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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

**2012**

**Open to Public Inspection**

**For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012**

Name of foundation
THE RUBIN FAMILY FOUNDATION INC

% THE RUBIN FAMILY FOUNDATION

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

Room/suite

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

**A Employer identification number**
11-3047773

**B** Telephone number (see instructions)

**C** If exemption application is pending, check here ☐

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

**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)* ▶$ 23,321,985

**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) (see 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) | 550,000 | | | |
| | 2 | Check ▶ ☐ if the foundation is **not** required to attach Sch B | | | | |
| | 3 | Interest on savings and temporary cash investments | 13,158 | 13,158 | | |
| | 4 | Dividends and interest from securities | 179,292 | 179,031 | | |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) ____ | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | 1,582,642 | | | |
| | b | Gross sales price for all assets on line 6a 4,003,645 | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 1,568,392 | | |
| | 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) | -1,254,228 | 30,084 | | |
| | 12 | **Total.** Add lines 1 through 11 | 1,070,864 | 1,790,665 | | |
| 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) | 19,510 | 9,755 | 0 | 9,755 |
| | c | Other professional fees (attach schedule) | | | | |
| | 17 | Interest | 25,671 | 25,671 | | |
| | 18 | Taxes (attach schedule) (see instructions) | 5,776 | | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | | | | |
| | 22 | Printing and publications | | | | |
| | 23 | Other expenses (attach schedule) | 140,962 | 138,407 | | 750 |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 191,919 | 173,833 | 0 | 10,505 |
| | 25 | Contributions, gifts, grants paid | 1,341,700 | | | 1,341,700 |
| | 26 | **Total expenses and disbursements.** Add lines 24 and 25 | 1,533,619 | 173,833 | 0 | 1,352,205 |
| | 27 | Subtract line 26 from line 12 | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -462,755 | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 1,616,832 | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

**Part II** **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )

| | | | Beginning of year | End of year | |
|---|---|---|---|---|---|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash—non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | 4,662,948 | 3,766,541 | 3,766,541 |
| | 3 | Accounts receivable ▶<br>Less allowance for doubtful accounts ▶ | | | |
| | 4 | Pledges receivable ▶<br>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) ▶<br>Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments—U S and state government obligations (attach schedule) | | | |
| | b | Investments—corporate stock (attach schedule) | 8,457,426 | 7,782,178 | 8,072,441 |
| | c | Investments—corporate bonds (attach schedule) | | | |
| | 11 | Investments—land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 | Investments—mortgage loans | | | |
| | 13 | Investments—other (attach schedule) | 5,284,553 | 9,598,061 | 9,598,061 |
| | 14 | Land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶ | | | |
| | 15 | Other assets (describe ▶ ) | 94 | 1,884,942 | 1,884,942 |
| | 16 | **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I) | 18,405,021 | 23,031,722 | 23,321,985 |
| 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 ▶ ) | | 5,089,456 | |
| | 23 | **Total liabilities** (add lines 17 through 22) | | 5,089,456 | |
| Net Assets or Fund Balances | | **Foundations that follow SFAS 117, check here** ▶ ☐<br>**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** ▶ ☑<br>**and complete lines 27 through 31.** | | | |
| | 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 | 18,405,021 | 17,942,266 | |
| | 30 | **Total net assets or fund balances** (see page 17 of the instructions) | 18,405,021 | 17,942,266 | |
| | 31 | **Total liabilities and net assets/fund balances** (see page 17 of the instructions) | 18,405,021 | 23,031,722 | |

**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 | 18,405,021 |
| 2 | Enter amount from Part I, line 27a | 2 | -462,755 |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 17,942,266 |
| 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 | 17,942,266 |

## 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 Additional Data Table | | | |
| 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 | See Additional Data Table | | | |
| 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 | See Additional Data Table | | | |
| 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 | 1,568,392 |
| 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 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)) |
|---|---|---|---|
| 2011 | 986,532 | 21,617,486 | 0 045636 |
| 2010 | 1,460,476 | 21,066,189 | 0 069328 |
| 2009 | 835,543 | 17,787,896 | 0 046973 |
| 2008 | 491,162 | 21,358,163 | 0 022996 |
| 2007 | 461,609 | 27,050,368 | 0 017065 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d). | 2 | 0 201998 |
| 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 0404 |
| 4 | Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. | 4 | 20,875,264 |
| 5 | Multiply line 4 by line 3. | 5 | 843,361 |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b). | 6 | 16,168 |
| 7 | Add lines 5 and 6. | 7 | 859,529 |
| 8 | Enter qualifying distributions from Part XII, line 4. | 8 | 1,352,205 |

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 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 letter if necessary–see instructions)** | | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b | | | 1 | 16,168 |
| 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 | 16,168 |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | | 4 | |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- | | | 5 | 16,168 |
| 6 | Credits/Payments | | | | |
| a | 2012 estimated tax payments and 2011 overpayment credited to 2012 | 6a | 10,279 | | |
| b | Exempt foreign organizations—tax withheld at source | 6b | | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 10,000 | | |
| d | Backup withholding erroneously withheld | 6d | | | |
| 7 | Total credits and payments Add lines 6a through 6d | | | 7 | 20,279 |
| 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 | 4,111 |
| 11 | Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ | 4,111 | **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 | | No |
| 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 | | No |
| | *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 | | No |
| 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 | | No |
| 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 | | No |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | Yes | |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | Yes | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.* | 5 | | No |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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 | | No |
| 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 | Yes | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see 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 | Yes | |
| 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | No |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | No |

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

| | | | | |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). | 11 | | No |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | No |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | Yes | |

Website address ▶

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 |

| | | | | |
|---|---|---|---|---|
| 16 | At any time during calendar year 2012, 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 | | No |

See 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 20 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 2012? | 1c | | No |
| 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No | | | |
| | If "Yes," list the years ▶ 20____, 20____, 20____, 20____ | | | |
| 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 ) | 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 ▶ 20____, 20____, 20____, 20____ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No | | | |
| b | If "Yes," did it have excess business holdings in 2012 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 2012.)* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | No |
| 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 2012? | 4b | | No |

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

| | | | | |
|---|---|---|---|---|
| **5a** | During the year did the foundation pay or incur any amount to | | | |
| | **(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No | | | |
| | **(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No | | | |
| | **(3)** Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No | | | |
| | **(4)** Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No | | | |
| | **(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No | | | |
| **b** | If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? | **5b** | | |
| | 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 | | | |
| | *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** | | **No** |
| | *If "Yes" to 6b, file Form 8870.* | | | |
| **7a** | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No | | | |
| **b** | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | **7b** | | **No** |

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

| **(a)** Name and address | **(b)** Title, and average hours per week devoted to position | **(c)** Compensation **(If not paid, enter -0-)** | **(d)** Contributions to employee benefit plans and deferred compensation | **(e)** Expense account, other allowances |
|---|---|---|---|---|
| See Additional Data Table | | | | |
| | | | | |
| | | | | |
| | | | | |

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

| **(a)** Name and address of each employee paid more than $50,000 | **(b)** Title, and average hours per week devoted to position | **(c)** Compensation | **(d)** Contributions to employee benefit plans and deferred compensation | **(e)** Expense account, other allowances |
|---|---|---|---|---|
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| **Total** number of other employees paid over $50,000 ▶ | | | | 0 |

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

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

| **(a)** Name and address of each person paid more than $50,000 | **(b)** Type of service | **(c)** Compensation |
|---|---|---|
| | | |
| | | |
| | | |
| | | |
| | | |
| **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 | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| **1** NOT APPLICABLE | |
| **2** | |
| All other program-related investments See page 24 of the instructions | |
| **3** | |
| **Total.** Add lines 1 through 3. . . . . . . . . . . . . . . . . . . . . . . . . . ▶ | |

**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 | 8,036,163 |
| b | Average of monthly cash balances | 1b | 3,792,281 |
| c | Fair market value of all other assets (see instructions) | 1c | 9,364,717 |
| d | **Total** (add lines 1a, b, and c) | 1d | 21,193,161 |
| 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 | 21,193,161 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 317,897 |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 20,875,264 |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 1,043,763 |

**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 | 1,043,763 |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | 2a | 16,168 | | |
| b | Income tax for 2012 (This does not include the tax from Part VI ) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 16,168 |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | | | 3 | 1,027,595 |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | |
| 5 | Add lines 3 and 4 | | | 5 | 1,027,595 |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | |
| 7 | **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | | | 7 | 1,027,595 |

**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 | 1,352,205 |
| 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 | 1,352,205 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) | 5 | 16,168 |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 1,336,037 |

**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 2011 | (c) 2011 | (d) 2012 |
|---|---|---|---|---|
| **1** Distributable amount for 2012 from Part XI, line 7 | | | | 1,027,595 |
| **2** Undistributed income, if any, as of the end of 2012 | | | | |
| **a** Enter amount for 2011 only. . . . . . . | | | 399,798 | |
| **b** Total for prior years 2010 , 2009 , 2008 | | | | |
| **3** Excess distributions carryover, if any, to 2012 | | | | |
| **a** From 2007. . . . . . . | | | | |
| **b** From 2008. . . . . . . | | | | |
| **c** From 2009. . . . . . . | | | | |
| **d** From 2010. . . . . . . | | | | |
| **e** From 2011. . . . . . . 0 | | | | |
| **f Total** of lines 3a through e. . . . . . . . . . | 0 | | | |
| **4** Qualifying distributions for 2012 from Part XII, line 4 ► $ 1,352,205 | | | | |
| **a** Applied to 2011, but not more than line 2a | | | 399,798 | |
| **b** Applied to undistributed income of prior years (Election required—see instructions). . . . . . | | | | |
| **c** Treated as distributions out of corpus (Election required—see instructions). . . . . . . . . | | | | |
| **d** Applied to 2012 distributable amount. . . . . | | | | 952,407 |
| **e** Remaining amount distributed out of corpus | 0 | | | |
| **5** Excess distributions carryover applied to 2012 *(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 instructions . . . . . . . . . . . . | | | | |
| **e** Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . . . . . . . . . . . . | | | | |
| **f** Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . . . . . . . . | | | | 75,188 |
| **7** Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . . . . . . . . . . . | | | | |
| **8** Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . | | | | |
| **9 Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a . . . . . . | 0 | | | |
| **10** Analysis of line 9 | | | | |
| **a** Excess from 2008. . . . | | | | |
| **b** Excess from 2009. . . . | | | | |
| **c** Excess from 2010. . . . | | | | |
| **d** Excess from 2011. . . . | | | | |
| **e** Excess from 2012. . . . 0 | | | | |

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

| | Tax year | Prior 3 years | | | (e) Total |
|---|---|---|---|---|---|
| | **(a)** 2012 | **(b)** 2011 | **(c)** 2010 | **(d)** 2009 | |
| **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 organization had $5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2) )

LIEBEL 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

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

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

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

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

**c** Any submission deadlines

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

**Part XV Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>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 ATTACHED STATEMENT<br>SEE ATTACHED<br>SEE ATTACHED, NY 10007 | NONE | EXEMPT | CHARITABLE | 1,341,700 |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3a** | | | | 1,341,700 |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3b** | | | | |

## 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 (See instructions ) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 13,158 | |
| 4 Dividends and interest from securities | 900099 | 261 | 14 | 179,031 | |
| 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 | 900099 | 14,250 | 18 | 1,568,392 | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a PARTNERSHIP INCOME | 532000 | -1,321,159 | 18 | 31,689 | |
| b BOOK/TAX DIFFERENCE | | | 18 | 36,847 | |
| c NET RENTAL LOSS | | | 16 | -3,571 | |
| d OTHER INCOME | | | 18 | 42 | |
| e ROYALTIES | | | | 1,924 | |
| 12 Subtotal Add columns (b), (d), and (e) | | -1,306,648 | | 1,827,512 | |

**13 Total.** Add line 12, columns (b), (d), and (e) . . . . . **13** 520,864

(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) (See instructions ) |
|---|---|
| | |

## 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) | | No |
| (2) Other assets | 1a(2) | | No |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | No |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | No |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | No |
| (4) Reimbursement arrangements | 1b(4) | | No |
| (5) Loans or loan guarantees | 1b(5) | | No |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | No |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | No |

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 |
|---|---|---|---|
| | | | |

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

****** | 2013-11-12 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr )? ☐ Yes ☐ No

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's Signature | Date | Check if self-employed ☐ | PTIN |
|---|---|---|---|---|
| Firm's name ▶ | Brand Sonnenschine LLP | | Firm's EIN ▶ | |
| Firm's address ▶ | 299 Broadway Suite 600<br>New York, NY 10007 | | Phone no (212) 219-0220 | |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

| **(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 ) |
|---|---|---|---|
| 12000 GROUP 1 AUTOMOTIVE INC | P | 2012-02-10 | 2012-04-27 |
| 3000 GROUP 1 AUTOMOTIVE INC | P | 2011-01-11 | 2012-04-17 |
| 3000 FUTUREMED HEALTHCARE PRODS CORP UNITS | P | 2010-12-03 | 2012-03-13 |
| 18000 GROUP 1 AUTOMOTIVE INC | P | 2005-11-01 | 2012-04-17 |
| 2000 LEHMAN BROTHERS HOLDINGS | P | 2006-02-24 | 2012-03-09 |
| 194 777 HOME DEPOT INC | P | 2011-09-15 | 2012-08-20 |
| 49 422 IRON MTN INC PA | P | 2011-10-14 | 2012-08-20 |
| 127 471 HOME DEPOT INC | P | 2011-03-24 | 2012-08-20 |
| 14 212 IRON MTN INC PA | P | 2011-07-15 | 2012-08-20 |
| 9280 526 HOME DEPOT INC | P | 2010-12-03 | 2012-08-20 |
| 2000 IRON MTN INC PA | P | 2011-05-12 | 2012-08-20 |
| 5445 674 ALLIANCE BERNSTEIN GLOBAL DIVERSIFIED STRATEGIES | P | 2006-01-03 | 2012-07-02 |
| CAPITAL GAINS THROUGH K-1S ST - SEE ATT D-1 1 | P | 2012-01-02 | 2012-12-31 |
| CAPITAL GAINS THROUGH K-1S LT - SEE ATT D-1 1 | P | 2011-01-02 | 2012-12-31 |
| SECTION 1231 LOSS FROM K-1 - SEE ATT D-1 1 | P | 2012-01-02 | 2012-12-31 |
| 1256 CAPITAL GAINS FROM K-1 ST - SEE ATT D-1 1 | P | 2012-01-02 | 2012-12-31 |
| 1256 CAPITAL GAINS FROM K-1 LT - SEE ATT D-1 1 | P | 2011-01-02 | 2012-12-31 |
| OTHER LONG TERM CAPITAL GAINS | P | 2011-01-02 | 2012-12-31 |
| CAPITAL GAIN DIVIDENDS | P | | |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

| **(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) |
|---|---|---|---|
| 708,294 | | 665,613 | 42,681 |
| 177,434 | | 118,649 | 58,785 |
| 24,639 | | 19,225 | 5,414 |
| 1,064,624 | | 584,893 | 479,731 |
| | | 148,811 | -148,811 |
| 10,922 | | 7,869 | 3,053 |
| 1,645 | | 1,523 | 122 |
| 7,151 | | 4,656 | 2,495 |
| 473 | | 500 | -27 |
| 520,660 | | 317,515 | 203,145 |
| 66,564 | | 65,975 | 589 |
| 724,496 | | 500,000 | 224,496 |
| 201,639 | | | 201,639 |
| 13,678 | | | 13,678 |
| | | 24 | -24 |
| 189,201 | | | 189,201 |
| 283,800 | | | 283,800 |
| 66 | | | 66 |
| | | | 8,359 |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h)) |
|---|---|---|---|
| **(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 | |
| | | | 42,681 |
| | | | 58,785 |
| | | | 5,414 |
| | | | 479,731 |
| | | | -148,811 |
| | | | 3,053 |
| | | | 122 |
| | | | 2,495 |
| | | | -27 |
| | | | 203,145 |
| | | | 589 |
| | | | 224,496 |
| | | | 201,639 |
| | | | 13,678 |
| | | | -24 |
| | | | 189,201 |
| | | | 283,800 |
| | | | 66 |
| | | | |

**Form 990PF Part VIII Line 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 |
|---|---|---|---|---|
| LIEBEL RUBIN<br>1441 59TH STREET<br>BROOKLYN, NY 11219 | PRESIDENT<br>0 | 0 | 0 | 0 |
| DOROTHY RUBIN<br>1441 59TH STREET<br>BROOKLYN, NY 11219 | VICE PRES<br>0 | 0 | 0 | 0 |
| SOLOMON RUBIN<br>1441 59TH STREET<br>BROOKLYN, NY 11219 | DIRECTOR<br>0 | 0 | 0 | 0 |
| SARA HELLER<br>1441 59TH STREET<br>BROOKLYN, NY 11219 | DIRECTOR<br>0 | 0 | 0 | 0 |
| MARVIN RUBIN<br>1441 59TH STREET<br>BROOKLYN, NY 11219 | DIRECTOR<br>0 | 0 | 0 | 0 |

# 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

**2012**

| 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, total 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 total 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 Part I, 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) Use duplicate copies of Part I if additional space is needed

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|---|---|---|---|
| 1 | LIEBEL RUBIN<br>1441 59TH ST<br>BROOKLYN, NY 11219 | $ 550,000 | Person ☑<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |

**Name of organization**
THE RUBIN FAMILY FOUNDATION INC

**Employer identification number**
11-3047773

**Part II** Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

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

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

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

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

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

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

**Name of organization**
THE RUBIN FAMILY FOUNDATION INC

**Employer identification number**
11-3047773

**Part III** ***Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions ) ▶ $
Use duplicate copies of Part III if additional space is needed

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP 4 | Relationship of transferor to transferee |
|---|---|
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP 4 | Relationship of transferor to transferee |
|---|---|
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP 4 | Relationship of transferor to transferee |
|---|---|
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP 4 | Relationship of transferor to transferee |
|---|---|
| | |

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

# TY 2012 Depreciation Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

# TY 2012 Investments Corporate Stock Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|---|---|---|
| 176,920 METBANK HOLDING CORP | 1,429,738 | 1,429,738 |
| THIRD AVENUE VALUE FUND | 236,080 | 203,138 |
| WF #1709 STOCKS - SEE ATT. 7.1 | 270,854 | 246,509 |
| WF #4310 STOCKS - SEE ATT. 7.2 | 2,282,959 | 2,617,226 |
| WF #4310 MUTUAL FDS - ATT. 7.3 | 3,562,547 | 3,575,830 |

# TY 2012 Investments - Other Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|---|---|---|---|
| FACTORY MEMBER LLC | | | |
| SANFORD BERNSTEIN ABSOLUTE | | | |
| RETURN FUND | | | |
| 30TH PLACE MEZZANINE OWNER LLC | | | |
| LANX FUND LP | | | |
| RUBICON PARTNERS LP | | 2,035,331 | 2,035,331 |
| LONGVIEW FUND, L.P. | | 530,532 | 530,532 |
| PETUNIA LLC | | 3,522,816 | 3,522,816 |
| YEDID ADVANTAGE FUND | | 1,281,740 | 1,281,740 |
| RUBICON PARTNERS IV | | 227,642 | 227,642 |
| PLATINUM PARTNERS | | 2,000,000 | 2,000,000 |

# TY 2012 Land, Etc. Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

# TY 2012 Other Assets Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Description | Beginning of Year - Book Value | End of Year - Book Value | End of Year - Fair Market Value |
|---|---|---|---|
| DIVIDENDS RECEIVABLE | 94 | | |
| HEDGE FUND HOLDBACK | | 14,490 | 14,490 |
| DISTRIBUTION RECEIVABLE - LANX | | 1,870,452 | 1,870,452 |

# TY 2012 Other Expenses Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|---|---|---|---|---|
| PORTFOLIO EXPENSES | 138,185 | 138,185 | | |
| BANK CHARGES | 222 | 222 | | |
| NON-DEDUCTIBLE EXPENSES PER K1 | 1,805 | | | |
| FILING FEES | 750 | | | 750 |

# TY 2012 Other Income Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Description | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|---|---|---|---|
| INCOME/LOSS FROM PARTNERSHIPS | -1,289,470 | 31,689 | |
| RENTAL INCOME | -3,571 | -3,571 | |
| BOOK/TAX DIFFERENCES | 36,847 | | |
| ROYALTY INCOME | 1,924 | 1,924 | |
| MISCELLANEOUS INCOME | 42 | 42 | |

# TY 2012 Other Liabilities Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Description | Beginning of Year - Book Value | End of Year - Book Value |
|---|---|---|
| FACTORY MEMBER LLC | | 1,161,627 |
| 30TH PLACE MEZZANINE | | 3,927,829 |

# TY 2012 Taxes Schedule

**Name:** THE RUBIN FAMILY FOUNDATION INC

**EIN:** 11-3047773

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|---|---|---|---|---|
| FOREIGN TAXES | 5,526 | | | |
| NYS CORPORATE TAXES | 250 | | | |

Rubin Family Foundation
Capital Gains Reconciliation
12/31/2012

| | | Short Term | Long Term |
|---|---|---|---|
| K-1s | | | |
| | The Lanx Fund, LP | 200,897 | 105,856 |
| | Rubicon Partners LP | 8 | 192,982 |
| | Longview Fund, L P | 663 | (285,160) |
| | Rubicon Partners IV, LP | 71 | - |
| | | **201,639** | **13,678** |
| | The Lanx Fund, LP - Section 1231 | **(24)** | **-** |
| | The Lanx Fund, LP - Section 1256 | (1,112) | (1,669) |
| | Yedid Advantage Fund - Section 1256 | 190,313 | 285,469 |
| | | **189,201** | **283,800** |
| | TOTAL THRU K-1s | **390,816** | **297,478** |

**The Rubin Family Foundation, Inc**
**2012 Charitable Listing**
**EIN 11-3047773**

| Payable to | Address | | | | Amount | Relationship | Purpose | Status |
|---|---|---|---|---|---|---|---|---|
| Ameder Zion | 1577 48th Street | Brooklyn | New York | 11219 | 1,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Ameder Zion | 1577 48th Street | Brooklyn | New York | 11219 | 30,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Ameder Zion | 1577 48th Street | Brooklyn | New York | 11219 | 30,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Ameder Zion | 1577 48th Street | Brooklyn | New York | 11219 | 40,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Ameder Zion of Bobov, Inc | 1533 48th Street | Brooklyn | New York | 11219 | 40,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Bobov Yeshiva Bnei Zion | 1533 48th Street | Brooklyn | New York | 11219 | 10,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Bonei Olam | 1755 46th Street | Brooklyn | New York | 11204 | 10,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Chararim Makshivima | 4206 15th Avenue | Brooklyn | New York | 11219 | 5,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Ahavas Tzeduka V'Chesed | 1347 42nd Street | Brooklyn | New York | 11218 | 5,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Ahavas Tzeduka V'Chesed | 1347 42nd Street | Brooklyn | New York | 11218 | 3,600.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Ahavas Tzeduka V'Chesed | 1347 42nd Street | Brooklyn | New York | 11218 | 36,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Ahavas Tzeduka V'Chesed | 1347 42nd Street | Brooklyn | New York | 11218 | 10,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Bnei Pinchus | 3054 Bedford Avenue | Brooklyn | New York | 11210 | 500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Bnei Yerushadyim | 199 Lee Avenue | Brooklyn | New York | 11211 | 36,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Bnei Yerushadyim | 199 Lee Avenue | Brooklyn | New York | 11211 | 36,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Bnei Yerushadyim | 199 Lee Avenue | Brooklyn | New York | 11211 | 50,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Bnei Yoel | 411 County Road 105 | Monroe | New York | 10950 | 50,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Chesed of Belz | 1519 39th Street | Brooklyn | New York | 11218 | 30,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Chesed of Belz | 1519 39th Street | Brooklyn | New York | 11218 | 30,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Chesed of Belz | 1519 39th Street | Brooklyn | New York | 11218 | 25,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Cheshek Shlomo | 1729 45th Street | Brooklyn | New York | 11204 | 5,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Cheshek Shlomo | 1729 45th Street | Brooklyn | New York | 11204 | 15,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Cheshek Shlomo | 1729 45th Street | Brooklyn | New York | 11204 | 5,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Kahal Vyashkeim Avrohom | 531 Flushing Avenue | Brooklyn | New York | 11205 | 120,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Keren Chaim Shmiel | 4403 15th Avenue | Brooklyn | New York | 11219 | 25,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Keren Chaim Shmiel | 4403 15th Avenue | Brooklyn | New York | 11219 | 25,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Mital Ezra Zichron Yehuda | 1135 56th Street | Brooklyn | New York | 11219 | 1,800.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation of Divrei Yoel | 2 Lorimer Street | Brooklyn | New York | 11206 | 50,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 3,600.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 1,500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 5,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 1,700.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 1,800.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 72,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 9,300.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Sharr Zion D'Bobov | 4715 15th Avenue | Brooklyn | New York | 11219 | 100,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Talmideim | 1832 60th Street | Brooklyn | New York | 11204 | 1,500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Toldos Odom | 1511 50th Street | Brooklyn | New York | 11219 | 126,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Yalder Zion | 4803 15th Avenue | Brooklyn | New York | 11219 | 10,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Congregation Yalder Zion | 4803 15th Avenue | Brooklyn | New York | 11219 | 8,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Gerer Yeshiva | 5407 16th Avenue | Brooklyn | New York | 11204 | 2,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Gmach Pinas Yikaas | 1230 42nd Street | Brooklyn | New York | 11219 | 1,500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Kali Shemia | 199 Lee Avenue | Brooklyn | New York | 11211 | 2,500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Keren Chasanim D'Bobov | 1736 55th Street | Brooklyn | New York | 11204 | 7,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Keren Ohr Chaim | 1424 49th Street | Brooklyn | New York | 11219 | 18,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Kolel Chibas Jerusalem | 4802-A 12th Avenue | Brooklyn | New York | 11219 | 1,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Kollel Gur | 1573 51st Street | Brooklyn | New York | 11219 | 500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Kollel Gur | 1573 51st Street | Brooklyn | New York | 11219 | 500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Kollel Gur | 1573 51st Street | Brooklyn | New York | 11219 | 500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mekimi | 1274 49th Street | Brooklyn | New York | 11219 | 8,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mesifta Eitz Chaim | 1577 48th Street | Brooklyn | New York | 11219 | 3,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mital Ezra Zichron Yehuda | 1135 56th Street | Brooklyn | New York | 11219 | 1,800.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mital Ezra Zichron Yehuda | 1135 56th Street | Brooklyn | New York | 11219 | 18,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mital Ezra Zichron Yehuda | 1135 56th Street | Brooklyn | New York | 11219 | 36,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mosdos Krula | 127 Wallabout Street | Brooklyn | New York | 11206 | 75,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mosdos Torah V'yeriah | 207 Lee Avenue | Brooklyn | New York | 11211 | 36,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Mosdos Torah V'yeriah | 207 Lee Avenue | Brooklyn | New York | 11211 | 50,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Ohel Children's Home | 4510 16th Street | Brooklyn | New York | 11219 | 1,200.00 | NONE | CHARITABLE | TAX EXEMPT |
| RCCS - Rofeh Cholim Cancer Society | 762 Bedford Avenue | Brooklyn | New York | 11205 | 3,600.00 | NONE | CHARITABLE | TAX EXEMPT |
| Willow Brook Community Kollel | 90 Rupert Ave | Staten Island | New York | 10314 | 1,200.00 | NONE | CHARITABLE | TAX EXEMPT |
| Yeshid Kol Arya | 183 Wilson Street | Brooklyn | New York | 11211 | 3,600.00 | NONE | CHARITABLE | TAX EXEMPT |
| Yeshiva Machzekei Hadas, Inc | 4107 16th Avenue | Brooklyn | New York | 11204 | 2,500.00 | NONE | CHARITABLE | TAX EXEMPT |
| Yeshiva Mesoras Avos | 23 Congress Street S | Lakewood | New Jersey | 08701 | 1,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| Ziv Yisroel | 1554 46th Street | Brooklyn | New York | 11219 | 2,000.00 | NONE | CHARITABLE | TAX EXEMPT |
| | | | | | 1,341,700.00 | | | |

RUBIN FAMILY FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 3957-1709

# Portfolio detail

## Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N A and (if amounts exceed $250,000) at one or more other Wells Fargo affiliated banks These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to $250,000 per depositor, per institution, 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 | 35 48 | 0 03 | 135,581 70 | 40 67 |
| Interest Period 12/01/12 - 12/31/12 | | | | |
| **Total Cash and Sweep Balances** | **35.48** | | **$135,581.70** | **$40.67** |

* APYE 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 earned is expressed as an annualized rate, based on a 365 day year

## 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| CITIGROUP INC NEW | | | | | | | | | |
| C | | | | | | | | | |
| On Reinvestment | | | | | | | | | |
| Acquired 08/12/09 L nc | | 2,500 | 39 40 | 98,605 00 | | 98,899 98 | 294 98 | | |
| Acquired 10/16/09 L nc | | 2,500 | 46 40 | 116,100 00 | | 98,900 00 | -17,200 00 | | |
| Reinvestments L nc | | 5 09400 | 29 45 | 150 04 | | 201 53 | 51 49 | | |
| Reinvestments S | | 6 51900 | 30 72 | 200 31 | | 257 90 | 57 59 | | |
| **Total** | **51.89** | **5,011.61300** | | **$215,055.35** | **39 5600** | **$198,259.41** | **-$16,795.94** | **$200.46** | **0 10** |
| CUMULUS MEDIA | | | | | | | | | |
| CMLS | | | | | | | | | |
| Acquired 01/13/12 S | | 2,800 | 3 75 | 10,553 20 | | 7,476 00 | -3,077 20 | | |
| Acquired 01/13/12 S | | 1,200 | 3 74 | 4,519 20 | | 3,204 00 | -1,315 20 | | |
| Acquired 01/13/12 S | | 1,000 | 3 74 | 3,764 00 | | 2,670 00 | -1,094 00 | | |
| **Total** | **3.49** | **5,000** | | **$18,836.40** | **2.6700** | **$13,350.00** | **-$5,486.40** | **N/A** | **N/A** |
| ENTERCOM COMMUNICATIONS CORP | | | | | | | | | |
| ETM | | | | | | | | | |
| Acquired 01/13/12 S | | 1,900 | 7 38 | 14,071 40 | | 13,262 00 | -809 40 | | |
| Acquired 01/13/12 S | | 1,600 | 7 36 | 11,812 80 | | 11,168 00 | -644 80 | | |

WELLS FARGO ADVISORS



RUBIN FAMILY FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 3957-1709

## 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 01/13/12 S | | 600 | 7 37 | 4,435 80 | | 4,188 00 | -247 80 | | |
| Acquired 01/13/12 S | | 300 | 7 35 | 2,211 90 | | 2,094 00 | -117 90 | | |
| Acquired 01/13/12 S | | 300 | 7 37 | 2,218 80 | | 2,094 00 | -124 80 | | |
| Acquired 01/13/12 S | | 200 | 7 33 | 1,475 60 | | 1,396 00 | -79 60 | | |
| Acquired 01/13/12 S | | 100 | 7 33 | 735 60 | | 698 00 | -37 60 | | |
| **Total** | **9.13** | **5,000** | | **$36,961 90** | **6.9800** | **$34,900 00** | **-$2,061.90** | **N/A** | **N/A** |
| **Total Stocks and ETFs** | **64.52** | | | **$270,853.65** | | **$246,509.41** | **-$24,344.24** | **$200 46** | **0.08** |
| **Total Stocks, options & ETFs** | **64.52** | | | **$270,853.65** | | **$246,509.41** | **-$24,344.24** | **$200.46** | **0.08** |

nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated cost for all other lots will be reported to the IRS

## Activity detail by date

| DATE | ACCOUNT TYPE | TRANSACTION/ CHECK NUMBER | QUANTITY | DESCRIPTION | PRICE | AMOUNT | CASH AND SWEEP BALANCES |
|---|---|---|---|---|---|---|---|
| 12/01 | | | | BEGINNING BALANCE | | | 135,578 25 |
| 12/31 | Cash | INTEREST | | BANK DEPOSIT SWEEP 123112 135,578 | | 3 45 | 135,581 70 |

## Activity detail by type

### Income and distributions

| DATE | ACCOUNT TYPE | TRANSACTION | QUANTITY | DESCRIPTION | PRICE | AMOUNT |
|---|---|---|---|---|---|---|
| 12/31 | Cash | INTEREST | | BANK DEPOSIT SWEEP 123112 135,578 | | 3 45 |
| | | | | **Total Income and distributions:** | | **$3.45** |

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

## Additional information

| | THIS PERIOD | THIS YEAR | | THIS PERIOD | THIS YEAR |
|---|---|---|---|---|---|
| Gross proceeds | 0 00 | 607,414 92 | Foreign withholding | -108 03 | -189 16 |

# Portfolio detail

## Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N A and (if amounts exceed $250,000) at one or more other Wells Fargo affiliated banks These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to $250,000 per depositor, per institution, 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 |
|---|---|---|---|---|
| Cash | 5 89 | 0 00 | 550,000 00 | 0 00 |
| BANK DEPOSIT SWEEP | 27 75 | 0 03 | 2,589,442 51 | 776 83 |
| Interest Period 12/01/12 - 12/31/12 | | | | |
| **Total Cash and Sweep Balances** | **33.64** | | **$3,139,442.51** | **$776.83** |

* APYE 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 earned is expressed as an annualized rate, based on a 365 day year

## 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| ASBURY AUTOMOTIVE GROUP ABG | | | | | | | | | |
| Acquired 12/03/10 L nc | | 2,000 | 16 83 | 33,775 00 | | 64,060 00 | 30,285 00 | | |
| Acquired 01/11/11 L | | 2,000 | 18 95 | 38,006 00 | | 64,060 00 | 26,054 00 | | |
| **Total** | **1.37** | **4,000** | | **$71,781.00** | **32 0300** | **$128,120.00** | **$56,339.00** | **N/A** | **N/A** |
| CHUBB CORP CB | | | | | | | | | |
| Acquired 11/04/03 L nc | | 100 | 33 45 | 3,348 00 | | 7,532 00 | 4,184 00 | | |
| Acquired 12/17/04 L nc | | 900 | 38 27 | 34,488 50 | | 67,787 99 | 33,299 49 | | |
| Reinvestments L m | | 70 87800 | 53 97 | 3,825 41 | | 5,338 53 | 1,513 12 | | |
| Reinvestments S | | 12 28800 | 69 91 | 859 14 | | 925 54 | 66 40 | | |
| **Total** | **0.87** | **1,083.16600** | | **$42,521.05** | **75 3200** | **$81,584.06** | **$39,063.01** | **$1,776.39** | **2.18** |

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

# 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<br>CRUS | | | | | | | | | |
| Acquired 01/02/03 L nc | 4 66 | 15,000 | 19 29 | 289,308 00 | 28 9700 | 434,550 00 | 145,242 00 | N/A | N/A |
| CSX CORP<br>CSX | | | | | | | | | |
| Acquired 04/25/03 L nc | | 450 | 5 18 | 2,335 00 | | 8,878 50 | 6,543 50 | | |
| Acquired 12/17/04 L nc | | 2,550 | 6 54 | 16,737 25 | | 50,311 47 | 33,574 22 | | |
| Acquired 01/17/06 L nc | | 6,000 | 8 47 | 50,907.50 | | 118,380 00 | 67,472 50 | | |
| Reinvestments L m | | 490 73500 | 18 71 | 9,182 39 | | 9,682 22 | 499 83 | | |
| Reinvestments S | | 56 17200 | 20 27 | 1,138 89 | | 1,108 28 | -30 61 | | |
| **Total** | **2.02** | **9,546.90700** | | **$80,301.03** | **19.7300** | **$188,360.47** | **$108,059.44** | **$5,346.26** | **2.84** |
| FORD MOTOR COMPANY<br>F | | | | | | | | | |
| Acquired 12/03/10 L nc | | 1,000 | 16 71 | 16,762 50 | | 12,949 99 | -3,812 51 | | |
| Acquired 12/03/10 L nc | | 1,000 | 16 70 | 16,754 30 | | 12,950 00 | -3,804 30 | | |
| Acquired 01/11/11 L nc | | 1,000 | 18 35 | 18,456 10 | | 12,950 00 | -5,506 10 | | |
| Acquired 01/26/11 L nc | | 3,000 | 18 35 | 55,176 10 | | 38,850 00 | -16,326 10 | | |
| Reinvestments S | | 24 07000 | 12 46 | 300 00 | | 311 71 | 11 71 | | |
| **Total** | **0.84** | **6,024.07000** | | **$107,449.00** | **12 9500** | **$78,011.70** | **-$29,437 30** | **$1,204.81** | **1.54** |
| HEWLETT-PACKARD COMPANY<br>HPQ | | | | | | | | | |
| Acquired 12/03/10 L nc | | 1,000 | 43 00 | 43,107 00 | | 14,249 99 | -28,857 01 | | |
| Reinvestments L m | | 12 43200 | 32 29 | 401 48 | | 177 15 | -224 33 | | |
| Reinvestments S | | 9 82900 | 24 77 | 243 53 | | 140 07 | -103 46 | | |
| **Total** | **0.16** | **1,022.26100** | | **$43,752.01** | **14.2500** | **$14,567.21** | **-$29,184.80** | **$539.75** | **3.71** |
| HOVNANIAN ENTERPRISES<br>INC CL A<br>HOV | | | | | | | | | |
| Acquired 07/21/05 L nc | 0 04 | 500 | 71 09 | 35,585 00 | 7 0000 | 3,500 00 | -32,085 00 | N/A | N/A |
| JOHNSON & JOHNSON<br>JNJ | | | | | | | | | |
| Acquired 01/02/03 L nc | | 9,000 | 38 02 | 342,242 00 | | 630,899 91 | 288,657 91 | | |
| Reinvestments L m | | 886 18000 | 61 85 | 54,813 65 | | 62,121 30 | 7,307 65 | | |
| Reinvestments S | | 86 22900 | 65 35 | 5,635 12 | | 6,044 66 | 409 54 | | |
| **Total** | **7.49** | **9,972.40900** | | **$402,690.77** | **70.1000** | **$699,065.87** | **$296,375.10** | **$24,332.67** | **3.48** |

**RUBIN FAMILY FOUNDATION #2**

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

# 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| KINDRED HEALTHCARE INC KND | | | | | | | | | |
| Acquired 11/28/12 S | 1 16 | 10,000 | 11 00 | 110,192 61 | 10 8200 | 108,200 00 | -1,992 61 | N/A | N/A |
| LEHMAN BROTHERS HOLDINGS INC ESCROW | | | | | | | | | |
| Acquired 03/09/12 S nc | | 2,000 | N/A## | N/A | N/A* | N/A | N/A | N/A | N/A |
| NATIONAL WESTERN LIFE INSURANCE CO CL A NWLI | | | | | | | | | |
| Acquired 01/26/11 L nc | | 200 | 171 88 | 34,395 00 | | 31,548 00 | -2,847 00 | | |
| Acquired 01/26/11 L nc | | 100 | 170 56 | 17,070 50 | | 15,774 00 | -1,296 50 | | |
| Acquired 01/26/11 L nc | | 100 | 171 39 | 17,148 50 | | 15,774 00 | -1,374 50 | | |
| Acquired 01/26/11 L nc | | 100 | 171 60 | 17,169 50 | | 15,774 00 | -1,395 50 | | |
| Acquired 01/26/11 L nc | | 100 | 171 70 | 17,179 50 | | 15,774 00 | -1,405 50 | | |
| Acquired 01/26/11 L nc | | 100 | 171 87 | 17,196 50 | | 15,774 00 | -1,422 50 | | |
| Acquired 01/26/11 L nc | | 100 | 170 65 | 17,074 50 | | 15,774 00 | -1,300 50 | | |
| Acquired 01/26/11 L nc | | 100 | 171 28 | 17,137 49 | | 15,774 00 | -1,363 49 | | |
| Acquired 01/26/11 L nc | | 91 | 171 89 | 15,650 64 | | 14,354 33 | -1,296 31 | | |
| Acquired 01/26/11 L nc | | 8 | 170 66 | 1,366 04 | | 1,261 92 | -104 12 | | |
| Acquired 01/26/11 L nc | | 1 | 169 91 | 170 01 | | 157 74 | -12 27 | | |
| Reinvestments L | | 2 49200 | 144 46 | 360 00 | | 393 09 | 33 09 | | |
| **Total** | **1.69** | **1,002.49200** | | **$171,918.18** | **157.7400** | **$158,133.08** | **-$13,785 10** | **$360 89** | **0.23** |
| NORFOLK SOUTHERN CORP NSC | | | | | | | | | |
| Acquired 04/22/03 L nc | | 175 | 20 06 | 3 511 00 | | 10,822 00 | 7,311 00 | | |
| Acquired 12/17/04 L nc | | 325 | 34 71 | 11,311 75 | | 20,098 00 | 8,786 25 | | |
| Reinvestments L m | | 32 08200 | 60 08 | 1,927 64 | | 1,983 95 | 56 31 | | |
| Reinvestments S | | 3 75500 | 66 59 | 250 08 | | 232 21 | -17 87 | | |
| **Total** | **0.36** | **535.83700** | | **$17,000 47** | **61 8400** | **$33,136 16** | **$16,135.69** | **$1,071.67** | **3.23** |
| NUVASIVE INC NUVA | | | | | | | | | |
| Acquired 09/26/07 L nc | 0 50 | 3,000 | 37 04 | 111,254 55 | 15 4600 | 46,380 00 | -64,874 55 | N/A | N/A |
| NVIDIA CORP NVDA | | | | | | | | | |
| Acquired 12/03/10 L nc | 0 26 | 2,000 | 14 41 | 28,934 00 | 12 2600 | 24,520 00 | -4,414 00 | 600 00 | 2 44 |

## 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| RADIAN GROUP INC RDN | | | | | | | | | |
| Acquired 09/26/07 L nc | | 5,000 | 22 51 | 112,786 50 | | 30,550 05 | -82,236 45 | | |
| Acquired 10/07/08 L nc | | 8,998 40400 | 4 13 | 37,182 30 | | 54,980 16 | 17,797 86 | | |
| Acquired 05/06/10 L nc | | 2,000 | 10 64 | 21,394 40 | | 12,220 02 | -9,174 38 | | |
| Reinvestments L m | | 87 76900 | 4 90 | 430 91 | | 536 28 | 105 37 | | |
| Reinvestments S | | 10 50100 | 3 83 | 40 22 | | 64 16 | 23 94 | | |
| **Total** | **1.05** | **16,096.67400** | | **$171,834.33** | **6.1100** | **$98,350.67** | **-$73,483.66** | **$160.96** | **0.16** |
| SANFILIPPO JOHN B & SON INC JBSS | | | | | | | | | |
| Acquired 12/03/10 L nc | | 200 | 11 91 | 2,389 20 | | 3,636 00 | 1,246 80 | | |
| Acquired 12/03/10 L nc | | 200 | 11 94 | 2,395 20 | | 3,636 00 | 1,240 80 | | |
| Acquired 12/03/10 L nc | | 200 | 11 93 | 2,394 16 | | 3,636 00 | 1,241 84 | | |
| Acquired 12/03/10 L nc | | 156 | 11 96 | 1,871 38 | | 2,836 08 | 964 70 | | |
| Acquired 12/03/10 L nc | | 100 | 11 88 | 1,196 85 | | 1,818 00 | 621 15 | | |
| Acquired 12/03/10 L nc | | 100 | 11 90 | 1,193 60 | | 1,818 00 | 624 40 | | |
| Acquired 12/03/10 L nc | | 44 | 11 95 | 527 38 | | 799 92 | 272 54 | | |
| **Total** | **0.19** | **1,000** | | **$11,967.77** | **18.1800** | **$18,180 00** | **$6,212.23** | **N/A** | **N/A** |
| SCHLUMBERGER LTD SLB | | | | | | | | | |
| Acquired 12/03/10 L nc | | 1,000 | 82 42 | 82,467 20 | | 69,298 59 | -13,168 61 | | |
| Reinvestments L | | 9 83100 | 76 49 | 752 04 | | 681 28 | -70 76 | | |
| Reinvestments S | | 7 74300 | 68 60 | 531 18 | | 536 58 | 5 40 | | |
| **Total** | **0.76** | **1,017.57400** | | **$83,750.42** | **69.2986** | **$70,516.45** | **-$13,233 97** | **$1,119.33** | **1.59** |
| SKILLED HEALTHCARE GROU CL A SKH | | | | | | | | | |
| Acquired 10/31/12 S | | 4,000 | 7 58 | 30,419 00 | | 25,480 00 | -4,939 00 | | |
| Acquired 10/31/12 S | | 3,408 | 7 60 | 25,972 76 | | 21,708 96 | -4,263 80 | | |
| Acquired 10/31/12 S | | 3,000 | 7 59 | 22,889 00 | | 19,110 00 | -3,779 00 | | |
| Acquired 10/31/12 S | | 600 | 7 55 | 4,546 27 | | 3,822 00 | -724 27 | | |
| Acquired 10/31/12 S | | 600 | 7 56 | 4,552 28 | | 3,822 00 | -730 28 | | |
| Acquired 10/31/12 S | | 500 | 7 57 | 3,798 61 | | 3,185 00 | -613 61 | | |
| Acquired 10/31/12 S | | 500 | 7 54 | 3,783 57 | | 3,185 00 | -598 57 | | |
| Acquired 10/31/12 S | | 400 | 7 53 | 3,020 44 | | 2,548 00 | -472 44 | | |
| Acquired 10/31/12 S | | 300 | 7 53 | 2,270 11 | | 1,911 00 | -359 11 | | |
| Acquired 10/31/12 S | | 300 | 7 52 | 2,266 42 | | 1,911 00 | -355 42 | | |

**RUBIN FAMILY FOUNDATION #2**

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

# 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 10/31/12 S | | 292 | 7 60 | 2,228 25 | | 1,860 04 | -368 21 | | |
| Acquired 10/31/12 S | | 200 | 7 52 | 1,511 41 | | 1,274 00 | -237 41 | | |
| Acquired 10/31/12 S | | 200 | 7 52 | 1,510 41 | | 1,274 00 | -236 41 | | |
| Acquired 10/31/12 S | | 200 | 7 54 | 1,514 20 | | 1,274 00 | -240 20 | | |
| Acquired 10/31/12 S | | 200 | 7 55 | 1,514 22 | | 1,274 00 | -240 22 | | |
| Acquired 10/31/12 S | | 100 | 7 51 | 759 39 | | 637 00 | -122 39 | | |
| Acquired 10/31/12 S | | 100 | 7 51 | 754 70 | | 637 00 | -117 70 | | |
| Acquired 10/31/12 S | | 100 | 7 53 | 755 71 | | 637 00 | -118 71 | | |
| Acquired 11/02/12 S | | 4,300 | 7 61 | 32,804 70 | | 27,391 00 | -5,413 70 | | |
| Acquired 11/02/12 S | | 3,500 | 7 54 | 26,463 50 | | 22,295 00 | -4,168 50 | | |
| Acquired 11/02/12 S | | 1,600 | 7 63 | 12,238 40 | | 10,192 00 | -2,046 40 | | |
| Acquired 11/02/12 S | | 1,000 | 7 61 | 7,631 50 | | 6,370 00 | -1,261 50 | | |
| Acquired 11/02/12 S | | 800 | 7 65 | 6,135 20 | | 5,096 00 | -1,039 20 | | |
| Acquired 11/02/12 S | | 700 | 7 62 | 5,353 60 | | 4,459 00 | -894 60 | | |
| Acquired 11/02/12 S | | 600 | 7 61 | 4,583 34 | | 3,822 00 | -761 34 | | |
| Acquired 11/02/12 S | | 599 | 7 54 | 4,533 23 | | 3,815 63 | -717 60 | | |
| Acquired 11/02/12 S | | 500 | 7 53 | 3,779 00 | | 3,185 00 | -594 00 | | |
| Acquired 11/02/12 S | | 401 | 7 53 | 3,027 95 | | 2,554 37 | -473 58 | | |
| Acquired 11/02/12 S | | 300 | 7 62 | 2,296 70 | | 1,911 00 | -385 70 | | |
| Acquired 11/02/12 S | | 300 | 7 60 | 2,287 05 | | 1,911 00 | -376 05 | | |
| Acquired 11/02/12 S | | 200 | 7 60 | 1,525 20 | | 1,274 00 | -251 20 | | |
| Acquired 11/02/12 S | | 100 | 7 60 | 762 57 | | 637 00 | -125 57 | | |
| Acquired 11/02/12 S | | 100 | 7 60 | 762 56 | | 637 00 | -125 56 | | |
| Acquired 11/08/12 S | | 2,400 | 6 78 | 16,328 99 | | 15,288 00 | -1,040 99 | | |
| Acquired 11/08/12 S | | 1,873 | 6 73 | 12,656 06 | | 11,931 01 | -725 05 | | |
| Acquired 11/08/12 S | | 1,300 | 6 73 | 8,791 45 | | 8,281 00 | -510 45 | | |
| Acquired 11/08/12 S | | 640 | 6 76 | 4,343 76 | | 4,076 80 | -266 96 | | |
| Acquired 11/08/12 S | | 300 | 6 70 | 2,023 13 | | 1,911 00 | -112 13 | | |
| Acquired 11/08/12 S | | 300 | 6 77 | 2 041 10 | | 1,911 00 | -130 10 | | |
| Acquired 11/08/12 S | | 200 | 6 72 | 1,349 42 | | 1,274 00 | -75 42 | | |
| Acquired 11/08/12 S | | 130 | 6 71 | 875 82 | | 828 10 | -47 72 | | |
| Acquired 11/08/12 S | | 130 | 6 75 | 881 02 | | 828 10 | -52 92 | | |
| Acquired 11/08/12 S | | 127 | 6 74 | 859 55 | | 808 99 | -50 56 | | |
| Acquired 11/08/12 S | | 100 | 6 77 | 679 71 | | 637 00 | -42 71 | | |
| Acquired 11/20/12 S | | 3,800 | 6 10 | 23,216 10 | | 24,206 00 | 989 90 | | |
| Acquired 11/20/12 S | | 2,100 | 6 07 | 12,771 95 | | 13,377 00 | 605 05 | | |
| Acquired 11/20/12 S | | 1,500 | 6 08 | 9,134 25 | | 9,555 00 | 420 75 | | |
| Acquired 11/20/12 S | | 1,000 | 6 09 | 6,108 50 | | 6,370 00 | 261 50 | | |
| Acquired 11/20/12 S | | 900 | 6 06 | 5,470 65 | | 5,733 00 | 262 35 | | |
| Acquired 11/20/12 S | | 500 | 6 07 | 3,044 25 | | 3,185 00 | 140 75 | | |

# 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 11/20/12 S | | 200 | 6 09 | 1,219 90 | | 1,274 00 | 54 10 | | |
| **Total** | **3.24** | **47,500** | | **$340,046.86** | **6.3700** | **$302,575.00** | **-$37,471.86** | **N/A** | **N/A** |
| STRONGCO CORP<br>STGCF | | | | | | | | | |
| Acquired 12/03/10 L nc | | 3,000 | 3 58 | 10,802 00 | | 14,010 00 | 3,208 00 | | |
| Acquired 05/12/11 L | | 1,500 | 5 62 | 8,478 25 | | 7,005 00 | -1,473 25 | | |
| Acquired 05/12/11 L | | 700 | 5 58 | 3,934 82 | | 3,269 00 | -665 82 | | |
| Acquired 05/12/11 L | | 400 | 5 44 | 2,190 27 | | 1,868 00 | -322 27 | | |
| Acquired 05/12/11 L | | 200 | 5 55 | 1,117 93 | | 934 00 | -183 93 | | |
| Acquired 05/12/11 L | | 200 | 5 41 | 1,093 83 | | 934 00 | -159 83 | | |
| **Total** | **0.30** | **6,000** | | **$27,617.10** | **4.6700** | **$28,020 00** | **$402.90** | **N/A** | **N/A** |
| TEVA PHARMACEUTICAL<br>ADR INDS LTD<br>TEVA | | | | | | | | | |
| Acquired 12/03/10 L nc | | 1,000 | 48 60 | 48,641 00 | | 37,339 99 | -11,301 01 | | |
| Acquired 02/09/11 L nc | | 1,000 | 51 41 | 51,517 20 | | 37,339 99 | -14,177 21 | | |
| Reinvestments L | | 35 62200 | 44 34 | 1,579 54 | | 1,330 13 | -249 41 | | |
| Reinvestments S | | 9 17600 | 43 75 | 401 46 | | 342 64 | -58 82 | | |
| **Total** | **0.82** | **2,044.79800** | | **$102,139.20** | **37.3400** | **$76,352 75** | **-$25,786 45** | **$1,644 01** | **2.15** |
| TEXTRON INC<br>TXT | | | | | | | | | |
| Acquired 07/14/03 L nc | | 200 | 19 34 | 3,869 00 | | 4,958 00 | 1,089 00 | | |
| Acquired 12/17/04 L nc | | 800 | 35 96 | 28,805 00 | | 19,831 99 | -8,973 01 | | |
| Reinvestments L m | | 10 81700 | 18 58 | 201 08 | | 268 16 | 67 08 | | |
| Reinvestments S | | 1 79800 | 22 50 | 40 46 | | 44 57 | 4 11 | | |
| **Total** | **0.27** | **1,012.61500** | | **$32,915.54** | **24.7900** | **$25,102.72** | **-$7,812.82** | **$81.00** | **0.32** |
| **Total Stocks and ETFs** | **28.04** | | | **$2,282,958.89** | | **$2,617,226.14** | **$334,267.25** | **$38,237.74** | **1.46** |
| **Total Stocks, options & ETFs** | **28.04** | | | **$2,282,958.89** | | **$2,617,226.14** | **$334,267.25** | **$38,237.74** | **1.46** |

* This unpriced security is not reflected in your total portfolio value
## 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
m This security contains multiple tax lots that may or may not include cost information that is reportable to the IRS
*nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS*

**RUBIN FAMILY FOUNDATION #2**

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

## Mutual Funds

*If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions*

### Open End Mutual Funds

Open End 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

| 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 On Reinvestment | | | | | | | | | |
| Acquired 03/02/05 L nc | | 7,192 17500 | 34 76 | 250,000 00 | | 267,548 84 | 17,548 84 | | |
| Acquired 03/09/05 L nc | | 1,428 98000 | 34 99 | 50,000 00 | | 53,158 06 | 3,158 06 | | |
| Acquired 12/19/05 L nc | | 8,137 89700 | 38 10 | 310,053 88 | | 302,729 77 | -7,324 11 | | |
| Acquired 01/17/06 L nc | | 3,994 67400 | 37 55 | 150,000 00 | | 148,601 87 | -1,398 13 | | |
| Acquired 01/20/06 L nc | | 2,693 24000 | 37 13 | 100,000 00 | | 100,188 53 | 188 53 | | |
| Acquired 02/24/06 L nc | | 2,617 11600 | 38 21 | 100,000 00 | | 97,356 72 | -2,643 28 | | |
| Acquired 09/13/06 L nc | | 5,000 | 40 00 | 200,000 00 | | 186,000 00 | -14,000 00 | | |
| Acquired 07/26/07 L nc | | 1,091 94100 | 45 79 | 50,000 00 | | 40,620 21 | -9,379 79 | | |
| Reinvestments L nc | | 11,630 62900 | 37 76 | 439,280 48 | | 432,659 43 | -6,621 05 | | |
| Reinvestments S | | 1,250 79600 | 35 00 | 43,790 23 | | 46,529 63 | 2,739 40 | | |
| **Total** | **17.95** | **45,037.44800** | | **$1,693,124.59** | **37.2000** | **$1,675,393.06** | **-$17,731 53** | **$37,381.08** | **2.23** |
| Client Investment (Excluding Reinvestments) | | | | | | $1,210,053 88 | | | |
| Gain/Loss on Client Investment (Including Reinvestments) | | | | | | $465,339 18 | | | |
| FIDELITY ADVISOR NEW INSIGHTS FD CLASS A FNIAX On Reinvestment | | | | | | | | | |
| Acquired 01/17/06 L nc | | 3,982 83100 | 17 64 | 70,257 15 | | 90,609 37 | 20,352 22 | | |
| Acquired 01/20/06 L nc | | 4,342 79100 | 17 27 | 75,000 00 | | 98,798 50 | 23,798 50 | | |
| Acquired 02/24/06 L nc | | 2,895 19400 | 17 27 | 50,000 00 | | 65,865 66 | 15,865 66 | | |
| Reinvestments L nc | | 421 12500 | 20 35 | 8,570 45 | | 9,580 62 | 1,010 17 | | |
| Reinvestments S | | 48 14100 | 22 49 | 1,082 70 | | 1,095 21 | 12 51 | | |
| **Total** | **2.85** | **11,690.08200** | | **$204,910.30** | **22.7500** | **$265,949.36** | **$61,039.06** | **N/A** | **N/A** |
| Client Investment (Excluding Reinvestments) | | | | | | $195,257 15 | | | |
| Gain/Loss on Client Investment (Including Reinvestments) | | | | | | $70,692 21 | | | |

## 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| DAVIS NEW YORK VENTURE FUND CL A NYVTX On Reinvestment | | | | | | | | | |
| Acquired 01/17/06 L nc | | 1,986 65800 | 34 60 | 68,738 40 | | 69,095 95 | 357 55 | | |
| Acquired 01/20/06 L nc | | 2,198 76900 | 34 11 | 75,000 00 | | 76,473 19 | 1,473 19 | | |
| Acquired 02/24/06 L nc | | 1,448 43600 | 34 52 | 50,000 00 | | 50,376 60 | 376 60 | | |
| Reinvestments L nc | | 336 46900 | 31 27 | 10,522 05 | | 11,702 39 | 1,180 34 | | |
| Reinvestments S | | 318 62100 | 35 19 | 11,212 28 | | 11,081 65 | -130 63 | | |
| **Total** | **2.34** | **6,288.95300** | | **$215,472.73** | **34.7800** | **$218,729.78** | **$3,257.05** | **$3,006 11** | **1.37** |
| | Client Investment (Excluding Reinvestments) | | | | | $193,738 40 | | | |
| | Gain/Loss on Client Investment (Including Reinvestments) | | | | | $24,991 38 | | | |
| OPPENHEIMER DEVELOPING MKTS FDS CLASS A ODMAX On Reinvestment | | | | | | | | | |
| Acquired 02/21/06 L nc | | 324 35800 | 39 27 | 12,737 54 | | 11,446 59 | -1,290 95 | | |
| Reinvestments L nc | | 337 18800 | 23 17 | 7,812 75 | | 11,899 36 | 4,086 61 | | |
| Reinvestments S | | 2 67500 | 34 23 | 91 57 | | 94 40 | 2 83 | | |
| **Total** | **0.25** | **664.22100** | | **$20,641 86** | **35.2900** | **$23,440.35** | **$2,798.49** | **$91.66** | **0.39** |
| | Client Investment (Excluding Reinvestments) | | | | | $12,737 54 | | | |
| | Gain/Loss on Client Investment (Including Reinvestments) | | | | | $10,702 81 | | | |
| OPPENHEIMER INTL SMALL CO FD CL A OSMAX On Reinvestment | | | | | | | | | |
| Acquired 02/24/06 L nc | | 697 25800 | 22 32 | 15,562 79 | | 15,785 91 | 223 12 | | |
| Acquired 01/05/07 L nc | | 4,809 54200 | 25 99 | 125,000 00 | | 108,888 03 | -16,111 97 | | |
| Acquired 01/05/07 L nc | | 4,809 54200 | 25 99 | 125,000 00 | | 108,888 03 | -16,111 97 | | |
| Reinvestments L nc | | 4,557 74000 | 24 14 | 110,050 58 | | 103,187 23 | -6,863 35 | | |
| Reinvestments S | | 170 08700 | 22 29 | 3,791 25 | | 3,850 78 | 59 53 | | |
| **Total** | **3.65** | **15,044 16900** | | **$379,404.62** | **22.6400** | **$340,599.98** | **-$38,804.64** | **$3,836.26** | **1.13** |
| | Client Investment (Excluding Reinvestments) | | | | | $265,562 79 | | | |
| | Gain/Loss on Client Investment (Including Reinvestments) | | | | | $75,037 19 | | | |

**RUBIN FAMILY FOUNDATION #2**

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

## 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| JPMORGAN TR I<br>INTREPID EUROPEAN FUND<br>CLASS A<br>VEUAX<br>On Reinvestment | | | | | | | | | |
| Acquired 01/05/07 L nc | | 4,221 79500 | 28 04 | 118,379 25 | | 81,058 42 | -37,320 83 | | |
| Acquired 07/26/07 L nc | | 1,594 89600 | 31 35 | 50,000 00 | | 30,622 00 | -19,378 00 | | |
| Reinvestments L nc | | 1,863 93000 | 20 82 | 38,823 85 | | 35,787 49 | -3,036 36 | | |
| Reinvestments S | | 101 99200 | 18 80 | 1,917 84 | | 1,958 25 | 40 41 | | |
| **Total** | **1.60** | **7,782 61300** | | **$209,120.94** | **19.2000** | **$149,426.16** | **-$59,694.78** | **$1,844 47** | **1.23** |
| | Client Investment (Excluding Reinvestments) | | | | | $168,379 25 | | | |
| | Gain/Loss on Client Investment (Including Reinvestments) | | | | | -$18,953 09 | | | |
| ROYCE FUND<br>VALUE PLUS FUND<br>SERVICE CLASS<br>RYVPX<br>On Reinvestment | | | | | | | | | |
| Acquired 04/14/05 L nc | | 22,935 78000 | 10 90 | 250,000 00 | | 317,201 61 | 67,201 61 | | |
| Acquired 09/26/06 L nc | | 15,700 96900 | 13 00 | 204,155 62 | | 217,144 56 | 12,988 94 | | |
| Reinvestments L nc | | 4,637 11100 | 12 19 | 56,554 71 | | 64,131 31 | 7,576 60 | | |
| **Total** | **6.41** | **43,273.86000** | | **$510,710.33** | **13.8300** | **$598,477.48** | **$87,767.15** | **N/A** | **N/A** |
| | Client Investment (Excluding Reinvestments) | | | | | $454,155 62 | | | |
| | Gain/Loss on Client Investment (Including Reinvestments) | | | | | $144,321 86 | | | |
| THIRD AVE TR<br>VALUE FD INSTL CL<br>TAVFX<br>On Reinvestment | | | | | | | | | |
| Acquired 03/04/05 L nc | | 4,594 74400 | 54 41 | 250,000 00 | | 229,002 00 | -20,998 00 | | |
| Reinvestments L nc | | 1,342 73400 | 53 14 | 71,361 92 | | 66,921 89 | -4,440 03 | | |
| Reinvestments S | | 158 31300 | 49 26 | 7,800 06 | | 7,890 33 | 90 27 | | |

WELLS FARGO ADVISORS



RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 6618-4310

## 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 (%) |
|---|---|---|---|---|---|---|---|---|---|
| **Total** | **3.26** | **6,095.79100** | | **$329,161.98** | **49.8400** | **$303,814.22** | **-$25,347.76** | **$8,009 86** | **2.64** |
| | Client Investment (Excluding Reinvestments) | | | | | $250,000 00 | | | |
| | Gain/Loss on Client Investment (Including Reinvestments) | | | | | $53,814 22 | | | |
| **Total Open End Mutual Funds** | **38.32** | | | **$3,562,547.35** | | **$3,575,830.39** | **$13,283.04** | **$54,169.44** | **1.51** |
| **Total Mutual Funds** | **38.32** | | | **$3,562,547.35** | | **$3,575,830.39** | **$13,283.04** | **$54,169.44** | **1.51** |

nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

## Bank Deposit Sweep Allocation

Monies on deposit at each bank are eligible for FDIC insurance of up to $250,000 per depositor, per bank in accordance with FDIC rules In those instances where deposit balances exceed the maximum FDIC insurance limits, those deposits will be uninsured Deposits at each bank 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 2pm ET on the last business day of the month For more information please refer to the "Cash Sweep Program Disclosure Statement" or contact Your Financial Advisor

| DESCRIPTION | CURRENT VALUE | AS OF VALUE DATE |
|---|---|---|
| WELLS FARGO BANK, N A | 2,089,376 66 | 12/31 |
| WELLS FARGO BANK SOUTH CENTRAL, N A | 250,000 00 | 12/31 |
| WELLS FARGO BANK NORTHWEST, N A | 250,000 00 | 12/31 |
| **Total Bank Deposits** | **$2,589,376.66** | |

## Activity detail by date

| DATE | ACCOUNT TYPE | TRANSACTION/ CHECK NUMBER | QUANTITY | DESCRIPTION | PRICE | AMOUNT | CASH AND SWEEP BALANCES |
|---|---|---|---|---|---|---|---|
| 12/01 | | | | BEGINNING BALANCE | | | 2,389,422 79 |
| 12/03 | Cash | DEPOSIT | | FUNDS RECD | | 250,000 00 | |
| 12/03 | Cash | DIVIDEND | | FORD MOTOR COMPANY<br>120312 6,024 07000 | | 301 20 | |
| 12/03 | Cash | DIVIDEND | | NATIONAL WESTERN LIFE INSURANCE CO CL A<br>120312 1,002 49200 | | 360 90 | |

001 PNK3 PNAO

Attachment 7.3 (4/4)