efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491226008264

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
C/O MATTER FAMILY OFFICE

A Employer identification number
37-1416413

Number and street (or P O box number if mail is not delivered to street address) Room/suite
7711 BONHOMME AVENUE 400

B Telephone number (see instructions)
(314) 726-9630

City or town, state or province, country, and ZIP or foreign postal code
CLAYTON, MO 63105

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)* ▶$ 6,360,501

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)	397,135			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2	2		
	4	Dividends and interest from securities	185,969	185,969		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	83,103			
	b	Gross sales price for all assets on line 6a 982,799				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	666,209	185,971		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	3,461	3,403		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	705	705		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,166	4,108		0
	25	Contributions, gifts, grants paid	303,029			303,029
	26	**Total expenses and disbursements.** Add lines 24 and 25	307,195	4,108		303,029
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	359,014			
	b	**Net investment income** (if negative, enter -0-)		181,863		
	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	2
2	Savings and temporary cash investments	499,534	569,654	569,654
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)	77,962	29,536	29,118
b	Investments—corporate stock (attach schedule)	1,045,327	1,470,919	1,786,892
c	Investments—corporate bonds (attach schedule)	3,849,835	3,493,246	3,493,334
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	200,000	468,315	481,501
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,672,658	6,031,672	6,360,501
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	5,672,658	6,031,672	
30	**Total net assets or fund balances** (see page 17 of the instructions)	5,672,658	6,031,672	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,672,658	6,031,672	

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	5,672,658
2	Enter amount from Part I, line 27a	2	359,014
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	6,031,672
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,031,672

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				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
a				
b				
c				
d				
e				

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

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	271,983	0	0 000000
2011	200,915	0	0 000000
2010	204,120	0	0 000000
2009	165,504	0	0 000000
2008	159,190	115,764	1 375125

2	**Total** of line 1, column (d).	2	1 375125
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 275025
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	0
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,819
7	Add lines 5 and 6.	7	1,819
8	Enter qualifying distributions from Part XII, line 4.	8	303,029

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	1,819
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2		3	1,819
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,819
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,160		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	2,160
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	1
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	340
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 340 **Refunded** ▶		11	0

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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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) ▶ IL			
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)*

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 ▶N/A

14 The books are in care of ▶MATTER FAMILY OFFICE Telephone no ▶(314) 862-5190

Located at ▶7711 BONHOMME AVENUE 400 CLAYTON MO ZIP+4 ▶63105

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 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 — Yes / No: 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 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**		

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
RONALD T RUBIN 150 CARONDELET CLAYTON, MO 63105	DIRECTOR 2 00	0	0	0
PAMELA K RUBIN 150 CARONDELET CLAYTON, MO 63105	DIRECTOR 2 00	0	0	0
TODD B RUBIN 150 CARONDELET CLAYTON, MO 63105	DIRECTOR 2 00	0	0	0
JULIE LIBERMAN 150 CARONDELET CLAYTON, MO 63105	DIRECTOR 2 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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	0
b	Average of monthly cash balances		1b	0
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	0
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	0
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	0
6	**Minimum investment return.** Enter 5% of line 5		6	0

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	0
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1,819		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,819
3	Distributable amount before adjustments Subtract line 2c from line 1		3	0
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	0
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	0

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	303,029
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	303,029
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	1,819
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	301,210

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					0
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	156,698				
b From 2009.	166,804				
c From 2010.	205,454				
d From 2011.	202,679				
e From 2012.	274,133				
f **Total** of lines 3a through e.		1,005,768			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 303,029					
a Applied to 2012, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2013 distributable amount.					0
e Remaining amount distributed out of corpus		303,029			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,308,797			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
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)		0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		156,698			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		1,152,099			
10 Analysis of line 9					
a Excess from 2009. . . .	166,804				
b Excess from 2010. . . .	205,454				
c Excess from 2011. . . .	202,679				
d Excess from 2012. . . .	274,133				
e Excess from 2013. . . .	303,029				

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))

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 Additional Data Table				
Total . . . . ▶ **3a**				303,029
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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					2
4 Dividends and interest from securities. . . .					185,969
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					83,103
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		0	269,074

13 **Total.** Add line 12, columns (b), (d), and (e). 13 269,074

(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)
4	DIV AND INT ENABLES US TO PROVIDE ADDITIONAL FUNDS FOR CHARITIES
8	CAP GAIN FROM INVESTMENTS PROMOTES OUR CHARITABLE ACTIVITIES

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

******	2014-07-30	******
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
MICHAEL PATTERSON CPA		2014-07-30		P00287154
Firm's name ▶ HOLT & PATTERSON LLC			Firm's EIN ▶ 84-1684254	
Firm's address ▶ 260 CHESTERFIELD INDUSTRIAL BLVD CHESTERFIELD, MO 63005			Phone no (636) 530-1040	

Form 990PF Part XV Line 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*				
COMMUNITY HOMES FOR ADULTS - CHAI 634 PRESTON ROYAL CENTER DALLAS, TX 75230			GIFT	1,000
CONGREGATION ANSHAI TORAH 5501 WEST PARKER ROAD PLANO, TX 75093			GIFT	2,100
FOOD FOR THOUGHT 10704 OVIATT ROAD HONOR, MI 49640			GIFT	6,800
GLADY'S GOLMANFAYE DALLEN EDUCATION FUND 7800 NORTHAVEN ROAD DALLAS, TX 75230			GIFT	1,000
GUIDE DOGS FOR THE BLIND PO BOX 151200 SAN RAFAEL, CA 94915			GIFT	20,250
HOLOCAUST MUSEUM & LEARNING CENTER 12 MILLSTONE CAMPUS DRIVE ST LOUIS, MO 63146			GIFT	1,500
HOMEWORKS 225 LINDEN AVE ST LOUIS, MO 63105			GIFT	1,500
JEWISH COMMUNITY RELATIONS COUNCIL (JCRC) 12 MILLSTONE CAMPUS DRIVE ST LOUIS, MO 63146			GIFT	1,000
JEWISH FAMILY & CHILDREN'S SERVICE 10950 SCHUETZ ROAD ST LOUIS, MO 63146			GIFT	2,500
JEWISH FAMILY SERVICES 5402 ARAPAHO ROAD DALLAS, TX 75248			GIFT	7,500
JEWISH FEDERATION 12 MILLSTONE CAMPUS DRIVE ST LOUIS, MO 63146			GIFT	111,494
LEGACY OF PRESTON HOLLOWDALLAS HOME OF JEWISH AGED 6101 OHIO DRIVE SUITE 100 PLANO, TX 75024			GIFT	1,000
MOISHE HOUSE 1330 BROADWAY SUITE 801 OAKLAND, CA 94612			GIFT	8,000
SAUL MIROWITZ DAY SCHOOL 11411 N FORTY DRIVE ST LOUIS, MO 63131			GIFT	56,800
ST LOUIS HILLEL 6300 FORSYTH BLVD ST LOUIS, MO 63105			GIFT	1,000
Total . . . . ▶ **3a**				303,029

Form 990PF Part XV Line 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*				
ST LOUIS JEWISH LIGHT 6 MILLSTONE CAMPUS DRIVE ST LOUIS,MO 63146			GIFT	2,800
ST LOUIS ZOO ONE GOVERNMENT DRIVE ST LOUIS,MO 63110			GIFT	2,500
SYCRACUSE UNIVERSITY 820 COMSTOCK AVE SYRACUSE,NY 13244			GIFT	18,000
THE BARNES JEWISH FOUNDATION 1001 HIGHLANDS PLAZA DRIVE WEST SUITE 140 ST LOUIS,MO 63110			GIFT	1,000
THE J ASSOCIATES 2 MILLSTONE CAMPUS DRIVE ST LOUIS,MO 63146			GIFT	3,700
THE JEWISH COMMUNITY CENTER OF DALLAS 7900 NORTHAVEN ROAD DALLAS,TX 75230			GIFT	5,250
THE SCHOLARSHIP FOUNDATION OF ST LOUIS 8215 CLAYTON ROAD ST LOUIS,MO 63117			GIFT	1,000
TLDEF 151 WEST 9TH STREET NEW YORK,NY 10011			GIFT	5,000
UNITED WAY 910 NORTH 11TH STREET ST LOUIS,MO 63101			GIFT	500
THE LITTLE BIT FOUNDATION 2300 CLARK AVENUE ST LOUIS,MO 63103			GIFT	500
AUTISM SPEAKS 1 EAST 33RD STREET NEW YORK,NY 10016			GIFT	500
PLANNED PARENTHOOD 4251 FOREST PARK AVENUE ST LOUIS,MO 63108			GIFT	1,000
BIG BROTHERS BIG SISTERS PO BOX 11294 SANTA ROSA,CA 95406			GIFT	500
NATIONAL MARFAN FOUNDATION 22 MANHASSET AVENUE PORT WASHINGTON,NY 11050			GIFT	10,000
BLOCK YESHIVA HIGH SCHOOL SPORTS 1146 NORTH WARSON ST LOUIS,MO 63132			GIFT	250
Total . . . . ▶ **3a**				303,029

Form 990PF Part XV Line 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*				
CENTENNIAL ELEMENTARY PTA - TEXAS DAY 2609 VENTURA DRIVE PLANO,TX 75093			GIFT	750
COLLEGE BOUND 110 NORTH JEFFERSON ST LOUIS,MO 63103			GIFT	500
GATEWAY TO HOPE 845 NORTH NEW BALLAS COURT ST LOUIS,MO 63141			GIFT	500
HELP HOPE LIVE - HOUSE OF ETHAN KADISH 100 MATSONFORD ROAD RADNOR,PA 19087			GIFT	500
NATIONAL ASSOCIATION FOR CHILDREN'S HEALTH QUALITY - DR HOMER 30 WINTER STREET BOSTON,MA 02108			GIFT	5,000
JEWISH FEDERATION OF GREATER DALLAS 7800 NORTHAVEN ROAD DALLAS,TX 75230			GIFT	835
JEWISH FEDERATION OF NORTH AMERICA - OKLAHOMA CITY TORNADO FUND PO BOX 157 NEW YORK,NY 10268			GIFT	500
NATIONAL AUTISM ASSOCIATION OF NORTH TEXAS PO BOX 261209 PLANO,TX 75026			GIFT	2,500
RICHARDSON ROADRUNNERS SPECIAL OLYMPICS TEAM 7715 CHEVY CHASE DRIVE SUITE 120 AUSTIN,TX 78752			GIFT	500
ST LOUIS UNIVERSITY 221 N GRAND BLVD ST LOUIS,MO 63103			GIFT	10,000
ST LOUIS ARC 1177 N WARSON ROAD ST LOUIS,MO 63132			GIFT	1,000
ST LOUIS PUBLIC RADIO 3651 OLIVE STREET ST LOUIS,MO 63108			GIFT	1,500
THE MOOG CENTER FOR DEAF EDUCATION 12300 S 40 DRIVE ST LOUIS,MO 63141			GIFT	500
UCSF FOUNDATION PO BOX 0248 SAN FRANCISCO,CA 94143			GIFT	1,000
VOGEL ALCOVE 1738 GANO ST DALLAS,TX 75215			GIFT	1,000
Total . . . . ▶ **3a**				303,029

Form 990PF Part XV Line 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*				
WINNICK HILLEL CENTER 102 WALNUT PLACE SYRACUSE,NY 13210			GIFT	500
Total . . . . ▶ **3a**				303,029

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491226008264

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 C/O MATTER FAMILY OFFICE	37-1416413

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 $33\frac{1}{3}$% 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
C/O MATTER FAMILY OFFICE

Employer identification number
37-1416413

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	THE REPUBLIC OF TEA INC 17577 MOCKINGBIRD ROAD NASHVILLE, IL62263	$ 300,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	RONALD T RUBIN 1993 TRUST 17577 MOCKINGBIRD ROAD NASHVILLE, IL62263	$ 97,135	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	Employer identification number
THE RUBIN FAMILY FOUNDATION C/O MATTER FAMILY OFFICE	37-1416413

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
2	10,045 SHARES OF BUILD A BEAR STOCK	$ 97,135	2013-11-25

(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
C/O MATTER FAMILY OFFICE

Employer identification number
37-1416413

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 2013 Gain/Loss from Sale of Other Assets Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE
EIN: 37-1416413

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CITY OF LIMA OHIO SANITARY SWR COMBINED UTILITIES	2009-12	PURCHASED	2013-04		96,784	85,055		0	11,729	
COCA COLA SENIOR NOTES	2009-03	PURCHASED	2013-04		29,307	25,679		0	3,628	
MONTGOMERY ALA SPL LODGING TAX RIVERFRONT STADIUM	2011-11	PURCHASED	2013-11		51,000	52,497		0	-1,497	
NORTHSIDE TEX INDPT SCH DIST PRIMARY/SECONDARY EDUCATION	2012-02	PURCHASED	2013-04		56,801	55,762		0	1,039	
STANFORD UNIVERSITY BD	2009-05	PURCHASED	2013-04		29,494	25,115		0	4,379	
UNITED PARCEL SVC INC	2009-03	PURCHASED	2013-04		29,869	25,629		0	4,240	
DOUBLELINE FDS TR	2013-04	PURCHASED	2013-09		4,257	4,408		0	-151	
FRANKLIN STRATEGIC SER	2013-04	PURCHASED	2013-09		4,900	5,044		0	-144	
VICTORY PORTFOLIOS	2013-04	PURCHASED	2013-09		3,300	3,455		0	-155	
WELLS FARGO ADVANTAGE FUNDS	2013-04	PURCHASED	2013-08		23,905	24,950		0	-1,045	
WILLIAM BLAIR FUNDS	2013-04	PURCHASED	2013-09		12,601	13,232		0	-631	
JPMORGAN CORE BOND SLCT	2012-05	PURCHASED	2013-12		49,950	51,518		0	-1,568	
FNMA	2008-09	PURCHASED	2013-05		75,000	76,651		0	-1,651	
GENERAL ELECTRIC	1930-09	PURCHASED	2013-04		50,000	50,025		0	-25	
ISRAEL ST	2004-01	PURCHASED	2013-05		100,000	100,000		0		
JPMORGAN CHASE	2005-03	PURCHASED	2013-01		50,000	51,829		0	-1,829	
PIMCO GLOBAL ADVANTAGE	2011-08	PURCHASED	2013-09		49,950	53,078		0	-3,128	
PIMCO UNCONSTRAINED BD	2009-09	PURCHASED	2013-09		199,950	195,769		0	4,181	
TEMPLETON GLOBAL BOND FD		PURCHASED			56			0	56	
ALLIANCEBERNSTEIN HIGH INC FD		PURCHASED			273			0	273	
BLACKROCK MULTI ASSET INCOME PORTFOLIO FD INSTITUTIONAL		PURCHASED			13			0	13	
FRANKLIN STRATEGIC SER		PURCHASED			367			0	367	
LOOMIS SLAYES STRATEGIC INCOME FUND		PURCHASED			65			0	65	
NEUBERGER & BERMAN EQUITY FDS EQUITY INCOME		PURCHASED			979			0	979	
WILLIAM BLAIR FUNDS		PURCHASED			526			0	526	
JPMORGAN CORE BOND SLCT		PURCHASED			19			0	19	
PIMCO UNCONSTRAINED BD		PURCHASED			1,881			0	1,881	
PIONEER STRATEGIC INCOME		PURCHASED			400			0	400	
STONE HARBOR EMRG MKTS		PURCHASED			6			0	6	
VANGUARD WELLINGTON FD		PURCHASED			5,728			0	5,728	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BROWN ADVISORY GROWTH		PURCHASED			640			0	640	
JPMORGAN CORE BOND SLCT		PURCHASED			1,020			0	1,020	
LOOMIS SLAYES STRATEGIC INCOME FUND		PURCHASED			2,190			0	2,190	
PIMCO GLOBAL ADVANTAGE		PURCHASED			4,369			0	4,369	
PIMCO UNCONSTRAINED BD		PURCHASED			493			0	493	
PIONEER STRATEGIC INCOME		PURCHASED			6,985			0	6,985	
STONE HARBOR EMRG MKTS		PURCHASED			13			0	13	
VANGUARD WELLINGTON FD		PURCHASED			32,788			0	32,788	
WASATCH EMRG MKT SMALL		PURCHASED			2,131			0	2,131	
FMP GENERATION, LLC - FROM K-1	2013-01	PURCHASED	2013-12		604			0	604	
FMP GENERATION, LLC - FROM K-1	2012-01	PURCHASED	2013-12		4,185			0	4,185	

TY 2013 Investments Corporate Bonds Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE

EIN: 37-1416413

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LOOMIS SAYLES BOND	438,390	497,584
PIMCO GLOBAL ADVANTAGE	463,089	444,436
CENTENNIAL INDPT SCH DIST NO	25,429	26,598
CHANNEL VIEW INDPT SCH DIST	51,077	52,713
CITY OF LIMA OHIO SANITARY SWR	0	0
CYPRESS FAIRBANKS TEX IDMPT	51,858	55,591
GE CAPITAL	0	0
JP MORGAN CHASE	0	0
LANSING MICH CAP IMPT BOND	26,518	27,478
METRO WASTEWTR RECLAMATION	101,506	108,571
PIMCO UNCONSTRAINED BD	605,897	616,005
CASA GRANDE AZ EXCISE TAX REV	25,553	28,483
CHANNEL VIEW INDPT SCH DIST	51,256	52,630
COCA COLA	0	0
STANFORD UNIVERSITY	0	0
TEMPLETON GLOBAL BOND FD	254,483	235,729
UNITED PARCEL SVC INC	0	0
UNIVERSITY COLO TAXABLE UNIV ENTERPRISE BONDS	51,161	51,973
PIONEER STRATEGIC INCOME	514,285	503,067
STONE HARBOR EMRG MKTS	260,780	240,504
CENTENNIAL INDPT SCH DIST NO	32,674	31,903
DALLAS TEX G O PENSION BDS	22,127	24,585
MONTGOMERY ALA SPL LODGING TAX	0	0
NORTHSIDE TEX INDPT SCH DIST PRIM/SEC	0	0
JPMORGAN CORE BOND SLCT	198,482	190,313
ALLIANCEBERSTEIN HIGH INC	49,895	48,102
COHEN & STEERS PFD SECS	24,943	23,536
DOUBLELINE FDS TR	30,520	28,911
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN	34,940	33,646
FRANKLIN STRATEGIC SER	45,395	44,051
LOOMIS SAYLES STRATEGIC	24,945	25,459
VICTORY PORTFOLIOS	56,415	52,763
WILLIAM BLAIR FUNDS	51,628	48,703

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491226008264

TY 2013 Investments Corporate Stock Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE
EIN: 37-1416413

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPDR DOW JONES INDL AVG	299,746	425,258
VANGUARD WELLINGTON FUND	745,581	950,279
BUILD A BEAR WORKSHOP	97,135	75,840
NEUBERGER & BERMAN EQUITY	24,952	24,016
ABERDEEN EMERGING	100,734	101,037
BROWN ADVISORY GROUP	100,640	111,599
WASATCH EMRG MKT SMALL	102,131	98,863

TY 2013 Investments Government Obligations Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE

EIN: 37-1416413

US Government Securities - End of Year Book Value:	0
US Government Securities - End of Year Fair Market Value:	0
State & Local Government Securities - End of Year Book Value:	29,536
State & Local Government Securities - End of Year Fair Market Value:	29,118

TY 2013 Investments - Other Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE

EIN: 37-1416413

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ST OF ISRAEL	FMV	0	0
ST OF ISRAEL	FMV	100,000	102,091
HENDERSON GLOBAL FUNDS	FMV	38,595	41,313
FMP GENERATION, LLC GENERATION IM GLOBAL EEQUITY FD	FMV	254,947	265,328
BLACKROCK MULT ASSET INCOM	FMV	49,824	50,396
PIMCO ALL ASSET ALL AUTHORITY	FMV	24,949	22,373

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491226008264

TY 2013 Other Expenses Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE

EIN: 37-1416413

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FMP GENERATION, LLC - FROM K-1	705	705		0

TY 2013 Other Professional Fees Schedule

Name: THE RUBIN FAMILY FOUNDATION
C/O MATTER FAMILY OFFICE

EIN: 37-1416413

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RBC INVESTMENT EXPENSE	3,403	3,403		0
RBC BANK FEES	58	0		0