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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

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 or province, country, and ZIP or foreign postal code
BROOKLYN, NY 11219

A Employer identification number
11-3047773

B Telephone number (see instructions)

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 27,671,217

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)	1,075,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	8,573	8,573		
	4	Dividends and interest from securities	131,093	130,831		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,813,495			
	b	Gross sales price for all assets on line 6a 2,900,287				
	7	Capital gain net income (from Part IV, line 2)		2,813,495		
	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)	-366,188	-9,099		
	12	**Total.** Add lines 1 through 11	3,661,973	2,943,800		
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)	11,325	5,662	0	5,663
	c	Other professional fees (attach schedule)				
	17	Interest	11	11		
	18	Taxes (attach schedule) (see instructions)	27,450			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	142,046	136,672		750
	24	**Total operating and administrative expenses.** Add lines 13 through 23	180,832	142,345	0	6,413
	25	Contributions, gifts, grants paid	1,813,590			1,813,590
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,994,422	142,345	0	1,820,003
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,667,551			
	b	**Net investment income** (if negative, enter -0-)		2,801,455		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	3,766,541	1,831,627	1,831,627
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,782,178	7,114,835	8,995,327
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	9,598,061	16,567,565	16,567,565
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	1,884,942	276,698	276,698
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	23,031,722	25,790,725	27,671,217
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	6,180,908	
	23	**Total liabilities** (add lines 17 through 22)	5,089,456	6,180,908	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	17,942,266	19,609,817	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	17,942,266	19,609,817	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	23,031,722	25,790,725	

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	17,942,266
2	Enter amount from Part I, line 27a	2	1,667,551
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,609,817
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,609,817

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	2,813,495
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))
2012	1,336,037	20,875,264	0 064001
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

2	**Total** of line 1, column (d).	2	0 248934
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 049787
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	26,083,987
5	Multiply line 4 by line 3.	5	1,298,643
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	28,015
7	Add lines 5 and 6.	7	1,326,658
8	Enter qualifying distributions from Part XII, line 4.	8	1,820,003

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	28,015
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	28,015
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	28,015
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 16,400		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 45,000		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	61,400
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	89
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	33,296
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 33,296 **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 ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		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 2013 or the taxable year beginning in 2013 (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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 |

			Yes	No
16	At any time during calendar year 2013, 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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 2013 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 2013.)*	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 2013?	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 NOT APPLICABLE	
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	8,556,066
b	Average of monthly cash balances	1b	3,572,871
c	Fair market value of all other assets (see instructions)	1c	14,352,268
d	**Total** (add lines 1a, b, and c)	1d	26,481,205
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	26,481,205
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	397,218
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,083,987
6	**Minimum investment return.** Enter 5% of line 5	6	1,304,199

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	1,304,199
2a	Tax on investment income for 2013 from Part VI, line 5	2a	28,015		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	28,015
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,276,184
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,276,184
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	1,276,184

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	1,820,003
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	1,820,003
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	28,015
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,791,988

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,276,184
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			75,188	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,820,003				
a Applied to 2012, but not more than line 2a			75,188	
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 2013 distributable amount.				1,276,184
e Remaining amount distributed out of corpus	468,631			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	468,631			
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	468,631			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . . 0				
e Excess from 2013. . . . 468,631				

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 2013, 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) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
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 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 SEE ATTACHED SEE ATTACHED,NY 10007	NONE	PC	CHARITABLE	1,813,590
Total . . . . ▶ 3a				1,813,590
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	8,573	
4 Dividends and interest from securities. . . .	900099	262	14	130,831	
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		18	2,813,495	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-1,123,933		3,710,906	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,586,973

(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

****** | 2014-10-30 | ******

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 New York, NY 10007		Phone no	

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)
CAPITAL GAINS K-1 RUBICON	P	2013-01-02	2013-12-31
CAPITAL GAINS THROUGH K-1 RUBICON	P	2012-01-02	2013-12-31
PLANTINUM PARTNERS - REDEMPTION	P	2012-06-01	2013-08-02
1256 CAPITAL GAINS FROM K-1 YEDID	P	2013-01-02	2013-12-31
1256 CAPITAL GAINS FROM K-1 YEDID	P	2012-01-02	2013-12-31
CAPITAL GAIN THROUGH LONGVIEW K-1	P	2012-01-01	2013-12-31
CAPITAL GAIN FROM K-1 RUBICON IV	P	2012-01-01	2013-12-31
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)
575,791			575,791
122,823			122,823
266,563			266,563
722,002			722,002
1,083,002			1,083,002
		86,792	-86,792
221			221
			129,885

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	
			575,791
			122,823
			266,563
			722,002
			1,083,002
			-86,792
			221

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 1441 59TH STREET BROOKLYN, NY 11219	PRESIDENT 0	0	0	0
DOROTHY RUBIN 1441 59TH STREET BROOKLYN, NY 11219	VICE PRES 0	0	0	0
SOLOMON RUBIN 1441 59TH STREET BROOKLYN, NY 11219	DIRECTOR 0	0	0	0
SARA HELLER 1441 59TH STREET BROOKLYN, NY 11219	DIRECTOR 0	0	0	0
MARVIN RUBIN 1441 59TH STREET BROOKLYN, NY 11219	DIRECTOR 0	0	0	0

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a PARTNERSHIP INCOME	532000	-1,124,195	18	795	
b BOOK/TAX DIFFERENCE			18	767,013	
c NET RENTAL LOSS			16	-10,341	
d ROYALTIES			18	290	
e NONDIVIDEND DISTRIBUTIONS			18	93	
f OTHER INCOME			18	157	

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

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 for 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 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 its Form 990PF, Part I, line 2, 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 1441 59TH ST BROOKLYN, NY 11219	$ 450,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	MARVIN RUBIN 1441 59TH STREET BROOKLYN, NY 11219	$ 625,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

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

TY 2013 Depreciation Schedule

Name: THE RUBIN FAMILY FOUNDATION INC

EIN: 11-3047773

TY 2013 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	461,600	461,600
THIRD AVENUE VALUE FUND	243,934	241,416
WF #1709 STOCKS - SEE ATT. 7.1	271,054	352,571
WF #4310 STOCKS - SEE ATT. 7.2	2,381,933	3,325,798
WF #4310 MUTUAL FDS - ATT. 7.3	3,756,314	4,613,942

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TY 2013 Investments - Land Schedule

Name: THE RUBIN FAMILY FOUNDATION INC

EIN: 11-3047773

TY 2013 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
RUBICON PARTNERS LP		3,279,167	3,279,167
LONGVIEW FUND, L.P.		489,398	489,398
PETUNIA LLC		3,522,816	3,522,816
YEDID ADVANTAGE FUND		5,995,248	5,995,248
RUBICON PARTNERS IV		573,858	573,858
PLATINUM PARTNERS			
LF SYNDICATION, LLC		2,707,078	2,707,078

TY 2013 Land, Etc. Schedule

Name: THE RUBIN FAMILY FOUNDATION INC

EIN: 11-3047773

TY 2013 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		42	42
HEDGE FUND HOLDBACK	14,490		
DISTRIBUTION RECEIVABLE - LANX	1,870,452		
LOAN RECEIVABLE		50,000	50,000
PLATINUM PARTNERS HOLDBACK		226,656	226,656

TY 2013 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	136,672	136,672		
NON-DEDUCTIBLE EXPENSES PER K1	4,515			
FILING FEES	750			750
PENALTIES	109			

TY 2013 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	-1,123,400	795	
RENTAL INCOME	-10,341	-10,341	
BOOK/TAX DIFFERENCES	767,013		
ROYALTY INCOME	290	290	
NONDIVIDEND DISTRIBUTIONS	93		
OTHER INCOME	157	157	

TY 2013 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	1,433,116
30TH PLACE MEZZANINE	3,927,829	4,747,792

TY 2013 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	4,911			
NYS CORPORATE TAXES	250			
FEDERAL TAXES	22,289			

RUBIN FAMILY FOUNDATION

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER 3957-1709

Portfolio detail

Cash and Sweep Balances

Sweep Balances - You have the right, in the course of normal business operations, to withdraw balances in the Bank Deposit Sweep or redeem shares of the money market mutual fund used in the sweep, subject to any open commitments in any of your accounts and have the proceeds returned to your accounts or remitted to you Note, however, that as required by federal banking regulations, the banks in the Bank Deposit Sweep reserve the right to require seven days prior notice before permitting a transfer out of the Bank Deposit Sweep In addition, the money market mutual funds in the sweep reserve the right to require one or more day's prior notice before permitting withdrawals

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	47 97	0 00	450,000 00	0 00
BANK DEPOSIT SWEEP	14 45	0 01	135,598 31	13 55
Interest Period 12/01/13 - 12/31/13				
Total Cash and Sweep Balances	**62.42**		**$585,598.31**	**$13.55**

* 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		130,274 98	31,669 98		
Acquired 10/16/09 L nc		2,500	46 40	116,100 00		130,275 00	14,175 00		
Reinvestments L m		11 61300	30 16	350 35		605 16	254 81		
Reinvestments S		4 13500	48 49	200 54		215 48	14 94		
Total	**27 86**	**5,015.74800**		**$215,255 89**	**52.1100**	**$261,370.62**	**$46,114.73**	**$200.62**	**0.08**
CUMULUS MEDIA									
CMLS									
Acquired 01/13/12 L		2,800	3 75	10,553 20		21,644 00	11,090 80		
Acquired 01/13/12 L		1,200	3 74	4,519 20		9,276 00	4,756 80		
Acquired 01/13/12 L		1,000	3 74	3,764 00		7,730 00	3,966 00		
Total	**4.12**	**5,000**		**$18,836.40**	**7.7300**	**$38,650.00**	**$19,813.60**	**N/A**	**N/A**

WELLS FARGO ADVISORS

RUBIN FAMILY FOUNDATION

DECEMBER 1 - DECEMBER 31, 2013
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 (%)
ENTERCOM COMMUNICATIONS CORP ETM									
Acquired 01/13/12 L		1,900	7 38	14,071 40		19,969 00	5,897 60		
Acquired 01/13/12 L		1,600	7 36	11,812 80		16,816 00	5,003 20		
Acquired 01/13/12 L		600	7 37	4,435 80		6,306 00	1,870 20		
Acquired 01/13/12 L		300	7 35	2,211 90		3,153 00	941 10		
Acquired 01/13/12 L		300	7 37	2,218 80		3,153 00	934 20		
Acquired 01/13/12 L		200	7 33	1,475 60		2,102 00	626 40		
Acquired 01/13/12 L		100	7 33	735 60		1,051 00	315 40		
Total	**5.60**	**5,000**		**$36,961.90**	**10.5100**	**$52,550.00**	**$15,588 10**	**N/A**	**N/A**
Total Stocks and ETFs	**37.58**			**$271,054.19**		**$352,570.62**	**$81,516.43**	**$200.62**	**0.06**
Total Stocks, options & ETFs	**37.58**			**$271,054.19**		**$352,570 62**	**$81,516.43**	**$200.62**	**0 06**

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

Activity detail by date

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			135,597 16
12/31	Cash	DEPOSIT		FUNDS RECD		450,000 00	
12/31	Cash	INTEREST		BANK DEPOSIT SWEEP 123113 135,597		1 15	585,598 31

Activity detail by type

Deposits

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT
12/31	Cash	DEPOSIT		FUNDS RECD		450,000 00
				Total Deposits:		**$450,000.00**

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2013
ACCOUNT NUMBER 6618-4310

Additional information

	THIS PERIOD	THIS YEAR
Foreign withholding	-100 15	-391 99

Portfolio detail

Cash and Sweep Balances

Sweep Balances - You have the right, in the course of normal business operations, to withdraw balances in the Bank Deposit Sweep or redeem shares of the money market mutual fund used in the sweep, subject to any open commitments in any of your accounts and have the proceeds returned to your accounts or remitted to you Note, however, that as required by federal banking regulations, the banks in the Bank Deposit Sweep reserve the right to require seven days prior notice before permitting a transfer out of the Bank Deposit Sweep In addition, the money market mutual funds in the sweep reserve the right to require one or more day's prior notice before permitting withdrawals

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	3 46	0 01	284,490 68	28 44
Interest Period 12/01/13 - 12/31/13				
Total Cash and Sweep Balances	**3.46**		**$284,490.68**	**$28.44**

* 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		107,480 00	73,705 00		
Acquired 01/11/11 L		2,000	18 95	38,006 00		107,480 00	69,474 00		
Total	**2.61**	**4,000**		**$71,781 00**	**53.7400**	**$214,960.00**	**$143,179 00**	**N/A**	**N/A**
CHUBB CORP									
CB									
Acquired 11/04/03 L nc		100	33 45	3,348 00		9,663 00	6,315 00		
Acquired 12/17/04 L nc		900	38 27	34,488 50		86,966 99	52,478 49		

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 (%)
Reinvestments L m		83 16600	56 32	4,684 55		8,036 34	3,351 79		
Total	**1 27**	**1,083.16600**		**$42,521.05**	**96.6300**	**$104,666.33**	**$62,145.28**	**$1,906 37**	**1.82**
CIRRUS LOGIC INC CRUS									
Acquired 01/02/03 L nc	3 73	15,000	19 29	289,308 00	20 4250	306,375 00	17,067 00	N/A	N/A
CSX CORP CSX									
Acquired 04/25/03 L nc		450	5 18	2,335 00		12,946 50	10,611 50		
Acquired 12/17/04 L nc		2,550	6 54	16,737 25		73,363 47	56,626 22		
Acquired 01/17/06 L nc		6,000	8 47	50,907 50		172,620 00	121,712 50		
Reinvestments L m		546 90700	18 87	10,321 28		15,734 54	5,413 26		
Total	**3.34**	**9,546.90700**		**$80,301.03**	**28.7700**	**$274,664.51**	**$194,363.48**	**$5,728.14**	**2.09**
FORD MOTOR COMPANY F									
Acquired 12/03/10 L nc		1,000	16 71	16,762 50		15,429 99	-1,332 51		
Acquired 12/03/10 L nc		1,000	16 70	16,754 30		15,430 00	-1,324 30		
Acquired 01/11/11 L nc		1,000	18 35	18,456 10		15,430 00	-3,026 10		
Acquired 01/26/11 L nc		3,000	18 35	55,176 10		46,290 00	-8,886 10		
Reinvestments L		24 07000	12 46	300 00		371 41	71 41		
Total	**1.13**	**6,024.07000**		**$107,449 00**	**15.4300**	**$92,951.40**	**-$14,497.60**	**$2,409 62**	**2.59**
HEWLETT-PACKARD COMPANY HPQ									
Acquired 12/03/10 L nc		1,000	43 00	43,107 00		27,979 99	-15,127 01		
Reinvestments L m		22 26100	28 97	645 01		622 87	-22 14		
Total	**0 35**	**1,022.26100**		**$43,752.01**	**27.9800**	**$28,602.86**	**-$15,149.15**	**$593.93**	**2.08**
HOVNANIAN ENTERPRISES INC CL A HOV									
Acquired 07/21/05 L nc	0 04	500	71 09	35,585 00	6 6200	3,310 00	-32,275 00	N/A	N/A
JOHNSON & JOHNSON JNJ									
Acquired 01/02/03 L nc		9,000	38 02	342,242 00		824,309 91	482,067 91		
Reinvestments L m		972 40900	62 16	60,448 77		89,063 03	28,614 26		
Total	**11.11**	**9,972.40900**		**$402,690.77**	**91.5900**	**$913,372.94**	**$510,682.17**	**$26,327.15**	**2.88**

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2013
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 L	2 40	10,000	11 00	110,192 61	19 7400	197,400 00	87,207 39	4,800 00	2 43
LEHMAN BROTHERS HOLDINGS INC ESCROW									
Acquired 03/09/12 L 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		44,710 00	10,315 00		
Acquired 01/26/11 L nc		100	170 56	17,070 50		22,355 00	5,284 50		
Acquired 01/26/11 L nc		100	171 39	17,148 50		22,355 00	5,206 50		
Acquired 01/26/11 L nc		100	171 60	17,169 50		22,355 00	5,185 50		
Acquired 01/26/11 L nc		100	171 70	17,179 50		22,355 00	5,175 50		
Acquired 01/26/11 L nc		100	171 87	17,196 50		22,355 00	5,158 50		
Acquired 01/26/11 L nc		100	170 65	17,074 50		22,355 00	5,280 50		
Acquired 01/26/11 L nc		100	171 28	17,137 49		22,355 00	5,217 51		
Acquired 01/26/11 L nc		91	171 89	15,650 64		20,343 04	4,692 40		
Acquired 01/26/11 L nc		8	170 66	1,366 04		1,788 40	422 36		
Acquired 01/26/11 L nc		1	169 91	170 01		223 55	53 54		
Reinvestments L		2 49200	144 46	360 00		557 09	197 09		
Total	**2.72**	**1,002 49200**		**$171,918 18**	**223.5500**	**$224,107.08**	**$52,188.90**	**$360.89**	**0.16**
NORFOLK SOUTHERN CORP NSC									
Acquired 04/22/03 L nc		175	20 06	3,511 00		16,245 25	12,734 25		
Acquired 12/17/04 L nc		325	34 71	11,311 75		30,169 74	18,857 99		
Reinvestments L m		35 83700	60 76	2,177 72		3,326 75	1,149 03		
Total	**0.60**	**535.83700**		**$17,000.47**	**92.8300**	**$49,741.74**	**$32,741.27**	**$1,114.54**	**2.24**
NUVASIVE INC NUVA									
Acquired 09/26/07 L nc	1 18	3,000	37 04	111,254 55	32 3300	96,990 00	-14,264 55	N/A	N/A
NVIDIA CORP NVDA									
Acquired 12/03/10 L nc	0 39	2,000	14 41	28,934 00	16 0200	32,040 00	3,106 00	680 00	2 12
RADIAN GROUP INC RDN									
Acquired 09/26/07 L nc		5,000	22 51	112,786 50		70,600 05	-42,186 45		
Acquired 10/07/08 L nc		8,998 40400	4 13	37,182 30		127,057 37	89,875 07		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 05/06/10 L nc		2,000	10 64	21,394 40		28,240 02	6,845 62		
Reinvestments L m		98 27000	4 79	471 13		1,387 59	916 46		
Total	**2.76**	**16,096.67400**		**$171,834 33**	**14.1200**	**$227,285.03**	**$55,450.70**	**$160.96**	**0.07**
SANFILIPPO JOHN B & SON INC JBSS									
Acquired 12/03/10 L nc		200	11 91	2,389 20		4,936 00	2,546 80		
Acquired 12/03/10 L nc		200	11 94	2,395 20		4,936 00	2,540 80		
Acquired 12/03/10 L nc		200	11 93	2,394 16		4,936 00	2,541 84		
Acquired 12/03/10 L nc		156	11 96	1,871 38		3,850 08	1,978 70		
Acquired 12/03/10 L nc		100	11 88	1,196 85		2,468 00	1,271 15		
Acquired 12/03/10 L nc		100	11 90	1,193 60		2,468 00	1,274 40		
Acquired 12/03/10 L nc		44	11 95	527 38		1,085 92	558 54		
Total	**0.30**	**1,000**		**$11,967 77**	**24.6800**	**$24,680.00**	**$12,712.23**	**N/A**	**N/A**
SCHLUMBERGER LTD SLB									
Acquired 12/03/10 L nc		1,000	82 42	82,467 20		90,109 99	7,642 79		
Reinvestments L		17 57400	73 01	1,283 22		1,583 60	300 38		
Total	**1.11**	**1,017.57400**		**$83,750 42**	**90.1100**	**$91,693.59**	**$7,943.17**	**$1,271.96**	**1.39**
SKILLED HEALTHCARE GROU CL A SKH									
Acquired 10/31/12 L		4,000	7 58	30,419 00		19,240 00	-11,179 00		
Acquired 10/31/12 L		3,408	7 60	25,972 76		16,392 48	-9,580 28		
Acquired 10/31/12 L		3,000	7 59	22,889 00		14,430 00	-8,459 00		
Acquired 10/31/12 L		600	7 55	4,546 27		2,886 00	-1,660 27		
Acquired 10/31/12 L		600	7 56	4,552 28		2,886 00	-1,666 28		
Acquired 10/31/12 L		500	7 57	3,798 61		2,405 00	-1,393 61		
Acquired 10/31/12 L		500	7 54	3,783 57		2,405 00	-1,378 57		
Acquired 10/31/12 L		400	7 53	3,020 44		1,924 00	-1,096 44		
Acquired 10/31/12 L		300	7 53	2,270 11		1,443 00	-827 11		
Acquired 10/31/12 L		300	7 52	2,266 42		1,443 00	-823 42		
Acquired 10/31/12 L		292	7 60	2,228 25		1,404 52	-823 73		
Acquired 10/31/12 L		200	7 52	1,511 41		962 00	-549 41		
Acquired 10/31/12 L		200	7 52	1,510 41		962 00	-548 41		
Acquired 10/31/12 L		200	7 54	1,514 20		962 00	-552 20		
Acquired 10/31/12 L		200	7 55	1,514 22		962 00	-552 22		
Acquired 10/31/12 L		100	7 51	759 39		481 00	-278 39		
Acquired 10/31/12 L		100	7 51	754 70		481 00	-273 70		

RUBIN FAMILY FOUNDATION #2

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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 L		100	7 53	755 71		481 00	-274 71		
Acquired 11/02/12 L		4,300	7 61	32,804 70		20,683 00	-12,121 70		
Acquired 11/02/12 L		3,500	7 54	26,463 50		16,835 00	-9,628 50		
Acquired 11/02/12 L		1,600	7 63	12,238 40		7,696 00	-4,542 40		
Acquired 11/02/12 L		1,000	7 61	7,631 50		4,810 00	-2,821 50		
Acquired 11/02/12 L		800	7 65	6 135 20		3,848 00	-2,287 20		
Acquired 11/02/12 L		700	7 62	5,353 60		3,367 00	-1,986 60		
Acquired 11/02/12 L		600	7 61	4,583 34		2,886 00	-1,697 34		
Acquired 11/02/12 L		599	7 54	4,533 23		2,881 19	-1,652 04		
Acquired 11/02/12 L		500	7 53	3,779 00		2,405 00	-1,374 00		
Acquired 11/02/12 L		401	7 53	3,027 95		1,928 81	-1,099 14		
Acquired 11/02/12 L		300	7 62	2,296 70		1,443 00	-853 70		
Acquired 11/02/12 L		300	7 60	2,287 05		1,443 00	-844 05		
Acquired 11/02/12 L		200	7 60	1,525 20		962 00	-563 20		
Acquired 11/02/12 L		100	7 60	762 57		481 00	-281 57		
Acquired 11/02/12 L		100	7 60	762 56		481 00	-281 56		
Acquired 11/08/12 L		2,400	6 78	16,328 99		11,544 00	-4,784 99		
Acquired 11/08/12 L		1,873	6 73	12,656 06		9,009 13	-3,646 93		
Acquired 11/08/12 L		1,300	6 73	8,791 45		6,253 00	-2,538 45		
Acquired 11/08/12 L		640	6 76	4,343 76		3,078 40	-1,265 36		
Acquired 11/08/12 L		300	6 70	2,023 13		1,443 00	-580 13		
Acquired 11/08/12 L		300	6 77	2,041 10		1,443 00	-598 10		
Acquired 11/08/12 L		200	6 72	1,349 42		962 00	-387 42		
Acquired 11/08/12 L		130	6 71	875 82		625 30	-250 52		
Acquired 11/08/12 L		130	6 75	881 02		625 30	-255 72		
Acquired 11/08/12 L		127	6 74	859 55		610 87	-248 68		
Acquired 11/08/12 L		100	6 77	679 71		481 00	-198 71		
Acquired 11/20/12 L		3,800	6 10	23,216 10		18,278 00	-4,938 10		
Acquired 11/20/12 L		2,100	6 07	12,771 95		10,101 00	-2,670 95		
Acquired 11/20/12 L		1,500	6 08	9,134 25		7,215 00	-1,919 25		
Acquired 11/20/12 L		1,000	6 09	6,108 50		4,810 00	-1,298 50		
Acquired 11/20/12 L		900	6 06	5,470 65		4,329 00	-1,141 65		
Acquired 11/20/12 L		500	6 07	3,044 25		2,405 00	-639 25		
Acquired 11/20/12 L		200	6 09	1,219 90		962 00	-257 90		
Acquired 03/15/13 S		10,000	6 53	65,406 11		48,100 00	-17,306 11		
Acquired 03/15/13 S		5,000	6 69	33,567 88		24,050 00	-9,517 88		
Total	**3.66**	**62,500**		**$439,020.85**	**4.8100**	**$300,625.00**	**-$138,395.85**	**N/A**	**N/A**
STRONGCO CORP STGCF									
Acquired 12/03/10 L nc		3,000	3 58	10,802 00		11,576 40	774 40		
Acquired 05/12/11 L		1,500	5 62	8,478 25		5,788 20	-2,690 05		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 05/12/11 L		700	5 58	3,934 82		2,701 16	-1,233 66		
Acquired 05/12/11 L		400	5 44	2,190 27		1,543 52	-646 75		
Acquired 05/12/11 L		200	5 55	1,117 93		771 76	-346 17		
Acquired 05/12/11 L		200	5 41	1,093 83		771 76	-322 07		
Total	**0.28**	**6,000**		**$27,617.10**	**3 8588**	**$23,152.80**	**-$4,464.30**	**N/A**	**N/A**
TEVA PHARMACEUTICAL ADR INDS LTD TEVA									
Acquired 12/03/10 L nc		1,000	48 60	48,641 00		40,079 99	-8,561 01		
Acquired 02/09/11 L nc		1,000	51 41	51,517 20		40,080 00	-11,437 20		
Reinvestments L		44 79800	44 22	1,981 00		1,795 51	-185 49		
Total	**1.00**	**2,044.79800**		**$102,139 20**	**40.0800**	**$81,955.50**	**-$20,183.70**	**$2,220.65**	**2.71**
TEXTRON INC TXT									
Acquired 07/14/03 L nc		200	19 34	3,869 00		7,352 00	3,483 00		
Acquired 12/17/04 L nc		800	35 96	28,805 00		29,407 99	602 99		
Reinvestments L m		12 61500	19 14	241 54		463 73	222 19		
Total	**0.45**	**1,012.61500**		**$32,915.54**	**36 7600**	**$37,223.72**	**$4,308.18**	**$81.00**	**0.22**
Total Stocks and ETFs	**40.44**			**$2,381,932.88**		**$3,325,797.50**	**$943,864.62**	**$47,655 21**	**1.43**
Total Stocks, options & ETFs	**40.44**			**$2,381,932.88**		**$3,325,797.50**	**$943,864.62**	**$47,655 21**	**1.43**

* 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, 2013
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		325,949 30	75,949 30		
Acquired 03/09/05 L nc		1,428 98000	34 99	50,000 00		64,761 37	14,761 37		
Acquired 12/19/05 L nc		8,137 89700	38 10	310,053 88		368,809 49	58,755 61		
Acquired 01/17/06 L nc		3,994 67400	37 55	150,000 00		181,038 63	31,038 63		
Acquired 01/20/06 L nc		2,693 24000	37 13	100,000 00		122,057 64	22,057 64		
Acquired 02/24/06 L nc		2,617 11600	38 21	100,000 00		118,607 70	18,607 70		
Acquired 09/13/06 L nc		5,000	40 00	200,000 00		226,600 00	26,600 00		
Acquired 07/26/07 L nc		1,091 94100	45 79	50,000 00		49,486 77	-513 23		
Reinvestments L m		12,881 42500	37 50	483,070 71		583,786 22	100,715 51		
Reinvestments S		1,112 79500	41 24	45,895 32		50,431 89	4,536 57		
Total	**25 43**	**46,150.24300**		**$1,739,019.91**	**45.3200**	**$2,091,529.01**	**$352,509.10**	**$40,612.21**	**1 94**
	Client Investment (Excluding Reinvestments)					$1,210,053 88			
	Gain/Loss on Client Investment (Including Reinvestments)					$881,475 13			
FIDELITY ADVISOR NEW INSIGHTS FD CLASS A FNIAX On Reinvestment									
Acquired 01/17/06 L nc		3,982 83100	17 64	70,257 15		104,828 07	34,570 92		
Acquired 01/20/06 L nc		4,342 79100	17 27	75,000 00		114,302 26	39,302 26		
Acquired 02/24/06 L nc		2,895 19400	17 27	50,000 00		76,201 51	26,201 51		
Reinvestments L m		469 26600	20 57	9,653 15		12,351 07	2,697 92		
Reinvestments S		1,684 57100	25 34	42,703 87		44,337 95	1,634 08		
Total	**4.28**	**13,374.65300**		**$247,614.17**	**26.3200**	**$352,020.86**	**$104,406.69**	**N/A**	**N/A**
	Client Investment (Excluding Reinvestments)					$195,257 15			
	Gain/Loss on Client Investment (Including Reinvestments)					$156,763 71			

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2013
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 (%)
DAVIS NEW YORK VENTURE FUND CL A NYVTX On Reinvestment									
Acquired 01/17/06 L nc		1,986 65800	34 60	68,738 40		82,267 49	13,529 09		
Acquired 01/20/06 L nc		2,198 76900	34 11	75,000 00		91,051 02	16,051 02		
Acquired 02/24/06 L nc		1,448 43600	34 52	50,000 00		59,979 73	9,979 73		
Reinvestments L m		655 09000	33 17	21,734 33		27,127 28	5,392 95		
Reinvestments S		818 53200	38 57	31,577 28		33,895 43	2,318 15		
Total	**3 58**	**7,107.48500**		**$247,050.01**	**41.4100**	**$294,320.95**	**$47,270.94**	**$1,457.03**	**0.50**
Client Investment (Excluding Reinvestments)						$193,738 40			
Gain/Loss on Client Investment (Including Reinvestments)						$100,582 55			
OPPENHEIMER DEVELOPING MKTS FDS CLASS A ODMAX On Reinvestment									
Acquired 02/21/06 L nc		324 35800	39 27	12,737 54		12,332 09	-405 45		
Reinvestments L m		339 86300	23 25	7,904 32		12,921 59	5,017 27		
Reinvestments S		3 81700	37 52	143 23		145 12	1 89		
Total	**0.31**	**668.03800**		**$20,785.09**	**38.0200**	**$25,398.80**	**$4,613.71**	**$24.31**	**0.10**
Client Investment (Excluding Reinvestments)						$12,737 54			
Gain/Loss on Client Investment (Including Reinvestments)						$12,661 26			
OPPENHEIMER INTL SMALL CO FD CL A OSMAX On Reinvestment									
Acquired 02/24/06 L nc		697 25800	22 32	15,562 79		22,702 71	7,139 92		
Acquired 01/05/07 L nc		4,809 54200	25 99	125,000 00		156,598 69	31,598 69		
Acquired 01/05/07 L nc		4,809 54200	25 99	125,000 00		156,598 69	31,598 69		
Reinvestments L m		4,727 82700	24 07	113,841 83		153,938 05	40,096 22		
Reinvestments S		109 64500	31 22	3,424 20		3,570 04	145 84		
Total	**6.00**	**15,153.81400**		**$382,828.82**	**32.5600**	**$493,408.18**	**$110,579.36**	**$3,455.06**	**0.70**
Client Investment (Excluding Reinvestments)						$265,562 79			
Gain/Loss on Client Investment (Including Reinvestments)						$227,845 39			

RUBIN FAMILY FOUNDATION #2

DECEMBER 1 - DECEMBER 31, 2013
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 INTREPID EUROPEAN FUND CLASS A VEUAX On Reinvestment									
Acquired 01/05/07 L nc		4,221 79500	28 04	118,379 25		110,146 59	-8,232 66		
Acquired 07/26/07 L nc		1,594 89600	31 35	50,000 00		41,610 84	-8,389 16		
Reinvestments L m		1,965 92200	20 72	40,741 69		51,290 93	10,549 24		
Reinvestments S		2 82700	25 29	71 52		73 76	2 24		
Total	**2.47**	**7,785.44000**		**$209,192.46**	**26.0900**	**$203,122.12**	**-$6,070.34**	**$70.84**	**0.03**
	Client Investment (Excluding Reinvestments)					$168,379 25			
	Gain/Loss on Client Investment (Including Reinvestments)					$34,742 87			
ROYCE FUND VALUE PLUS FUND SERVICE CLASS RYVPX On Reinvestment									
Acquired 04/14/05 L nc		22,935 78000	10 90	250,000 00		388,302 53	138,302 53		
Acquired 09/26/06 L nc		15,700 96900	13 00	204,155 62		265,817 41	61,661 79		
Reinvestments L nc		4,637 11100	12 19	56,554 71		78,506 39	21,951 68		
Reinvestments S		3,570 75700	16 30	58,203 34		60,453 03	2,249 69		
Total	**9 64**	**46,844.61700**		**$568,913 67**	**16.9300**	**$793,079.36**	**$224,165.69**	**N/A**	**N/A**
	Client Investment (Excluding Reinvestments)					$454,155 62			
	Gain/Loss on Client Investment (Including Reinvestments)					$338,923 74			
THIRD AVE TR VALUE FD INSTL CL TAVFX On Reinvestment									
Acquired 03/04/05 L nc		4,594 74400	54 41	250,000 00		263,140 94	13,140 94		
Reinvestments L m		1,501 04700	52 73	79,161 98		85,965 00	6,803 02		
Reinvestments S		208 77600	56 26	11,747 81		11,956 61	208 80		

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	**4.39**	**6,304.56700**		**$340,909.79**	**57.2700**	**$361,062.55**	**$20,152 76**	**$12,148.90**	**3.36**
	Client Investment (Excluding Reinvestments)					$250,000 00			
	Gain/Loss on Client Investment (Including Reinvestments)					$111,062 55			
Total Open End Mutual Funds	**56.10**			**$3,756,313.92**		**$4,613,941.83**	**$857,627.91**	**$57,768.35**	**1.25**
Total Mutual Funds	**56.10**			**$3,756,313.92**		**$4,613,941.83**	**$857,627.91**	**$57,768.35**	**1.25**

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

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	250,000 00	12/31
WELLS FARGO BANK SOUTH CENTRAL, N A	34,485 18	12/31
Total Bank Deposits	**$284,485 18**	

Activity detail by date

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			1,034,065 63
12/02	Cash	DIVIDEND		FORD MOTOR COMPANY 120213 6,024 07000		602 41	1,034,668 04
12/03	Cash	DIVIDEND		TEVA PHARMACEUTICAL ADR INDS LTD 120313 2,044 79800		667 68	
12/03	Cash	WITHHOLDING		FRGN-W/H @ SOURCE TEVA PHARMACEUTICAL ADR		-100 15	1,035,235 57

The Rubin Family Foundation, Inc
2013 Charitable Listing
EIN 11-3047773

Payable to	Address				Amount	Relationship	Purpose	Status
Congregation Chesed of Belz	1519 39th Street	Brooklyn	New York	11218	36,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shari Zion D'Bobov	4715 15th Avenue	Brooklyn	New York	11219	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Ahavas Chesed	166 Hewes Street	Brooklyn	New York	11211	250 00	NONE	CHARITABLE	TAX EXEMPT
Amedei Zion	1577 48th Street	Brooklyn	New York	11219	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Amedei Zion	1577 48th Street	Brooklyn	New York	11219	40,000 00	NONE	CHARITABLE	TAX EXEMPT
Amedei Zion	1577 48th Street	Brooklyn	New York	11219	40,000 00	NONE	CHARITABLE	TAX EXEMPT
American Friends of Meshi	666 W 188th Street, 4D	New York	New York	10040	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Bnei Yerushlayiam	199 Lee Avenue	Brooklyn	New York	11211	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Bnos Zion of Bobov	5000 14th Avenue	Brooklyn	New York	11219	500,000 00	NONE	CHARITABLE	TAX EXEMPT
Bobov Foundation, Inc	1621 56th Street	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Bobov Foundation, Inc	1621 56th Street	Brooklyn	New York	11219	3,000 00	NONE	CHARITABLE	TAX EXEMPT
Bobov Yeshiva Bnei Zion	1533 48th Street	Brooklyn	New York	11219	5,500 00	NONE	CHARITABLE	TAX EXEMPT
Bonei Olam	1755 46th Street	Brooklyn	New York	11204	36,000 00	NONE	CHARITABLE	TAX EXEMPT
Camp Shalva	653 Heiden Road	South Fallsburg	New York	12779	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Catskill Hatzolah	1340 E 9th Street	Brooklyn	New York	11230	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Chasdei Shlomo	4715 15th Avenue	Brooklyn	New York	11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Chasdei Shlomo	4715 15th Avenue	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Cheverim Makshivim	1533 48th Street	Brooklyn	New York	11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Adas Yereim	27 Lee Avenue	Brooklyn	New York	11211	400,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Bais Yaakov	1169 43rd Street	Brooklyn	New York	11219	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Bnei Yerushlayiam	6 Elaine Place	Spring Valley	New York	10977	40,000 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 Cheshek Shlomo	1243 55th Street	Brooklyn	New York	11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Eitz Chaim D'Bobov	1577 48th Street	Brooklyn	New York	11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Ohel Torah	172 Rodney Street	Brooklyn	New York	11211	1,300 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Pinas Yikras	1583 40th Street	Brooklyn	New York	11218	1,800 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Pnei Menachem	4533 18th Avenue	Brooklyn	New York	11204	2,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shaarei Zion of Bobov	1559 48th Street	Brooklyn	New York	11219	7,200 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shari Zion D'Bobov	4715 15th Avenue	Brooklyn	New York	11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shari Zion D'Bobov	4715 15th Avenue	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shari Zion D'Bobov	4715 15th Avenue	Brooklyn	New York	11219	2,580 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shari Zion D'Bobov	4715 15th Avenue	Brooklyn	New York	11219	18,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Shari Zion D'Bobov	4715 15th Avenue	Brooklyn	New York	11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Torah V'emunah	4106 14th Avenue	Brooklyn	New York	11219	20,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Yaldei Zion	4803 15th Avenue	Brooklyn	New York	11219	10,000 00	NONE	CHARITABLE	TAX EXEMPT
Congregation Zichron Saul	1362 50th Street	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Habein Yakir Li	1629 49th Street	Brooklyn	New York	11219	4,000 00	NONE	CHARITABLE	TAX EXEMPT
Keren Chaim Shmuel	4403 15th Avenue	Brooklyn	New York	11219	25,000 00	NONE	CHARITABLE	TAX EXEMPT
Keren Chaim Shmuel	4403 15th Avenue	Brooklyn	New York	11219	30,000 00	NONE	CHARITABLE	TAX EXEMPT
Keren Chasanim D'Bobov	1736 55th Street	Brooklyn	New York	11204	500 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Chibas Jerusalem	4802-A 12th Avenue	Brooklyn	New York	11219	1,500 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Chibas Jerusalem	4802-A 12th Avenue	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Chibas Jerusalem	4802-A 12th Avenue	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Zichron Chaim	1533 48th Street	Brooklyn	New York	11219	3,200 00	NONE	CHARITABLE	TAX EXEMPT
Kolel Zichron Chaim	1533 48th Street	Brooklyn	New York	11219	15,000 00	NONE	CHARITABLE	TAX EXEMPT
Koli Shema	199 Lee Avenue	Brooklyn	New York	11211	2,500 00	NONE	CHARITABLE	TAX EXEMPT
Kollel Chasedai Gur	1573 51st Street	Brooklyn	New York	11219	500 00	NONE	CHARITABLE	TAX EXEMPT
Kollel Zichron Chaim D'Bobov	1533 48th Street	Brooklyn	New York	11219	26,000 00	NONE	CHARITABLE	TAX EXEMPT
Mesivta Eitz Chaim	1577 48th Street	Brooklyn	New York	11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Mital Ezra Zichron Yehida	1135 56th Street	Brooklyn	New York	11219	18,000 00	NONE	CHARITABLE	TAX EXEMPT
Mital Ezra Zichron Yehida	1135 56th Street	Brooklyn	New York	11219	75,000 00	NONE	CHARITABLE	TAX EXEMPT
Mital Ezra Zichron Yehida	1135 56th Street	Brooklyn	New York	11219	3,600 00	NONE	CHARITABLE	TAX EXEMPT
Mital Ezra Zichron Yehida	1135 56th Street	Brooklyn	New York	11219	10,000 00	NONE	CHARITABLE	TAX EXEMPT
Mosdos Skolya	4621 10th Avenue	Brooklyn	New York	11219	1,000 00	NONE	CHARITABLE	TAX EXEMPT
Ohel Children Home	4510 16th Avenue	Brooklyn	New York	11204	1,000 00	NONE	CHARITABLE	TAX EXEMPT
United Mosdos Torah Veyirah of Jerusalem	P O Box 2340	Monroe	New York	10949	50,000 00	NONE	CHARITABLE	TAX EXEMPT
United Mosdos Torah Veyirah of Jerusalem	P O Box 2340	Monroe	New York	10949	50,000 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Beth Hillel	1371 42nd Street	Brooklyn	New York	11219	360 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Kedushat Zion	1532 47th Street	Brooklyn	New York	11219	5,000 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Kol Arye	183 Wilson Street	Brooklyn	New York	11211	2,000 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Machzekei Hadas	4107 16th Avenue	Brooklyn	New York	11204	6,000 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Ohr Yisroel	2940 Avenue P	Brooklyn	New York	11229	18,000 00	NONE	CHARITABLE	TAX EXEMPT
Yeshiva Yagdil Torah	5110 18th Avenue	Brooklyn	New York	11204	2,000 00	NONE	CHARITABLE	TAX EXEMPT
					1,813,590 00			