.00	6.3265	18,979 50	-245 50	2,778.00	14.63
GROUP 1 AUTOMOTIVE INC									
GPI - HELD IN MARGIN									
Acquired 11/01/05 L		1,000	28 84	28,919.00		41,760 00	12,841 00		
Acquired 09/25/07 L		5,000	33 41	167,354 50		208,800.00	41,445 50		
Acquired 04/28/10 S		2,000	34.81	69,698.33		83,520 00	13,821 67		
Acquired 04/28/10 S		1,000	34 82	34,853 27		41,760 00	6,906 73		
Acquired 05/04/10 S		1,600	31.16	49,881.32		66,816 00	16,934 68		
Acquired 05/04/10 S		1,600	31.17	49,899.92		66,816 00	16,916 08		
Acquired 05/04/10 S		1,000	31.17	31,185.83		41,760 00	10,574 17		
Acquired 05/04/10 S		600	31.15	18,699.50		25,056.00	6,356 50		
Acquired 05/04/10 S		500	31 17	15,596 42		20,880.00	5,283 58		
Acquired 05/04/10 S		200	31.09	6,226.16		8,352 00	2,125 84		
Acquired 05/04/10 S		200	31.10	6,223 16		8,352 00	2,128.84		
Acquired 05/04/10 S		200	31.11	6,225 17		8,352 00	2,126 83		
Acquired 05/04/10 S		100	31 12	3,113 58		4,176 00	1,062.42		
Acquired 05/06/10 S		1,000	28 91	28,966 30		41,760 00	12,793 70		
Acquired 05/06/10 S		400	28 92	11,587.00		16,704 00	5,117.00		

Attachment 8.1
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RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER: 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 05/06/10 S		400	28 93	11,591 00		16,704.00	5,113 00		
Acquired 05/06/10 S		200	28 91	5,796.50		8,352.00	2,555 50		
Acquired 12/03/10 S		400	39 04	15,633 28		16,704 00	1,070 72		
Acquired 12/03/10 S		200	39 01	7,814.20		8,352 00	537 80		
Acquired 12/03/10 S		200	39 03	7,813.20		8,352 00	538 80		
Acquired 12/03/10 S		100	39.02	3,905.60		4,176.00	270 40		
Acquired 12/03/10 S		100	39 06	3,909 60		4,176 00	266.40		
Total	**10.25**	**18,000**		**$584,892.84**	**41.7600**	**$751,680.00**	**$166,787.16**	**$7,200.00**	**0 96**
HEWLETT-PACKARD COMPANY HPQ On Reinvestment									
Acquired 12/03/10 S		1,000	43 00	43,107.00		42,099.99	-1,007 01		
Reinvestments S		1 88800	42 37	80 00		79 49	-0 51		
Total	**0.58**	**1,001.88800**		**$43,187.00**	**42.1000**	**$42,179.48**	**-$1,007.52**	**$320.60**	**0.76**
HOME DEPOT INC HD - HELD IN MARGIN On Reinvestment									
Acquired 10/02/07 L		5,000	33 39	167,205 00		175,299 95	8,094 95		
Acquired 12/03/10 S		2,000	33 42	66,953.60		70,120.00	3,166 40		
Reinvestments L		128 88300	26 42	3,406.14		4,518 66	1,112 52		
Reinvestments S		151 64300	32 31	4,900 76		5,316 63	415 87		
Total	**3.48**	**7,280.52600**		**$242,465.50**	**35.0600**	**$255,255.24**	**$12,789.74**	**$6,880.09**	**2.70**
HOVNANIAN ENTERPRISES INC CL A HOV - HELD IN MARGIN									
Acquired 07/21/05 L	0 03	500	71 09	35,585 00	4 0900	2,045 00	-33,540 00	N/A	N/A
JOHNSON & JOHNSON JNJ - HELD IN MARGIN On Reinvestment									
Acquired 01/02/03 L		9,000	38 02	342,242 00		556,649.91	214,407 91		
Reinvestments L		221 17200	60 32	13,342 82		13,679.52	336 70		
Reinvestments S		321 25100	61 34	19,707 29		19,869.43	162 14		
Total	**8.05**	**9,542.42300**		**$375,292.11**	**61.8500**	**$590,198.86**	**$214,906.75**	**$20,611.63**	**3.49**
LEHMAN BROTHERS HOLDINGS INC LEHMQ - HELD IN MARGIN									
Acquired 02/24/06 L		2,000	74 37	148,811.13	0 0466	93 20	-148,717 93	N/A	N/A

Attachment 8.1
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RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER: 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
LOWES COMPANIES INC									
LOW - HELD IN MARGIN									
On Reinvestment									
Acquired 04/22/03 L		220	22 85	5,027 00		5,517 60	490.60		
Acquired 12/17/04 L		780	28 61	22,355.90		19,562.39	-2,793.51		
Acquired 12/03/10 S		2,000	24.64	49,391.00		50,160.00	769 00		
Reinvestments L		8 59400	20.98	180.37		215.54	35 17		
Reinvestments S		17 92100	22.65	406.03		449.46	43 43		
Total	**1.03**	**3,026.51500**		**$77,360.30**	**25.0800**	**$75,904.99**	**-$1,455.31**	**$1,331.66**	**1.75**
METLIFE INC									
MET - HELD IN MARGIN									
On Reinvestment									
Acquired 05/13/03 L		100	28 35	2,835 00		4,444 01	1,609 01		
Acquired 12/17/04 L		400	39 89	15,993.00		17,776 00	1,783 00		
Acquired 01/17/06 L		1,000	50 17	50,241.50		44,439 99	-5,801 51		
Reinvestments L		30 56700	36.31	1,110 00		1,358 40	248 40		
Reinvestments S		25 69000	44 08	1,132.62		1,141 66	9 04		
Total	**0.94**	**1,556.25700**		**$71,312.12**	**44.4400**	**$69,160.06**	**-$2,152.06**	**$1,151.63**	**1.67**
MONSANTO CO NEW									
MON									
On Reinvestment									
Acquired 12/03/10 S	0 95	1,000	62.62	62,720.40	69 6400	69,640 00	6,919 60	1,120 00	1 60
NORFOLK SOUTHERN CORP									
NSC - HELD IN MARGIN									
On Reinvestment									
Acquired 04/22/03 L		175	20.06	3,511.00		10,993 49	7,482 49		
Acquired 12/17/04 L		325	34 71	11,311.75		20,416 50	9,104 75		
Reinvestments L		6 80600	50.13	341.19		427.55	86 36		
Reinvestments S		12.49000	57 35	716.33		784 63	68.30		
Total	**0.44**	**519.29600**		**$15,880.27**	**62.8200**	**$32,622.17**	**$16,741.90**	**$747.78**	**2.29**
NUVASIVE INC									
NUVA - HELD IN MARGIN									
Acquired 09/26/07 L	1 05	3,000	37.04	111,254.55	25.6500	76,950.00	-34,304 55	N/A	N/A
NVIDIA CORP									
NVDA									
Acquired 12/03/10 S	0 42	2,000	14.41	28,934 00	15.4000	30,800 00	1,866 00	N/A	N/A

Attachment 8.1
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WELLS FARGO ADVISORS

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER: 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
PEPSICO INCORPORATED PEP On Reinvestment									
Acquired 12/03/10 S	0 89	1,000	65 19	65,296.10	65 3300	65,330 00	33 90	1,920 00	2 93
PFIZER INCORPORATED PFE - HELD IN MARGIN On Reinvestment									
Acquired 01/02/03 L		3,886	31 93	124,075 00		68,043.82	-56,031 18		
Acquired 01/02/03 L		9,000	34 59	311,302 00		157,590 00	-153,712 00		
Reinvestments L		237 92900	17 41	4,143 69		4,166 14	22 45		
Reinvestments S		586 48900	16 37	9,604 06		10,269 45	665 39		
Total	**3.27**	**13,710.41800**		**$449,124.75**	**17.5100**	**$240,069.41**	**-$209,055.34**	**$10,968.33**	**4.57**
PHILIP MORRIS INTERNATIONAL INC PM - HELD IN MARGIN On Reinvestment									
Acquired 01/02/03 L		2,900	18 01	52,255.34		169,737.00	117,481.66		
Acquired 04/22/03 L		75	34 92	2,619 04		4,389 75	1,770.71		
Acquired 01/17/06 L		2,025	40 22	81,455 72		118,523 23	37,067.51		
Reinvestments L		119 85000	47 02	5,636.05		7,014 82	1,378.77		
Reinvestments S		238 71900	51 95	12,402.11		13,972 24	1,570.13		
Total	**4.28**	**5,358.56900**		**$154,368.26**	**58.5300**	**$313,637.04**	**$159,268.78**	**$13,717.93**	**4.37**
PULTE GROUP INC PHM - HELD IN MARGIN On Reinvestment									
Acquired 07/21/05 L	0 10	1,000	45.94	45,985.00	7 5200	7,520 00	-38,465.00	N/A	N/A
RADIAN GROUP INC RDN - HELD IN MARGIN On Reinvestment									
Acquired 09/26/07 L		5,000	22.51	112,786 50		40,349 95	-72,436 55		
Acquired 10/07/08 L		8,998.40400	4.13	37,182.30		72,617 03	35,434.73		
Acquired 05/06/10 S		2,000	10.64	21,394 40		16,140 08	-5,254 32		
Reinvestments L		23 93400	4 70	112 58		193.17	80 59		
Reinvestments S		19.06100	8 27	157.79		153.85	-3 94		
Total	**1.76**	**16,041.39900**		**$171,633.57**	**8.0700**	**$129,454.08**	**-$42,179.49**	**$160.41**	**0.12**

Attachment 8.1
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RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER. 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
SANFILIPPO JOHN B & SON INC JBSS									
Acquired 12/03/10 S		200	11 91	2,389 20		2,488 00	98 80		
Acquired 12/03/10 S		200	11 94	2,395 20		2,488 00	92.80		
Acquired 12/03/10 S		200	11.93	2,394 16		2,488 00	93.84		
Acquired 12/03/10 S		156	11 96	1,871 38		1,940 64	69 26		
Acquired 12/03/10 S		100	11 88	1,196.85		1,244 00	47 15		
Acquired 12/03/10 S		100	11 90	1,193 60		1,244.00	50.40		
Acquired 12/03/10 S		44	11.95	527 38		547 36	19 98		
Total	**0.17**	**1,000**		**$11,967.77**	**12.4400**	**$12,440.00**	**$472.23**	**N/A**	**N/A**
SCHLUMBERGER LTD SLB On Reinvestment									
Acquired 12/03/10 S	1 14	1,000	82 42	82,467.20	83 5000	83,500 00	1,032.80	840 00	1 00
SINOPEC SHANGHAI SPONS ADR SHI - HELD IN MARGIN On Reinvestment									
Acquired 10/25/07 L		1,500	81.31	122,071.85		77,354.99	-44,716 86		
Reinvestments S		14 89800	39.83	593 52		768.29	174 77		
Total	**1.07**	**1,514.89800**		**$122,665.37**	**51.5700**	**$78,123.28**	**-$44,542.09**	**$599.89**	**0.77**
STRONGCO CORP SQPFF									
Acquired 12/03/10 S	0 15	3,000	3 58	10,802 00	3 5827	10,748.10	-53 90	N/A	N/A
STRONGCO CORP RTS EXP 01/14/11									
Acquired 12/30/10 S		3,000	N/A##	N/A	0.1056	316 80	N/A	N/A	N/A
TEVA PHARMACEUTICAL ADR INDS LTD TEVA On Reinvestment									
Acquired 12/03/10 S	0.71	1,000	48.60	48,641 00	52 1300	52,130 00	3,489 00	667.00	1.27

Attachment 8.1
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WELLS FARGO ADVISORS

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
TEXTRON INC									
TXT - HELD IN MARGIN									
On Reinvestment									
Acquired 07/14/03 L		200	19 34	3,869 00		4,728.00	859 00		
Acquired 12/17/04 L		800	35 96	28,805.00		18,911 99	-9,893.01		
Reinvestments L		3 07400	13 02	40 04		72 67	32 63		
Reinvestments S		4.16500	19 29	80 37		98 46	18 09		
Total	**0.32**	**1,007.23900**		**$32,794.41**	**23.6400**	**$23,811.12**	**-$8,983.29**	**$80.57**	**0.34**
TOLL BROTHERS									
TOL - HELD IN MARGIN									
Acquired 07/21/05 L		500	56.07	28,075.00		9,500.00	-18,575.00		
Acquired 07/26/05 L		500	54 62	27,350.00		9,500 00	-17,850 00		
Total	**0.26**	**1,000**		**$55,425.00**	**19.0000**	**$19,000.00**	**-$36,425.00**	**N/A**	**N/A**
VERISIGN INC									
VRSN - HELD IN MARGIN									
Acquired 01/02/03 L	0 18	400	236 89	94,755.00	32 6700	13,068.00	-81,687 00	N/A	N/A
Total Stocks and ETFs	**53.74**			**$4,049,385.41**		**$3,941,420.74**	**-$108,281.47**	**$85,808.49**	**2.18**
Total Stocks, options & ETFs	**53.74**			**$4,049,385.41**		**$3,941,420.74**	**-$108,281.47**	**$85,808.49**	**2.18**

Cost information for one or more securities is not available If you have cost information and would like to see it on future statements, contact Your Financial Advisor

Mutual Funds

Mutual fund shares are priced at net asset value Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return. If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions.

Open End Mutual Funds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CAPITAL WORLD GROWTH & INCOME FD INC CLASS A									
CWGIX - HELD IN MARGIN									
On Reinvestment									
Acquired 03/02/05 L		7,192.17500	34.76	250,000.00		256,904 42	6,904 42		
Acquired 03/09/05 L		1,428.98000	34.99	50,000.00		51,043 17	1,043.17		
Acquired 12/19/05 L		8,137 89700	38.10	310,053.88		290,685 68	-19,368 20		

Attachment 8.1
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WELLS FARGO ADVISORS

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER: 8534-6288

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
TEXTRON INC									
TXT - HELD IN MARGIN									
On Reinvestment									
Acquired 07/14/03 L		200	19 34	3,869.00		4,728 00	859.00		
Acquired 12/17/04 L		800	35 96	28,805.00		18,911.99	-9,893 01		
Reinvestments L		3 07400	13 02	40 04		72 67	32.63		
Reinvestments S		4 16500	19 29	80.37		98 46	18.09		
Total	**0.32**	**1,007.23900**		**$32,794.41**	**23.6400**	**$23,811.12**	**-$8,983.29**	**$80.57**	**0.34**
TOLL BROTHERS									
TOL - HELD IN MARGIN									
Acquired 07/21/05 L		500	56.07	28,075.00		9,500 00	-18,575.00		
Acquired 07/26/05 L		500	54 62	27,350.00		9,500.00	-17,850.00		
Total	**0.26**	**1,000**		**$55,425.00**	**19.0000**	**$19,000.00**	**-$36,425.00**	**N/A**	**N/A**
VERISIGN INC									
VRSN - HELD IN MARGIN									
Acquired 01/02/03 L	0 18	400	236.89	94,755.00	32.6700	13,068.00	-81,687.00	N/A	N/A
Total Stocks and ETFs	**53.74**			**$4,049,385.41**		**$3,941,420.74**	**-$108,281.47**	**$85,808.49**	**2.18**
Total Stocks, options & ETFs	**53.74**			**$4,049,385.41**		**$3,941,420.74**	**-$108,281.47**	**$85,808.49**	**2.18**

Cost information for one or more securities is not available If you have cost information and would like to see it on future statements, contact Your Financial Advisor

Mutual Funds

Mutual fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return. If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions.

Open End Mutual Funds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CAPITAL WORLD GROWTH & INCOME FD INC CLASS A									
CWGIX - HELD IN MARGIN									
On Reinvestment									
Acquired 03/02/05 L		7,192.17500	34 76	250,000 00		256,904 42	6,904 42		
Acquired 03/09/05 L		1,428.98000	34.99	50,000.00		51,043.17	1,043.17		
Acquired 12/19/05 L		8,137.89700	38.10	310,053.88		290,685 68	-19,368.20		

Attachment 8.2
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RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER: 8534-6288

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 01/17/06 L		3,994 67400	37.55	150,000 00		142,689 76	-7,310.24		
Acquired 01/20/06 L		2,693.24000	37.13	100,000 00		96,202 53	-3,797 47		
Acquired 02/24/06 L		2,617 11600	38 21	100,000.00		93,483 38	-6,516 62		
Acquired 09/13/06 L		5,000	40 00	200,000 00		178,600.00	-21,400.00		
Acquired 07/26/07 L		1,091 94100	45.79	50,000.00		39,004.13	-10,995.87		
Reinvestments L		9,280.39500	38.87	360,788 92		331,495.76	-29,293.16		
Reinvestments S		1,145 25000	32 87	37,654.66		40,908.35	3,253 69		
Total	**20.74**	**42,581.66800**		**$1,608,497.46**	**35.7200**	**$1,521,017.18**	**-$87,480.28**	**$34,065.33**	**2.24**
	Client Investment (Excluding Reinvestments)					$1,210,053.88			
	Gain/Loss on Client Investment (Including Reinvestments)					$310,963.30			
FIDELITY ADVISOR NEW INSIGHTS FD CLASS A FNIAX - HELD IN MARGIN On Reinvestment									
Acquired 01/17/06 L		3,982 83100	17 64	70,257.15		79,497 27	9,240 12		
Acquired 01/20/06 L		4,342.79100	17 27	75,000 00		86,682.11	11,682 11		
Acquired 02/24/06 L		2,895 19400	17 27	50,000.00		57,788 10	7,788 10		
Reinvestments L		372.70300	20.56	7,664.84		7,439.16	-225 68		
Reinvestments S		28.97700	17.21	498.82		578.38	79 56		
Total	**3.16**	**11,622.49600**		**$203,420.81**	**19.9600**	**$231,985.02**	**$28,564.21**	**N/A**	**N/A**
	Client Investment (Excluding Reinvestments)					$195,257 15			
	Gain/Loss on Client Investment (Including Reinvestments)					$36,727.87			
DAVIS NEW YORK VENTURE FUND CL A NYVTX - HELD IN MARGIN On Reinvestment									
Acquired 01/17/06 L		1,986.65800	34.60	68,738.40		68,221.82	-516.58		
Acquired 01/20/06 L		2,198.76900	34.11	75,000.00		75,505.73	505 73		
Acquired 02/24/06 L		1,448.43600	34.52	50,000.00		49,739 29	-260.71		
Reinvestments L		233.33200	30.68	7,158.74		8,012.63	853 89		
Reinvestments S		67 03800	32 82	2,200.20		2,302 09	101 89		
Total	**2.78**	**5,934.23300**		**$203,097.34**	**34.3400**	**$203,781.56**	**$684.22**	**$2,225.33**	**1.09**
	Client Investment (Excluding Reinvestments)					$193,738 40			
	Gain/Loss on Client Investment (Including Reinvestments)					$10,043 16			

Attachment 8.2
(2/4)

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER. 8534-6288

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
OPPENHEIMER DEVELOPING MKTS FDS CLASS A ODMAX - HELD IN MARGIN On Reinvestment									
Acquired 02/21/06 L		324.35800	39.27	12,737.54		11,829 33	-908 21		
Reinvestments L		324.12000	22.88	7,416.83		11,820 66	4,403 83		
Reinvestments S		0 89500	35.40	31 69		32.64	0 95		
Total	**0.32**	**649.37300**		**$20,186.06**	**36.4700**	**$23,682.63**	**$3,496.57**	**$31.81**	**0.13**
	Client Investment (Excluding Reinvestments)					$12,737.54			
	Gain/Loss on Client Investment (Including Reinvestments)					$10,945.09			
OPPENHEIMER INTL SMALL CO FD CL A OSMAX - HELD IN MARGIN On Reinvestment									
Acquired 02/24/06 L		697 25800	22 32	15,562.79		17,187.40	1,624.61		
Acquired 01/05/07 L		4,809.54200	25 99	125,000.00		118,555.16	-6,444 84		
Acquired 01/05/07 L		4,809 54200	25 99	125,000 00		118,555.21	-6,444 79		
Reinvestments L		2,665 02300	25.91	69,065.99		65,692.84	-3,373.15		
Reinvestments S		1,179 25400	23.81	28,078.04		29,068.64	990.60		
Total	**4.76**	**14,160.61900**		**$362,706.82**	**24.6500**	**$349,059.25**	**-$13,647.57**	**$30,629.41**	**8.77**
	Client Investment (Excluding Reinvestments)					$265,562.79			
	Gain/Loss on Client Investment (Including Reinvestments)					$83,496 46			
JPMORGAN TR I INTREPID EUROPEAN FUND CLASS A VEUAX - HELD IN MARGIN On Reinvestment									
Acquired 01/05/07 L		4,221.79500	28 04	118,379 25		79,327.49	-39,051.76		
Acquired 07/26/07 L		1,594 89600	31 35	50,000.00		29,968.10	-20,031.90		
Reinvestments L		1,496.66500	21 94	32,850.92		28,122 36	-4,728.56		
Reinvestments S		113.66900	18 39	2,090 38		2,135 84	45.46		
Total	**1.90**	**7,427.02500**		**$203,320.55**	**18.7900**	**$139,553.79**	**-$63,766.76**	**$2,124.12**	**1.52**
	Client Investment (Excluding Reinvestments)					$168,379.25			
	Gain/Loss on Client Investment (Including Reinvestments)					-$28,825 46			

Attachment 8.2
(3/4)

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER. 8534-6288

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ROYCE FUND VALUE PLUS FUND SERVICE CLASS RYVPX - HELD IN MARGIN On Reinvestment									
Acquired 04/14/05 L		22,935 78000	10 90	250,000 00		307,797.94	57,797 94		
Acquired 09/26/06 L		15,700 96900	13.00	204,155 62		210,707.16	6,551 54		
Reinvestments L		4,237.68700	12.19	51,662 46		56,869 82	5,207 36		
Reinvestments S		110.92700	13.18	1,462 02		1,488 65	26 63		
Total	**7.86**	**42,985.36300**		**$507,280.10**	**13.4200**	**$576,863.57**	**$69,583.47**	**$1,461.50**	**0.25**
	Client Investment (Excluding Reinvestments)					$454,155 62			
	Gain/Loss on Client Investment (Including Reinvestments)					$122,707.95			
THIRD AVE TR VALUE FD INSTL CL TAVFX - HELD IN MARGIN On Reinvestment									
Acquired 03/04/05 L		4,594 74400	54 41	250,000.00		237,823 90	-12,176.10		
Reinvestments L		1,102.00100	55.00	60,613.04		57,039 61	-3,573.43		
Reinvestments S		108 20600	50 90	5,508.75		5,600.75	92.00		
Total	**4.10**	**5,804.95100**		**$316,121.79**	**51.7600**	**$300,464.26**	**-$15,657.53**	**$5,613.38**	**1.87**
	Client Investment (Excluding Reinvestments)					$250,000 00			
	Gain/Loss on Client Investment (Including Reinvestments)					$50,464 26			
Total Open End Mutual Funds	**45.62**			**$3,424,630.93**		**$3,346,407.26**	**-$78,223.67**	**$76,150.88**	**2.28**
Total Mutual Funds	**45.62**			**$3,424,630.93**		**$3,346,407.26**	**-$78,223.67**	**$76,150.88**	**2.28**

Bank Deposit Sweep Allocation

Monies on deposit at each bank, together with any other deposits held in the same insurable capacity at each bank, are eligible for FDIC insurance up to $250,000 per depositor, per bank in accordance with FDIC rules for a total of up to $750,000 in FDIC insurance when deposited at multiple banks. These assets are not held in your securities brokerage account and therefore not covered by SIPC. Settlement timing differences will cause balances displayed in this section to vary from those indicated in the Portfolio detail section due to activity that occurs after 2 PM ET on the last business day of the month. If you have questions about your sweep option, including rates, please contact Your Financial Advisor.

DESCRIPTION	CURRENT VALUE	AS OF VALUE DATE
WELLS FARGO BANK, N A	47,080 31	12/31

Attachment 8.2
(4/4)

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
176,920 METBANK HOLDING CORP	1,429,738.	1,429,738.
THIRD AVENUE VALUE FUND	227,361.	200,898.
50000 CITIGROUP (WELLS FARGO)	214,705.	236,500.
WF#2- STOCKS,OPTIONS- ATT. 8.1	4,049,385.	3,941,421.
WF#2- MUTUAL FUNDS - ATT. 8.2	3,424,631.	3,346,407.
WF#3- STOCKS,OPTIONS		
TOTALS	9,345,820.	9,154,964.

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FACTORY MEMBER LLC	-534,653.	
SANFORD BERNSTEIN ABSOLUTE RETURN FUND	500,000.	748,731.
MET BANK PARTICIPATION CERTIF		
30TH PLACE MEZZANINE OWNER LLC	-2,034,216.	
LANX FUND LP	1,786,873.	1,786,873.
COVENANT ADVANTAGE LLC		
RUBICON PARTNERS LP	1,301,634.	1,301,634.
LONGVIEW FUND, L.P.	823,341.	823,341.
PETUNIA LLC	3,522,816.	3,522,816.
YEDID ADVANTAGE FUND	2,067,543.	2,067,543.
TOTALS	7,433,338.	10,250,938.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LIEBEL RUBIN 1441 59TH STREET BROOKLYN, NY 11219	PRESIDENT	0.	0.	0.
DOROTHY RUBIN 1441 59TH STREET BROOKLYN, NY 11219	VICE PRES.	0.	0.	0.
SOLOMON RUBIN 1441 59TH STREET BROOKLYN, NY 11219	DIRECTOR	0.	0.	0.
SARA HELLER 1441 59TH STREET BROOKLYN, NY 11219	DIRECTOR	0.	0.	0.
MARVIN RUBIN 1441 59TH STREET BROOKLYN, NY 11219	DIRECTOR	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED STATEMENT SEE ATTACHED SEE ATTACHED, NY 10007	NONE CHARITY	CHARITABLE	1,455,410.
		TOTAL CONTRIBUTIONS PAID	1,455,410.

The Rubin Family Foundation, Inc.

2010 Charitable Listing

EIN· 11-3047773

Payable to	Address		Amount	Relationship	Purpose	Status
Amedeı Zıon	1577 48th Street	Brooklyn, New York 11219	100,000 00	NONE	CHARITABLE	TAX EXEMPT
Amedeı Zıon	1577 48th Street	Brooklyn, New York 11219	40,000 00	NONE	CHARITABLE	TAX EXEMPT
Amedeı Zıon	1577 48th Street	Brooklyn, New York 11219	15,000 00	NONE	CHARITABLE	TAX EXEMPT
Amedeı Zıon	1577 48th Street	Brooklyn, New York 11219	7,500 00	NONE	CHARITABLE	TAX EXEMPT
BINA Stroke and Braın Injury Assıstance	2511 Avenue I	Brooklyn, New York 11210	3,600 00	NONE	CHARITABLE	TAX EXEMPT
Bnos Zıon of Bobov	5000 14th Avenue	Brooklyn, New York 11219	400,000 00	NONE	CHARITABLE	TAX EXEMPT
Bnos Zıon of Bobov	5000 14th Avenue	Brooklyn, New York 11219	100,000 00	NONE	CHARITABLE	TAX EXEMPT
Bnos Zıon of Bobov	5000 14th Avenue	Brooklyn, New York 11219	100,000 00	NONE	CHARITABLE	TAX EXEMPT
Bnos Zıon of Bobov	5000 14th Avenue	Brooklyn, New York 11219	100,000 00	NONE	CHARITABLE	TAX EXEMPT
Bnos Zıon of Bobov	5000 14th Avenue	Brooklyn, New York 11219	100,000 00	NONE	CHARITABLE	TAX EXEMPT
Boneı Olam	1755 46th Street	Brooklyn, New York 11204	3,600 00	NONE	CHARITABLE	TAX EXEMPT
Catskılls Hatzalah	1340 East 9th Street	Brooklyn, New York 11230	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shımon	860 44th Street	Brooklyn, New York 11220	4,000 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shımon	860 44th Street	Brooklyn, New York 11220	3,500 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shımon	860 44th Street	Brooklyn, New York 11220	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shımon	860 44th Street	Brooklyn, New York 11220	2,000 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shımon	860 44th Street	Brooklyn, New York 11220	2,500 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shlomo	4715 15th Avenue	Brooklyn, New York 11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Chasdeı Shlomo	4715 15th Avenue	Brooklyn, New York 11219	360 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Beıs Menachem	1814 55th Street	Brooklyn, New York 11204	2,600 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Chesed of Belz	1519 39th Street	Brooklyn, New York 11218	20,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Chesed of Belz	1519 39th Street	Brooklyn, New York 11218	25,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Chesed of Belz	1519 39th Street	Brooklyn, New York 11218	25,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Kıpas Mamudas Lelov			25,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Lechem L'Sova			25,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Noam Elımelech	1402 59th Street	Brooklyn, New York 11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Ohel Torah	172 Rodney Street	Brooklyn, New York 11211	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	400 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	7,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	2,500 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zıon	4715 15th Avenue	Brooklyn, New York 11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Sharı Zion D'Bobov	4715 15th Avenue	Brooklyn, New York 11219	15,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Toldos Yıtchok	5109 18th Street	Brooklyn, New York 11204	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Yashreısh Yakov	1532 41st Street	Brooklyn, New York 11218	25,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Zıchron Shlomo	5014 16th Ave, Ste 132	Brooklyn, New York 11204	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Congregatıon Zıchron Shlomo	5014 16th Ave, Ste 132	Brooklyn, New York 11204	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Zıchron Shlomo	5015 16th Ave, Ste 132	Brooklyn, New York 11205	3,600 00	NONE	CHARITABLE	TAX EXEMPT
Federatıon of Jewısh Communıtıes	580 5th Avenue	New York, New York 10036	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Gmach Pinas Yıkaas	1230 42nd Street	Brooklyn, New York 11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Hachuna Ladfus	1565 44th Street	Brooklyn, New York 11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Hachuna Ladfus	1565 44th Street	Brooklyn, New York 11219	2,000 00	NONE	CHARITABLE	TAX EXEMPT
Kahal Chasıdeı Bobov	4715 15th Avenue	Brooklyn, New York 11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Kerem Shlomo Research Instıtute	1560 48th Street	Brooklyn, New York 11219	2,500 00	NONE	CHARITABLE	TAX EXEMPT

The Rubin Family Foundation, Inc.

2010 Charitable Listing

EIN: 11-3047773

Payable to	Address		Amount	Relationship	Purpose	Status
Keren Chaim Shmiel	4403 15th Avenue	Brooklyn, New York 11219	20,000 00	NONE	CHARITABLE	TAX EXEMPT
Keren Chaim Shmiel	4403 15th Avenue	Brooklyn, New York 11219	25,000 00	NONE	CHARITABLE	TAX EXEMPT
Keren Chasanim D'Bobov	1736 55th Street	Brooklyn, New York 11204	3,000 00	NONE	CHARITABLE	TAX EXEMPT
Keren Ohr Chaim	1461 43rd Street	Brooklyn, New York 11219	15,000 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Zichron Chaim	1533 48th Street	Brooklyn, New York 11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Zichron Chaim	1533 48th Street	Brooklyn, New York 11219	20,000 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Zichron Chaim	1533 48th Street	Brooklyn, New York 11219	10,000 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Zichron Chaim	1533 48th Street	Brooklyn, New York 11219	20,000 00	NONE	CHARITABLE	TAX EXEMPT
Koli Shema	199 Lee Avenue	Brooklyn, New York 11211	2,500 00	NONE	CHARITABLE	TAX EXEMPT
Kollel Avreichim D'Chassidai Gur	1573 51st Street	Brooklyn, New York 11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Kollel Avreichim D'Chassidai Gur	1573 51st Street	Brooklyn, New York 11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Kollel Avreichim D'Chassidai Gur	1573 51st Street	Brooklyn, New York 11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Kollel Avreichim D'Chassidai Gur	1573 51st Street	Brooklyn, New York 11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Machna Gila	5335 Rt. 55	Liberty, New York 12754	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Mesamche Lev	51 Ross Street	Brooklyn, New York 11211	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Mesifta Eitz Chaim	1577 58th Street	Brooklyn, New York 11219	3,000 00	NONE	CHARITABLE	TAX EXEMPT
Mifal Ezra Zichron Yehida	54 Skillman Street	Brooklyn, New York 11205	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Od Yosef Chai	18 New County Rd	Monsey, New York 10952	2,000 00	NONE	CHARITABLE	TAX EXEMPT
Ozer Dalim Family Assistance	37 Satmar Dr, Unit 202	Monroe, New York 10950	10,000 00	NONE	CHARITABLE	TAX EXEMPT
Ohel Children's Home	4510 16th Street	Brooklyn, New York 11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Scharg's Judaica	4904 16th Avenue	Brooklyn, New York 11219	950 00	NONE	CHARITABLE	TAX EXEMPT
Yaldai Zion	4802 48th Street	Brooklyn, New York	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Yaldai Zion	4802 48th Street	Brooklyn, New York	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Beis Meir	1327 38th Street	Brooklyn, New York 11218	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Eitz Chaim			5,000 00	NONE	CHARITABLE	TAX EXEMPT
			1,455,410 00			

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
PARTNERSHIP INCOME	532000	-933,377.	18	43,292.	
BOOK/TAX DIFFERENCE				-121,961.	
NET RENTAL LOSS				-15,506.	
OTHER INCOME				2.	
NONDIVIDEND DISTRIBUTIONS				296.	
ROYALTIES				1,041.	
TOTALS		-933,377.		-92,836.	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust	Employer identification number
THE RUBIN FAMILY FOUNDATION, INC.	11-3047773

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	165,005.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	165,005.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	330,683.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	330,683.

Part III **Summary of Parts I and II** Caution: *Read the instructions before completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			165,005.
14 **Net long-term gain or (loss):**				
a Total for year	14a			330,683.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			495,688.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if.*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18				
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19				
20	Add lines 18 and 19	20				
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21				
22	Subtract line 21 from line 20. If zero or less, enter -0-			22		
23	Subtract line 22 from line 17 If zero or less, enter -0-			23		
24	Enter the **smaller** of the amount on line 17 or $2,300			24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25		
26	Subtract line 25 from line 24			26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28		
29	Subtract line 28 from line 27			29		
30	Multiply line 29 by 15% (15)				30	
31	Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				31	
32	Add lines 30 and 31				32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)				34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: THE RUBIN FAMILY FOUNDATION, INC.

Employer identification number: 11-3047773

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 21.776 BURLINGTON NORTHERN SANTA FE	07/01/2009	02/17/2010	2,178.	1,810.	368.
8.213 BANK OF AMERICA CORP	06/26/2009	03/04/2010	135.	120.	15.
5000 CITIGROUP INC	09/15/2009	03/04/2010	17,229.	21,404.	-4,175.
1003.1202 DIREXIONSHARES	03/25/2009	02/05/2010	63,392.	31,275.	32,117.
3.48 UNITED STATES STEEL CORP	06/10/2009	03/04/2010	197.	150.	47.
CAPITAL GAINS THROUGH K-1S -ST			26,568.		26,568.
1256 CAPITAL GAINS FROM K-1S (ST)			114,194.		114,194.
SECTION 1231 LOSS FROM K-1				4,129.	-4,129.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 165,005.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2010**

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1500 BURLINGTON NORTHN SANTA	04/22/2003	02/17/2010	150,000.	90,352.	59,648.
5000 DOLLAR THRIFTY AUTOMOTIVE	09/25/2007	04/07/2010	170,506.	115,364.	55,142.
4000 BANK OF AMERICA CORP	10/08/2008	03/04/2010	65,521.	40,942.	24,579.
5000 CITIGROUP INC	02/20/2009	03/04/2010	17,229.	10,056.	7,173.
4000 DRYSHIPS INC	02/20/2009	03/04/2010	22,152.	14,477.	7,675.
1001.596 RADIAN GROUP INC	10/07/2008	03/04/2010	10,149.	4,238.	5,911.
1000 UNITED STATES STEEL CORP	10/07/2008	03/04/2010	56,643.	59,675.	-3,032.
CAPITAL GAINS THROUGH K-1S -LT			51,483.		51,483.
1256 CAPITAL GAINS FROM K-1S (LT)			171,292.		171,292.
K1 CAP GAINS ALLOCATED TO 990T				16,516.	-16,516.
WF CAP GAINS ALLOCATED TO 990T				32,672.	-32,672.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					330,683.

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