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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning

, 2014, and ending

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC  
32 MONADNOCK ROAD, C/O ELLEN GORDON  
WELLESLEY HILLS, MA 02481

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, column (c), line 16)      J Accounting method       Cash       Accrual  
 \$ 87,249,406.      (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) |
|---|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc, received (attach schedule)               | 1,000,000.                         |                           |                         |   |
| 2 Ck ► <input type="checkbox"/> if the foundn is not required to attach Sch B |                                    |                           |                         |   |
| 3 Interest on savings and temporary cash investments                          | 333,616.                           | 333,616.                  | N/A                     |   |
| 4 Dividends and interest from securities                                      | 804,168.                           | 804,168.                  |                         |   |
| 5a Gross rents  |                                    |                           |                         |   |
| b Net rental income or (loss)   |                                    |                           |                         |   |
| 6a Net gain or (loss) from sale of assets not on line 10                      | 1,827,478.                         |                           |                         |   |
| b Gross sales price for all assets on line 6a                                 | 10,970,385.                        |                           |                         |   |
| 7 Capital gain net income (from Part IV, line 2)                              |                                    | 1,827,478.                |                         |   |
| 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)   |                                    |                           |                         |   |
| SEE STATEMENT 1   |                                    |                           |                         |   |
| 12 Total Add lines 1 through 11   | 3,965,414.                         | 2,965,262.                |                         |   |
| 13 Compensation of officers, directors, trustees, etc                         |                                    | 0.                        |                         |   |
| 14 Other employee salaries and wages  |                                    |                           |                         |   |
| 15 Pension plans, employee benefits   |                                    |                           |                         |   |
| 16a Legal fees (attach schedule)  | SEE ST 2                           | 7,873.                    |                         |   |
| b Accounting fees (attach sch)  | SEE ST 3                           | 23,200.                   |                         |   |
| c Other prof fees (attach sch)  | SEE ST 4                           | 553,527.                  | 553,527.                |   |
| 17 Interest   |                                    |                           |                         |   |
| 18 Taxes (attach schedule)(see instrs)  | SEE STM 5                          | 100,716.                  | 5,514.                  |   |
| 19 Depreciation (attach sch) and depletion                                    |                                    |                           |                         |   |
| 20 Occupancy  |                                    |                           |                         |   |
| 21 Travel, conferences, and meetings  |                                    |                           |                         |   |
| 22 Printing and publications  |                                    |                           |                         |   |
| 23 Other expenses (attach schedule)   |                                    |                           |                         |   |
| SEE STATEMENT 6   |                                    |                           |                         |   |
| 24 Total operating and administrative expenses. Add lines 13 through 23       |                                    | 2,246.                    | 98.                     |   |
| 25 Contributions, gifts, grants paid  | PART XV                            | 687,562.                  | 559,139.                |   |
| 26 Total expenses and disbursements Add lines 24 and 25                       |                                    | 4,501,638.                |                         | 4,501,638.  |
| 27 Subtract line 26 from line 12  |                                    | 5,189,200.                | 559,139.                | 4,501,638.  |
| a Excess of revenue over expenses and disbursements                           |                                    | -1,223,786.               |                         |   |
| b Net investment income (if negative, enter -0-)                              |                                    |                           | 2,406,123.              |   |
| c Adjusted net income (if negative, enter -0-)                                |                                    |                           |                         |   |

| REVENUE   | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |   |
|---|------------------------------------|---------------------------|-------------------------|---|---|
|   |                                    |                           |                         | 1   | 2 |
| 1 Contributions, gifts, grants, etc, received (attach schedule)               | 1,000,000.                         |                           |                         |   |   |
| 2 Ck ► <input type="checkbox"/> if the foundn is not required to attach Sch B |                                    |                           |                         |   |   |
| 3 Interest on savings and temporary cash investments                          | 333,616.                           | 333,616.                  | N/A                     |   |   |
| 4 Dividends and interest from securities                                      | 804,168.                           | 804,168.                  |                         |   |   |
| 5a Gross rents  |                                    |                           |                         |   |   |
| b Net rental income or (loss)   |                                    |                           |                         |   |   |
| 6a Net gain or (loss) from sale of assets not on line 10                      | 1,827,478.                         |                           |                         |   |   |
| b Gross sales price for all assets on line 6a                                 | 10,970,385.                        |                           |                         |   |   |
| 7 Capital gain net income (from Part IV, line 2)                              |                                    | 1,827,478.                |                         |   |   |
| 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)   |                                    |                           |                         |   |   |
| SEE STATEMENT 1   |                                    |                           |                         |   |   |
| 12 Total Add lines 1 through 11   | 3,965,414.                         | 2,965,262.                |                         |   |   |
| 13 Compensation of officers, directors, trustees, etc                         |                                    | 0.                        |                         |   |   |
| 14 Other employee salaries and wages  |                                    |                           |                         |   |   |
| 15 Pension plans, employee benefits   |                                    |                           |                         |   |   |
| 16a Legal fees (attach schedule)  | SEE ST 2                           | 7,873.                    |                         |   |   |
| b Accounting fees (attach sch)  | SEE ST 3                           | 23,200.                   |                         |   |   |
| c Other prof fees (attach sch)  | SEE ST 4                           | 553,527.                  | 553,527.                |   |   |
| 17 Interest   |                                    |                           |                         |   |   |
| 18 Taxes (attach schedule)(see instrs)  | SEE STM 5                          | 100,716.                  | 5,514.                  |   |   |
| 19 Depreciation (attach sch) and depletion                                    |                                    |                           |                         |   |   |
| 20 Occupancy  |                                    |                           |                         |   |   |
| 21 Travel, conferences, and meetings  |                                    |                           |                         |   |   |
| 22 Printing and publications  |                                    |                           |                         |   |   |
| 23 Other expenses (attach schedule)   |                                    |                           |                         |   |   |
| SEE STATEMENT 6   |                                    |                           |                         |   |   |
| 24 Total operating and administrative expenses. Add lines 13 through 23       |                                    | 2,246.                    | 98.                     |   |   |
| 25 Contributions, gifts, grants paid  | PART XV                            | 687,562.                  | 559,139.                |   |   |
| 26 Total expenses and disbursements Add lines 24 and 25                       |                                    | 4,501,638.                |                         | 4,501,638.  |   |
| 27 Subtract line 26 from line 12  |                                    | 5,189,200.                | 559,139.                | 4,501,638.  |   |
| a Excess of revenue over expenses and disbursements                           |                                    | -1,223,786.               |                         |   |   |
| b Net investment income (if negative, enter -0-)                              |                                    |                           | 2,406,123.              |   |   |
| c Adjusted net income (if negative, enter -0-)                                |                                    |                           |                         |   |   |

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SEARCH DATE MAR 16 2015

SCANNED MAR 31 2015

| Part II  | Balance Sheets  | Attached schedules and amounts in the description column should be for end-of-year amounts only<br>(See instructions) | Beginning of year | End of year    |                       |
|--|---|---|-------------------|----------------|-----------------------|
|  |   |   | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| A<br>S<br>S<br>E<br>T<br>S   | 1 Cash – non-interest-bearing   |   | 559,455.          | 661,216.       | 661,216.              |
|  | 2 Savings and temporary cash investments  |   | 2,373,583.        | 1,799,046.     | 1,799,047.            |
|  | 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 sch)   | ►   |                   |                |                       |
|  | Less allowance for doubtful accounts  | ►   |                   |                |                       |
|  | 8 Inventories for sale or use   | ►   |                   |                |                       |
|  | 9 Prepaid expenses and deferred charges   |   | 125,900.          | 51,770.        | 51,770.               |
|  | 10a Investments – U S and state government obligations (attach schedule)  |   |                   |                |                       |
|  | b Investments – corporate stock (attach schedule)   |   | 23,413,765.       | 25,023,064.    | 80,177,167.           |
|  | c Investments – corporate bonds (attach schedule)   |   | 6,521,611.        | 4,235,429.     | 4,560,206.            |
|  | 11 Investments – land, buildings, and equipment basis   | ►   |                   |                |                       |
| L<br>I<br>A<br>B<br>L<br>I<br>T<br>I<br>E<br>S   | Less accumulated depreciation (attach schedule)   | ►   |                   |                |                       |
|  | 12 Investments – mortgage loans   |   |                   |                |                       |
|  | 13 Investments – other (attach schedule)  |   |                   |                |                       |
|  | 14 Land, buildings, and equipment basis   | ►   |                   |                |                       |
|  | Less accumulated depreciation (attach schedule)   | ►   |                   |                |                       |
|  | 15 Other assets (describe ► SEE STATEMENT 7 )   |   |                   | 2.             |                       |
|  | 16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)                           |   | 32,994,314.       | 31,770,527.    | 87,249,406.           |
|  | 17 Accounts payable and accrued expenses  |   |                   |                |                       |
|  | 18 Grants payable   |   |                   |                |                       |
|  | 19 Deferred revenue   |   |                   |                |                       |
|  | 20 Loans from officers, directors, trustees, & other disqualified persons   |   |                   |                |                       |
|  | 21 Mortgages and other notes payable (attach schedule)  |   |                   |                |                       |
|  | 22 Other liabilities (describe ► )  |   | 1.                |                |                       |
|  | 23 Total liabilities (add lines 17 through 22)  |   | 1.                | 0.             |                       |
| N<br>F<br>E<br>U<br>T<br>N<br>D<br>A<br>S<br>B<br>S<br>A<br>S<br>E<br>T<br>A<br>S<br>N<br>C<br>O<br>R<br>E<br>R<br>S | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.                        | ► <input type="checkbox"/>  |                   |                |                       |
|  | 24 Unrestricted   |   |                   |                |                       |
|  | 25 Temporarily restricted   |   |                   |                |                       |
|  | 26 Permanently restricted   |   |                   |                |                       |
|  | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.                                     | ► <input checked="" type="checkbox"/>   |                   |                |                       |
|  | 27 Capital stock, trust principal, or current funds   |   | 32,994,313.       | 31,770,527.    |                       |
|  | 28 Paid-in or capital surplus, or land, bldg , and equipment fund   |   |                   |                |                       |
|  | 29 Retained earnings, accumulated income, endowment, or other funds   |   |                   |                |                       |
|  | 30 Total net assets or fund balances (see instructions)   |   | 32,994,313.       | 31,770,527.    |                       |
|  | 31 Total liabilities and net assets/fund balances (see instructions)  |   | 32,994,314.       | 31,770,527.    |                       |

## 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 | 32,994,313. |
| 2 Enter amount from Part I, line 27a   | 2 | -1,223,786. |
| 3 Other increases not included in line 2 (itemize) ►   | 3 |             |
| 4 Add lines 1, 2, and 3  | 4 | 31,770,527. |
| 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 | 31,770,527. |

**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 shares MLC Company) |   |  | (b) How acquired<br>P — Purchase<br>D — Donation    | (c) Date acquired<br>(month, day, year)   | (d) Date sold<br>(month, day, year) |
|--|---|--|---|---|-------------------------------------|
| <b>1 a SEE STATEMENT 8</b>   |   |  |   |   |                                     |
| b  |   |  |   |   |                                     |
| c  |   |  |   |   |                                     |
| d  |   |  |   |   |                                     |
| e  |   |  |   |   |                                     |
| (e) Gross sales price  |   | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale     | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |                                     |
| a  |   |  |   |   |                                     |
| b  |   |  |   |   |                                     |
| c  |   |  |   |   |                                     |
| d  |   |  |   |   |                                     |
| e  |   |  |   |   |                                     |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  |   |  |   | (i) Gains (Column (h))<br>gain minus column (k), but not less<br>than -0- or Losses (from column (h)) |                                     |
| (i) Fair Market Value<br>as of 12/31/69  |   | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of column (i)<br>over column (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<br>If (loss), enter -0- in Part I, line 7 |  |   | 2   | 1,827,478.                          |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)   |   |  |   | 3   | 70,004.                             |
| If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8                              |   |  |   |   |                                     |

**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 the instructions before making any entries

| (a)<br>Base period years<br>Calendar year (or tax year<br>beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of<br>noncharitable-use assets | (d)<br>Distribution ratio<br>(column (b) divided by column (c)) |
|---|--|---|---|
| 2013  | 4,405,053.                               | 86,388,166.                                     | 0.050991  |
| 2012  | 3,287,413.                               | 67,699,252.                                     | 0.048559  |
| 2011  | 2,576,347.                               | 68,237,023.                                     | 0.037756  |
| 2010  | 2,987,413.                               | 61,959,457.                                     | 0.048216  |
| 2009  | 2,979,228.                               | 51,533,890.                                     | 0.057811  |

2 Total of line 1, column (d)

2 0.243333

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 0.048667

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

4 87,308,480.

5 Multiply line 4 by line 3

5 4,249,042.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 24,061.

7 Add lines 5 and 6

7 4,273,103.

8 Enter qualifying distributions from Part XII, line 4

8 4,501,638.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)**

|     |   |  |
|-----|---|--|
| 1 a | Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1<br>Date of ruling or determination letter (attach copy of letter if necessary – see instrs) |  |
| 1   | 24,061.   |  |
| 2   | 0.  |  |
| 3   | 24,061.   |  |
| 4   | 0.  |  |
| 5   | 24,061.   |  |
| 6 a | 47,620.   |  |
| 6 b |   |  |
| 6 c |   |  |
| 6 d |   |  |
| 7   | 47,620.   |  |
| 8   |   |  |
| 9   | 0.  |  |
| 10  | 23,559.   |  |
| 11  | 0.  |  |

1 a 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 instrs)

1 b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

1 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)

1 d Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

1 e Add lines 1 and 2

1 f Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

1 g Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

1 h Credits/Payments

1 i 2014 estimated tax pmts and 2013 overpayment credited to 2014

1 j Exempt foreign organizations – tax withheld at source

1 k Tax paid with application for extension of time to file (Form 8868)

1 l Backup withholding erroneously withheld

1 m Total credits and payments Add lines 6a through 6d

1 n Enter any penalty for underpayment of estimated tax Check here  if Form 2220 is attached

1 o Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

1 p Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

1 q Enter the amount of line 10 to be Credited to 2015 estimated tax ► 23,559. | Refunded

**Part VII-A Statements Regarding Activities**

|      |  |     |    |
|------|--|-----|----|
| 1 a  | 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?   | Yes | No |
| 1 a  |  | X   |    |
| 1 b  | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?   | Yes | No |
| 1 b  |  | X   |    |
| 1 c  | 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   | Yes | No |
| 1 c  |  | X   |    |
| 1 d  | Did the foundation file Form 1120-POL for this year?   | Yes | No |
| 1 d  |  | X   |    |
| 1 e  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.  | Yes | No |
| 1 e  |  | X   |    |
| 2    | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.   | Yes | No |
| 2    |  | X   |    |
| 3    | Has the foundation engaged in any activities that have not previously been reported to the IRS?  | Yes | No |
| 3    | If 'Yes,' attach a detailed description of the activities  |     |    |
| 4 a  | 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                             | Yes | No |
| 4 a  |  | X   |    |
| 4 b  | Did the foundation have unrelated business gross income of \$1,000 or more during the year?  | Yes | No |
| 4 b  |  | N/A |    |
| 5    | b If 'Yes,' has it filed a tax return on Form 990-T for this year?   | Yes | No |
| 5    |  | X   |    |
| 6    | Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If 'Yes,' attach the statement required by General Instruction T   | Yes | No |
| 6    |  | X   |    |
| 7    | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or  | Yes | No |
| 7    |  | X   |    |
| 8 a  | • 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?   | Yes | No |
| 8 a  |  | X   |    |
| 9    | Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV  | Yes | No |
| 9    |  | X   |    |
| 10   | 8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY MA   | Yes | No |
| 10   |  | X   |    |
| 11 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  | Yes | No |
| 11 b |  | X   |    |
| 12   | 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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete Part XIV | Yes | No |
| 12   |  | X   |    |
| 13   | 10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses  | Yes | No |
| 13   |  | X   |    |

1 a 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?

1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

1 c 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

1 d Did the foundation file Form 1120-POL for this year?

1 e 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.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

3 If 'Yes,' attach a detailed description of the activities

4 a 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

4 b Did the foundation have unrelated business gross income of \$1,000 or more during the year?

5 b If 'Yes,' has it filed a tax return on Form 990-T for this year?

6 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If 'Yes,' attach the statement required by General Instruction T

7 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  
• By language in the governing instrument, or

8 a • 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?

9 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

10 8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY MA

11 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

12 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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

13 10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

**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                          | X        |
| 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                          | X        |
| 13  | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?   | 13                          | X        |
| Website address ► N/A   |   | Telephone no ► 631-421-5140 |          |
| 14 The books are in care of ► BRUCE S. HYAMS CPA Located at ► 52 ELM STREET HUNTINGTON NY   |   | ZIP + 4 ► 11743             |          |
| 15  | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year       | 15                          | N/A      |
| 16  | At any time during calendar year 2014, 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 X No |
| See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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                                     |
|---|--|------------------------------|--|
| 1 a   | 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?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2)   | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3)   | Furnish goods, services, or facilities to (or accept them from) a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4)   | Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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)?  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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 )  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ►  | 1 b                          | N/A                                    |
| 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 2014?  | 1 c                          | X                                      |
| 2   | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))  |                              |  |
| a   | At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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 )  | 2 b                          | N/A                                    |
| 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 __  |                              |  |
| 3 a   | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b   | If 'Yes,' did it have excess business holdings in 2014 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 2014) | 3 b                          | N/A                                    |
| 4 a   | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  | 4 a                          | X                                      |
| b   | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?  | 4 b                          | X                                      |

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

 Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

 Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

 Yes  No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (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 N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A  Yes  No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

6b X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b N/A

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

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

SEE STATEMENT 10

**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 |
|--|---|---|---|---------------------------------------|
| ELLEN R. GORDON<br>32 MONADNOCK ROAD<br>WELLESLEY HILLS, MA 02481  | PRESIDENT<br>0  | 0.  | 0.  | 0.                                    |
| MELVIN J. GORDON<br>32 MONADNOCK ROAD<br>WELLESLEY HILLS, MA 02481 | VICE PRESIDE<br>0   | 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 |
|---|---|------------------|---|---------------------------------------|
| ELLEN GORDON<br>32 MONADNOCK ROAD<br>WELLESLEY, MA 02481      | 0   | 0.               | 0.  | 0.                                    |
| -----   |   |                  |   |                                       |
| -----   |   |                  |   |                                       |
| -----   |   |                  |   |                                       |
| -----   |   |                  |   |                                       |
| -----   |   |                  |   |                                       |

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 |
|--|---------------------|------------------|
| FIRST MANHATTAN CO.<br>42 BROADWAY<br>NEW YORK, NY 10004                 | INVESTMENT ADVISORY | 500,607.         |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
| 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 THE FOUNDATION HAS NO DIRECT CONDUCT OF CHARITABLE ACTIVITIES, RATHER IT IS A NON OPERATING PRIVATE FOUNDATION |  |
| 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<br>N/A |  |
| 2        |  |

All other program-related investments. See instructions

|   |  |
|---|--|
| 3 |  |
|---|--|

|                              |      |
|------------------------------|------|
| Total. Add lines 1 through 3 | ► 0. |
|------------------------------|------|

BAA

Form 990-PF (2014)

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

|     |             |  |
|-----|-------------|--|
|     |             |  |
| 1 a | 85,215,057. |  |
| 1 b | 3,371,224.  |  |
| 1 c | 51,770.     |  |
| 1 d | 88,638,051. |  |
|     |             |  |
| 2   | 0.          |  |
| 3   | 88,638,051. |  |
| 4   | 1,329,571.  |  |
| 5   | 87,308,480. |  |
| 6   | 4,365,424.  |  |

**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
- 2 a Tax on investment income for 2014 from Part VI, line 5
- b Income tax for 2014 (This does not include the tax from Part VI )
- c Add lines 2a and 2b
- 3 Distributable amount before adjustments Subtract line 2c from line 1
- 4 Recoveries of amounts treated as qualifying distributions
- 5 Add lines 3 and 4
- 6 Deduction from distributable amount (see instructions)
- 7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

|     |         |  |     |            |
|-----|---------|--|-----|------------|
|     |         |  | 1   | 4,365,424. |
| 2 a | 24,061. |  |     |            |
| 2 b |         |  | 2 c | 24,061.    |
|     |         |  | 3   | 4,341,363. |
|     |         |  | 4   |            |
|     |         |  | 5   | 4,341,363. |
|     |         |  | 6   |            |
|     |         |  | 7   | 4,341,363. |

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

|     |  |  |     |            |
|-----|--|--|-----|------------|
|     |  |  | 1 a | 4,501,638. |
| 1 b |  |  |     |            |
| 2   |  |  | 3 a |            |
|     |  |  | 3 b |            |
|     |  |  | 4   | 4,501,638. |
|     |  |  | 5   | 24,061.    |
|     |  |  | 6   | 4,477,577. |

**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)<br>Corpus | (b)<br>Years prior to 2013 | (c)<br>2013 | (d)<br>2014 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2014 from Part XI, line 7   |               |                            |             | 4,341,363.  |
| 2 Undistributed income, if any, as of the end of 2014  |               |                            | 2,991,641.  |             |
| a Enter amount for 2013 only   |               | 0.                         |             |             |
| b Total for prior years 20____, 20____, 20____   |               |                            |             |             |
| 3 Excess distributions carryover, if any, to 2014  |               |                            |             |             |
| a From 2009  |               |                            |             |             |
| b From 2010  |               |                            |             |             |
| c From 2011  |               |                            |             |             |
| d From 2012  |               |                            |             |             |
| e From 2013  |               |                            |             |             |
| f Total of lines 3a through e  |               | 0.                         |             |             |
| 4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 4,501,638.  |               |                            | 2,991,641.  |             |
| a Applied to 2013, but not more than line 2a   |               |                            |             |             |
| 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 2014 distributable amount   |               |                            |             | 1,509,997.  |
| e Remaining amount distributed out of corpus   |               | 0.                         |             |             |
| 5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))   |               | 0.                         |             | 0.          |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  |               | 0.                         |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b  |               |                            | 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 2013 Subtract line 4a from line 2a Taxable amount – see instructions  |               |                            |             | 0.          |
| f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015  |               |                            |             | 2,831,366.  |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)       |               | 0.                         |             |             |
| 8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)  |               | 0.                         |             |             |
| 9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a  |               | 0.                         |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2010   |               |                            |             |             |
| b Excess from 2011   |               |                            |             |             |
| c Excess from 2012   |               |                            |             |             |
| d Excess from 2013   |               |                            |             |             |
| e Excess from 2014   |               |                            |             |             |

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

N/A

|  |  |  |  |  |
|--|--|--|--|--|
| <b>1 a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling | ► <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5) |  |  |  |
| <b>b</b> Check box to indicate whether the foundation is a private operating foundation described in section   |  |  |  |  |
| <b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed   |  |  |  |  |
| <b>b</b> 85% of line 2a  |  |  |  |  |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed   |  |  |  |  |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities   |  |  |  |  |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c  |  |  |  |  |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon   |  |  |  |  |
| <b>a</b> 'Assets' alternative test – enter   |  |  |  |  |
| (1) Value of all assets  |  |  |  |  |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i)  |  |  |  |  |
| <b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed  |  |  |  |  |
| <b>c</b> 'Support' alternative test – enter  |  |  |  |  |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)  |  |  |  |  |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)   |  |  |  |  |
| (3) Largest amount of support from an exempt organization  |  |  |  |  |
| (4) Gross investment income  |  |  |  |  |

**Part XV | Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see 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))

NONE

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

NONE

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

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

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

**SEE STATEMENT 11**

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

**SEE STATEMENT FOR LINE 2A**

**c** Any submission deadlines

**SEE STATEMENT FOR LINE 2A**

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

**SEE STATEMENT FOR LINE 2A**

**Part XV | Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient  | 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     |
|--|---|--------------------------------|----------------------------------|------------|
| Name and address (home or business)                                |   |                                |                                  |            |
| <i>a Paid during the year</i>                                      |   |                                |                                  |            |
| SEE ATTACHED SCHEDULE<br>32 MONADNOCK<br>WELLESLEY HILLS, MA 02481 | NONE  | NC                             | CHARITABLE                       | 4,501,638. |
| <b>Total</b>   |   |                                | ► 3 a                            | 4,501,638. |
| <i>b Approved for future payment</i>                               |   |                                |                                  |            |
| <b>Total</b>   |   |                                | ► 3 b                            |            |

## 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)<br>Related or exempt<br>function income<br>(See instructions ) |
|---|---------------------------|---------------|--------------------------------------|---------------|--|
|   | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>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                                   | 333,616.      |  |
| 4 Dividends and interest from securities                        |                           |               | 14                                   | 804,168.      |  |
| 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                                       |                           |               |                                      | 152.          |  |
| 8 Gain or (loss) from sales of assets other than inventory      |                           |               |                                      |               | 1,827,478.   |
| 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)                       |                           |               |                                      | 1,137,936.    | 1,827,478.   |
| 13 Total. Add line 12, columns (b), (d), and (e)                |                           |               |                                      | 13            | 2,965,414.   |
| (See worksheet in line 13 instructions to verify calculations ) |                           |               |                                      |               |  |

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

| Line No.<br>▼ | 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 ) |
|---------------|--|
| 1             | NOT APPLICABLE   |
|               |  |
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**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

|   | Yes     | No |
|---|---------|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? |         |    |
| a Transfers from the reporting foundation to a noncharitable exempt organization of   |         |    |
| (1) Cash  | 1 a (1) | X  |
| (2) Other assets  | 1 a (2) | X  |
| b Other transactions  |         |    |
| (1) Sales of assets to a noncharitable exempt organization  | 1 b (1) | X  |
| (2) Purchases of assets from a noncharitable exempt organization  | 1 b (2) | X  |
| (3) Rental of facilities, equipment, or other assets  | 1 b (3) | X  |
| (4) Reimbursement arrangements  | 1 b (4) | X  |
| (5) Loans or loan guarantees  | 1 b (5) | X  |
| (6) Performance of services or membership or fundraising solicitations  | 1 b (6) | X  |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | 1 c     | X  |

**d** If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

| <b>(a) Name of organization</b> | <b>(b) Type of organization</b> | <b>(c) Description of relationship</b> |
|---------------------------------|---------------------------------|--|
| N/A                             |                                 |  |
|                                 |                                 |  |
|                                 |                                 |  |
|                                 |                                 |  |

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) is based on all information of which preparer has any knowledge.

Sign  
Here

\* Ellen R Gordon

3/14/15

Dat

► PRESIDENT

Title

May the IRS discuss this return with the preparer shown below (see instructions)?

|                                       |   |  |                         |   |                          |
|---------------------------------------|---|--|-------------------------|---|--------------------------|
| <b>Paid<br/>Preparer<br/>Use Only</b> | Print/Type preparer's name<br><b>BRUCE S HYAMS, CPA</b>                   | Preparer's signature<br><i>Bruc...e S. Hyams</i> | Date<br><b>3-9-2015</b> | Check <input type="checkbox"/> if self employed | PTIN<br><b>P00221463</b> |
|                                       | Firm's name<br>► <b>RASKIN &amp; RASKIN CPAS PC</b>                       | Firm's EIN ► <b>11-3235413</b>                   |                         |   |                          |
|                                       | Firm's address<br>► <b>52 ELM ST, STE 2<br/>HUNTINGTON, NY 11743-3489</b> | Phone no <b>(631) 421-5140</b>                   |                         |   |                          |

**BAA**

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Form 990-PF (2014)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

OMB No 1545-0047

**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF  
► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**2014**

Name of the organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

**Special Rules**

For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**BAA** For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

CELE H. &amp; WILLIAM B. RUBIN FAMILY FUND, INC.

11-6026235

**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution   |
|---------------|--|----------------------------|---|
| 1             | TOOTSIE ROLL INDUSTRIES, INC.<br>7401 SOUTH CICERO AVENUE<br>CHICAGO, IL 60629 | \$ 500,000                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions ) |
| 2             | MELVIN J. GORDON<br>32 MONADNOCK ROAD<br>WELLESLEY HILLS, MA 02481             | \$ 125,000                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions ) |
| 3             | ELLEN GORDON<br>32 MONADNOCK ROAD<br>WELLESLEY HILLS, MA 02481                 | \$ 375,000                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions ) |
|               |  | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|               |  | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|               |  | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|               |  | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |

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**Name of organization**

**Employer identification number**

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

11-6026235

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

| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|--|--|----------------------|
|                           | N/A  | \$   |                      |
|                           |  | \$   |                      |
|                           |  | \$   |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  | \$   |                      |
|                           |  | \$   |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  | \$   |                      |
|                           |  | \$   |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  | \$   |                      |
|                           |  | \$   |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  | \$   |                      |
|                           |  | \$   |                      |

**BAA**

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Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

CELE H. &amp; WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

**Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8) or (10) that total more than \$1,000 for the year from any one contributor.**

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.) ► \$ \_\_\_\_\_ N/A  
Use duplicate copies of Part III if additional space is needed

| (a)<br>No. from<br>Part I  | (b)<br>Purpose of gift | (c)<br>Use of gift | (d)<br>Description of how gift is held |
|--|------------------------|--------------------|--|
| N/A  |                        |                    |  |
| (e)<br>Transfer of gift<br>Transferee's name, address, and ZIP + 4      Relationship of transferor to transferee |                        |                    |  |
|  |                        |                    |  |
| (a)<br>No. from<br>Part I  | (b)<br>Purpose of gift | (c)<br>Use of gift | (d)<br>Description of how gift is held |
|  |                        |                    |  |
| (e)<br>Transfer of gift<br>Transferee's name, address, and ZIP + 4      Relationship of transferor to transferee |                        |                    |  |
|  |                        |                    |  |
| (a)<br>No. from<br>Part I  | (b)<br>Purpose of gift | (c)<br>Use of gift | (d)<br>Description of how gift is held |
|  |                        |                    |  |
| (e)<br>Transfer of gift<br>Transferee's name, address, and ZIP + 4      Relationship of transferor to transferee |                        |                    |  |
|  |                        |                    |  |
| (a)<br>No. from<br>Part I  | (b)<br>Purpose of gift | (c)<br>Use of gift | (d)<br>Description of how gift is held |
|  |                        |                    |  |
| (e)<br>Transfer of gift<br>Transferee's name, address, and ZIP + 4      Relationship of transferor to transferee |                        |                    |  |
|  |                        |                    |  |

2014

## FEDERAL STATEMENTS

PAGE 1

CELE H.&amp; WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 11**  
**OTHER INCOME**

|                         | (A)<br>REVENUE<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| OTHER INVESTMENT INCOME | \$ 152.                     | \$ 0.                           | \$ 0.                         |
| TOTAL                   | \$ 152.                     | \$ 0.                           | \$ 0.                         |

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16A**  
**LEGAL FEES**

|                 | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| LEGAL FEES PAID | \$ 7,873.                    | \$ 0.                           | \$ 0.                         | \$ 0.                         |
| TOTAL           | \$ 7,873.                    | \$ 0.                           | \$ 0.                         | \$ 0.                         |

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

|  | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|--|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES<br>TAX RETURNS PREPARATION | \$ 17,400.<br>5,800.         | \$ 0.                           | \$ 0.                         | \$ 0.                         |
| TOTAL                                      | \$ 23,200.                   | \$ 0.                           | \$ 0.                         | \$ 0.                         |

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

|                                     | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-------------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| BIRCH HILL FEES INVESTMENT FEES     | \$ 17,095.                   | \$ 17,095.                      | \$ 17,095.                    | \$ 17,095.                    |
| FIRST MANHATTAN CO. INVESTMENT FEES | 500,607.                     | 500,607.                        | 500,607.                      | 500,607.                      |
| GENEVA INVESTMENT FEES              | 35,465.                      | 35,465.                         | 35,465.                       | 35,465.                       |
| MERRILL LYNCH FEES                  | 360.                         | 360.                            | 360.                          | 360.                          |
| TOTAL                               | \$ 553,527.                  | \$ 553,527.                     | \$ 553,527.                   | \$ 553,527.                   |

2014

## FEDERAL STATEMENTS

PAGE 2

CELE H.&amp; WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

|                                       | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|---------------------------------------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| FEDERAL EXCISE TAX                    | \$ 95,202.                   |                                    |                               |                               |
| FOREIGN TAXES WITHHELD ON INVESTMENTS | 5,514.                       | \$ 5,514.                          |                               |                               |
| TOTAL                                 | <u>\$ 100,716.</u>           | <u>\$ 5,514.</u>                   |                               | \$ 0.                         |

**STATEMENT 6**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

|                                   | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| ADR PASS THROUGH FEES             | \$ 98.                       | \$ 98.                             |                               |                               |
| ANNUAL PUBLIC NOTICE              | 140.                         |                                    |                               |                               |
| FILING FEES COMMONWEALTH OF MASS  | 500.                         |                                    |                               |                               |
| MISCELLANEOUS AND ROUNDING        | 8.                           |                                    |                               |                               |
| NYS DEPARTMENT OF LAW FILING FEES | 1,500.                       |                                    |                               |                               |
| TOTAL                             | <u>\$ 2,246.</u>             | <u>\$ 98.</u>                      |                               | \$ 0.                         |

**STATEMENT 7**  
**FORM 990-PF, PART II, LINE 15**  
**OTHER ASSETS**

|          | BOOK VALUE   | FAIR MARKET<br>VALUE |
|----------|--------------|----------------------|
| ROUNDING | \$ 2.        |                      |
| TOTAL    | <u>\$ 2.</u> | \$ 0.                |

**STATEMENT 8**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (A) DESCRIPTION                           | (B) HOW<br>ACQUIRED | (C) DATE<br>ACQUIRED | (D) DATE<br>SOLD |
|------|---|---------------------|----------------------|------------------|
| 1    | 2,500.00 ALLISON TRANSMISSION HLDNGS INC  | PURCHASED           | 10/18/2012           | 1/21/2014        |
| 2    | 10,000.00 ALLISON TRANSMISSION HLDNGS INC | PURCHASED           | 12/07/2012           | 1/21/2014        |
| 3    | 350,000.00 AVATAR HLDNGS 4.50% 4.1.24.    | PURCHASED           | 4/27/2009            | 4/02/2014        |
| 4    | 65,000.00 AVATAR HLDNGS 4.50% 4.1.24.     | PURCHASED           | 11/05/2010           | 4/02/2014        |
| 5    | 1,300.00 COUSINS PPTYS INC PFD 7.50%      | PURCHASED           | 1/06/2009            | 4/14/2014        |
| 6    | 3,400.00 COUSINS PPTYS INC PFD 7.50%      | PURCHASED           | 1/09/2009            | 4/14/2014        |
| 7    | 4,200.00 COUSINS PPTYS INC PFD 7.50%      | PURCHASED           | 2/09/2009            | 4/14/2014        |
| 8    | 300 COUSINS PPTYS INC PFD 7.50%           | PURCHASED           | 2/23/2009            | 4/14/2014        |
| 9    | 200 COUSINS PPTYS INC PFD 7.50%           | PURCHASED           | 3/02/2009            | 4/14/2014        |
| 10   | 2,500.00 COUSINS PPTYS INC PFD 7.50%      | PURCHASED           | 3/27/2009            | 4/14/2014        |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (A) DESCRIPTION                                 | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|---|------------------|-------------------|---------------|
| 11   | 7,750.00 COUSINS PPTYS INC PFD 7.50%            | PURCHASED        | 3/30/2009         | 4/14/2014     |
| 12   | 2,850.00 COUSINS PPTYS INC PFD 7.50%            | PURCHASED        | 3/30/2009         | 4/14/2014     |
| 13   | 400,000.00 CHESAPEAKE ENERGY CORP. 9.5% 2.15.15 | PURCHASED        | 8/20/2012         | 4/24/2014     |
| 14   | 80,000.00 CHESAPEAKE ENERGY CORP. 9.5% 2.15.15  | PURCHASED        | 10/03/2012        | 4/24/2014     |
| 15   | 73,000.00 CHESAPEAKE ENERGY CORP. 9.5% 2.15.15  | PURCHASED        | 12/17/2012        | 4/24/2014     |
| 16   | 285,000.00 RANGE RS CORP NTS 8.00% 5/5/2019     | PURCHASED        | 3/08/2013         | 6/26/2014     |
| 17   | 2,142.00 SEVENTY SEVEN ENERGY INC               | PURCHASED        | 7/07/2014         | 7/07/2014     |
| 18   | 10,000.00 DARDEN RESTAURANTS                    | PURCHASED        | 10/16/2013        | 9/25/2014     |
| 19   | 15,000.00 DARDEN RESTAURANTS                    | PURCHASED        | 10/17/2013        | 9/25/2014     |
| 20   | 7,500.00 CVS CAREMARK CORP                      | PURCHASED        | 2/22/2011         | 9/26/2014     |
| 21   | 4,000.00 CVS CAREMARK CORP                      | PURCHASED        | 10/26/2010        | 11/26/2014    |
| 22   | 2,500.00 JARDEN CORP                            | PURCHASED        | 4/20/1993         | 11/28/2014    |
| 23   | 5,000.00 MICROSOFT CORP                         | PURCHASED        | 3/30/2011         | 11/28/2014    |
| 24   | 7,500.00 WINTHROP RLTY TR SH NEW                | PURCHASED        | 8/06/2013         | 11/28/2014    |
| 25   | 1600000 U.S. TREASURY 0.00% 1/22/15             | PURCHASED        | 10/27/2014        | 12/02/2014    |
| 26   | 2,500.00 CVS CAREMARK CORP                      | PURCHASED        | 10/26/2010        | 12/08/2014    |
| 27   | 5,000.00 PRESTIGE BRANDS HOLDINGS INC           | PURCHASED        | 5/16/2006         | 12/08/2014    |
| 28   | 250,000.00 CNA FINANCIAL CORP 5.85 12/15/14     | PURCHASED        | 1/04/2012         | 12/15/2014    |
| 29   | 1,000.00 CVS CAREMARK CORP                      | PURCHASED        | 10/26/2010        | 12/29/2014    |
| 30   | 270 SIGNET JEWELERS                             | PURCHASED        | 5/21/2013         | 1/15/2014     |
| 31   | 175 SIGNET JEWELERS                             | PURCHASED        | 6/24/2013         | 1/15/2014     |
| 32   | 290 MICHAEL KORS HLDNGS                         | PURCHASED        | 8/27/2013         | 1/16/2014     |
| 33   | 1,270.00 LORILLARD INC                          | PURCHASED        | 11/06/2013        | 1/22/2014     |
| 34   | 425 SEADRILL LTD                                | PURCHASED        | 8/07/2013         | 1/24/2014     |
| 35   | 100 SEADRILL LTD                                | PURCHASED        | 9/19/2013         | 1/24/2014     |
| 36   | 175 NU SKIN ENT                                 | PURCHASED        | 11/26/2013        | 1/24/2014     |
| 37   | 135 NU SKIN ENT                                 | PURCHASED        | 11/27/2013        | 1/24/2014     |
| 38   | 815 QIWI PLC ADR                                | PURCHASED        | 7/15/2013         | 1/27/2014     |
| 39   | 600 QIWI PLC ADR                                | PURCHASED        | 8/28/2013         | 1/27/2014     |
| 40   | 275 SEADRILL LTD                                | PURCHASED        | 9/19/2013         | 1/29/2014     |
| 41   | 870 SEADRILL LTD                                | PURCHASED        | 10/18/2013        | 1/29/2014     |
| 42   | 615 TUPPERWARE BRANDS                           | PURCHASED        | 5/06/2013         | 1/30/2014     |
| 43   | 305 MERCADOLIBRE INC                            | PURCHASED        | 5/03/2013         | 1/30/2014     |
| 44   | 140 ALTISOURCE PORT                             | PURCHASED        | 11/04/2013        | 2/03/2014     |
| 45   | 705 YANDEX NV                                   | PURCHASED        | 5/15/2013         | 2/04/2014     |
| 46   | 375 YANDEX NV                                   | PURCHASED        | 7/23/2013         | 2/04/2014     |
| 47   | 85 YANDEX NV                                    | PURCHASED        | 8/08/2013         | 2/04/2014     |
| 48   | 545 ACE LIMITED NEW                             | PURCHASED        | 10/10/2013        | 2/05/2014     |
| 49   | 457.5 ONE GAS INC.                              | PURCHASED        | 10/10/2013        | 2/14/2014     |
| 50   | 495 IMAX CORP                                   | PURCHASED        | 5/10/2013         | 2/21/2014     |
| 51   | 465 IMAX CORP                                   | PURCHASED        | 5/16/2013         | 2/21/2014     |
| 52   | 20 IMAX CORP                                    | PURCHASED        | 6/12/2013         | 2/21/2014     |
| 53   | 160 COPA HOLDINGS SA                            | PURCHASED        | 5/06/2013         | 2/26/2014     |
| 54   | 160 ACE LIMITED NEW (5962)                      | PURCHASED        | 6/05/2013         | 2/27/2014     |
| 55   | 455 EURONET                                     | PURCHASED        | 10/01/2013        | 3/03/2014     |
| 56   | 150 COPA HOLDINGS SA (5962)                     | PURCHASED        | 5/03/2013         | 3/05/2014     |
| 57   | 145 COPA HOLDINGS SA (5962)                     | PURCHASED        | 5/03/2013         | 3/11/2014     |
| 58   | 410 YANDEX NV                                   | PURCHASED        | 8/08/2013         | 3/12/2014     |
| 59   | 540 KAR AUCTION                                 | PURCHASED        | 9/17/2013         | 3/13/2014     |
| 60   | 262.5 KNOWLES INC.                              | PURCHASED        | 8/05/2013         | 3/14/2014     |
| 61   | 107.5 KNOWLES INC.                              | PURCHASED        | 8/29/2013         | 3/14/2014     |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (A) DESCRIPTION                | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|--------------------------------|------------------|-------------------|---------------|
| 62   | 80 YANDEX NV                   | PURCHASED        | 8/08/2013         | 3/14/2014     |
| 63   | 570 YANDEX NV                  | PURCHASED        | 8/28/2013         | 3/14/2014     |
| 64   | 260 ROCKWELL AUTOMATION        | PURCHASED        | 2/12/2014         | 3/19/2014     |
| 65   | 120 BAIDU NC ADR               | PURCHASED        | 6/12/2013         | 3/19/2014     |
| 66   | 40 BAIDU NC ADR                | PURCHASED        | 7/29/2013         | 3/19/2014     |
| 67   | 1,255.00 CHINA DISTANCE ED ADR | PURCHASED        | 1/15/2014         | 3/25/2014     |
| 68   | 545 GALLAGHER ARTHUR J & CO    | PURCHASED        | 5/31/2013         | 3/26/2014     |
| 69   | 945 LIONS GATE ENTMT           | PURCHASED        | 9/26/2013         | 3/28/2014     |
| 70   | 150 WYNN RESORT (7700)         | PURCHASED        | 5/06/2013         | 3/31/2014     |
| 71   | 715 MELCO CROWN                | PURCHASED        | 5/03/2013         | 3/31/2014     |
| 72   | 200 QIHOO 360 TECH CO ADR      | PURCHASED        | 2/21/2014         | 3/31/2014     |
| 73   | 405 FRANCO NEVADA CORP         | PURCHASED        | 2/25/2014         | 4/01/2014     |
| 74   | 235 MICHAEL KORS HLDNGS        | PURCHASED        | 8/27/2013         | 4/01/2014     |
| 75   | 620 LIONS GATE ENTMT           | PURCHASED        | 9/26/2013         | 4/02/2014     |
| 76   | 475 LIONS GATE ENTMT           | PURCHASED        | 10/17/2013        | 4/02/2014     |
| 77   | 115 KAR AUCTION                | PURCHASED        | 9/17/2013         | 4/07/2014     |
| 78   | 670 KAR AUCTION                | PURCHASED        | 9/26/2013         | 4/07/2014     |
| 79   | 660 KAR AUCTION                | PURCHASED        | 10/17/2013        | 4/07/2014     |
| 80   | 600 QUNAR CAYMAN               | PURCHASED        | 3/11/2014         | 4/08/2014     |
| 81   | 50 WYNN RESORT (7700)          | PURCHASED        | 5/06/2013         | 4/09/2014     |
| 82   | 70 WYNN RESORT (7700)          | PURCHASED        | 5/08/2013         | 4/09/2014     |
| 83   | 115 BAIDU NC ADR               | PURCHASED        | 7/29/2013         | 4/10/2014     |
| 84   | 335 CHICAGO BRIDGE & IRON      | PURCHASED        | 5/03/2013         | 4/11/2014     |
| 85   | 10 GALLAGHER ARTHUR J & CO     | PURCHASED        | 5/31/2013         | 4/14/2014     |
| 86   | 295 GALLAGHER ARTHUR J & CO    | PURCHASED        | 6/13/2013         | 4/14/2014     |
| 87   | 280 GALLAGHER ARTHUR J & CO    | PURCHASED        | 1/24/2014         | 4/14/2014     |
| 88   | 420 WALGREEN CO.               | PURCHASED        | 5/06/2013         | 4/14/2014     |
| 89   | 490 ARTISIAN PART ASSET        | PURCHASED        | 5/09/2013         | 4/17/2014     |
| 90   | 435 ARTISIAN PART ASSET        | PURCHASED        | 5/09/2013         | 4/22/2014     |
| 91   | 25 ARTISIAN PART ASSET         | PURCHASED        | 6/19/2013         | 4/22/2014     |
| 92   | 1,030.00 POINTS INTL LTD       | PURCHASED        | 5/24/2013         | 4/24/2014     |
| 93   | 255 GENUINE PARTS CO           | PURCHASED        | 5/06/2013         | 4/25/2014     |
| 94   | 385 CBOE HOLDINGS              | PURCHASED        | 8/14/2013         | 5/20/2014     |
| 95   | 400 CBOE HOLDINGS              | PURCHASED        | 10/25/2013        | 5/20/2014     |
| 96   | 840 AVERY DENNISON CORP.       | PURCHASED        | 7/26/2013         | 5/20/2014     |
| 97   | 415 AVERY DENNISON CORP.       | PURCHASED        | 8/14/2013         | 5/20/2014     |
| 98   | 675 AVERY DENNISON CORP.       | PURCHASED        | 8/26/2013         | 5/20/2014     |
| 99   | 105 WYNN RESORT (7700)         | PURCHASED        | 5/08/2013         | 5/20/2014     |
| 100  | 420 ALKERMES PLC               | PURCHASED        | 1/27/2014         | 6/02/2014     |
| 101  | 255 ALKERMES PLC               | PURCHASED        | 2/25/2014         | 6/02/2014     |
| 102  | 380 ITC HOLDINGS               | PURCHASED        | 5/06/2013         | 6/04/2014     |
| 103  | 300 GENUINE PARTS CO           | PURCHASED        | 5/06/2013         | 6/07/2014     |
| 104  | 495 CHICAGO BRIDGE & IRON      | PURCHASED        | 5/03/2013         | 6/20/2014     |
| 105  | 840 U.S.BANCORP DEL            | PURCHASED        | 10/10/2013        | 6/23/2014     |
| 106  | 290 COVIDIEN PLC               | PURCHASED        | 2/11/2014         | 6/25/2014     |
| 107  | 2,730.00 GRAN TIERRA ENERGY    | PURCHASED        | 2/21/2014         | 7/14/2014     |
| 108  | 325 WALGREEN CO.               | PURCHASED        | 5/06/2013         | 7/14/2014     |
| 109  | 275 ACCENTURE PLC SHS          | PURCHASED        | 5/06/2013         | 7/23/2014     |
| 110  | 565 CHICAGO BRIDGE & IRON      | PURCHASED        | 5/03/2013         | 7/25/2014     |
| 111  | 225 CHICAGO BRIDGE & IRON      | PURCHASED        | 7/18/2013         | 7/25/2014     |
| 112  | 930 IMAX CORP                  | PURCHASED        | 6/12/2013         | 8/13/2014     |
| 113  | 405 WALGREEN CO.               | PURCHASED        | 5/06/2013         | 8/25/2014     |
| 114  | 495 SIX FLAGS ENTERTAINMENT    | PURCHASED        | 7/16/2013         | 9/08/2014     |
| 115  | 55 COPA HOLDINGS SA            | PURCHASED        | 5/06/2013         | 9/19/2014     |
| 116  | 450 NIELSEN HOLDINGS           | PURCHASED        | 2/10/2014         | 9/23/2014     |
| 117  | 175 ROCKWELL AUTOMATION        | PURCHASED        | 2/12/2014         | 10/15/2014    |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (A) DESCRIPTION               | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|-------------------------------|------------------|-------------------|---------------|
| 118  | 180 ROCKWELL AUTOMATION       | PURCHASED        | 2/21/2014         | 10/15/2014    |
| 119  | 200 LYONDELLBASELL IND        | PURCHASED        | 6/19/2013         | 10/16/2014    |
| 120  | 685 INVESCO LTD               | PURCHASED        | 9/24/2013         | 10/17/2014    |
| 121  | 525 DOVER CORP.               | PURCHASED        | 8/05/2013         | 10/17/2014    |
| 122  | 215 DOVER CORP.               | PURCHASED        | 8/29/2013         | 10/17/2014    |
| 123  | 1,475.00 EVERTEC INC          | PURCHASED        | 6/24/2013         | 10/20/2014    |
| 124  | 540 EVERTEC INC               | PURCHASED        | 8/08/2013         | 10/20/2014    |
| 125  | 325 METHANEX CORP             | PURCHASED        | 2/21/2014         | 10/20/2014    |
| 126  | 215 METHANEX CORP             | PURCHASED        | 4/14/2014         | 10/20/2014    |
| 127  | 15 POINTS INTL LTD            | PURCHASED        | 5/24/2013         | 10/20/2014    |
| 128  | 1,565.00 POINTS INTL LTD      | PURCHASED        | 6/10/2013         | 10/20/2014    |
| 129  | 325 POINTS INTL LTD           | PURCHASED        | 7/01/2013         | 10/20/2014    |
| 130  | 165 LYONDELLBASELL IND        | PURCHASED        | 6/19/2013         | 10/20/2014    |
| 131  | 345 LYONDELLBASELL IND        | PURCHASED        | 7/15/2013         | 10/20/2014    |
| 132  | 180 LYONDELLBASELL IND        | PURCHASED        | 9/26/2013         | 10/20/2014    |
| 133  | 170 LYONDELLBASELL IND        | PURCHASED        | 11/26/2013        | 10/20/2014    |
| 134  | 610 MERCADOLIBRE INC          | PURCHASED        | 5/03/2013         | 10/27/2014    |
| 135  | 640 LYONDELLBASELL IND (5962) | PURCHASED        | 10/17/2013        | 11/28/2014    |
| 136  | 205 LYONDELLBASELL IND (5962) | PURCHASED        | 11/18/2013        | 11/28/2014    |
| 137  | 260 CORE LABORATORIES NV      | PURCHASED        | 5/03/2013         | 12/11/2014    |
| 138  | 460 CORE LABORATORIES NV      | PURCHASED        | 5/03/2013         | 12/11/2014    |
| 139  | 125 WYNN RESORT (7700)        | PURCHASED        | 5/14/2013         | 12/11/2014    |
| 140  | 80 WYNN RESORT (7700)         | PURCHASED        | 8/26/2013         | 12/11/2014    |
| 141  | 60 WYNN RESORT (7700)         | PURCHASED        | 2/28/2014         | 12/11/2014    |
| 142  | 190 COPA HOLDINGS SA          | PURCHASED        | 5/06/2013         | 12/11/2014    |
| 143  | 85 COPA HOLDINGS SA           | PURCHASED        | 5/15/2013         | 12/11/2014    |
| 144  | 80 COPA HOLDINGS SA           | PURCHASED        | 8/14/2013         | 12/11/2014    |
| 145  | 630 COPA HOLDINGS SA (5962)   | PURCHASED        | 5/03/2013         | 12/12/2014    |
| 146  | 90 ACTAVIS                    | PURCHASED        | 12/16/2014        | 12/16/2014    |
| 147  | 1,295.00 AERCAP HOLDINGS NV   | PURCHASED        | 8/18/2014         | 12/19/2014    |
| 148  | 340 CAESARSTONE SDOT          | PURCHASED        | 5/22/2013         | 12/19/2014    |
| 149  | 915 EMBRAER SA ADR            | PURCHASED        | 1/22/2014         | 12/19/2014    |
| 150  | 525 EMBRAER SA ADR            | PURCHASED        | 2/20/2014         | 12/19/2014    |
| 151  | 1,955.00 ITAU UNI HOLDING     | PURCHASED        | 3/31/2014         | 12/19/2014    |
| 152  | 195 ITAU UNI HOLDING          | PURCHASED        | 6/12/2014         | 12/19/2014    |
| 153  | 370 LULULEMON                 | PURCHASED        | 7/24/2013         | 12/19/2014    |
| 154  | 250 LULULEMON                 | PURCHASED        | 7/31/2013         | 12/19/2014    |
| 155  | 195 LULULEMON                 | PURCHASED        | 8/08/2013         | 12/19/2014    |
| 156  | 1,570.00 LUXOTTICA GRP        | PURCHASED        | 12/12/2014        | 12/19/2014    |
| 157  | 2,180.00 MELCO CROWN          | PURCHASED        | 5/03/2013         | 12/19/2014    |
| 158  | 475 MELCO CROWN               | PURCHASED        | 5/16/2013         | 12/19/2014    |
| 159  | 840 MELCO CROWN               | PURCHASED        | 5/30/2013         | 12/19/2014    |
| 160  | 1,510.00 NOVO-NORDISK A       | PURCHASED        | 7/07/2014         | 12/19/2014    |
| 161  | 745 POTASH CORP SASKAT        | PURCHASED        | 6/02/2014         | 12/19/2014    |
| 162  | 395 POTASH CORP SASKAT        | PURCHASED        | 12/16/2014        | 12/19/2014    |
| 163  | 765 SCHLUMBERGER LTD.         | PURCHASED        | 6/23/2014         | 12/19/2014    |
| 164  | 345 TARGA RESOURCES           | PURCHASED        | 10/10/2013        | 12/19/2014    |
| 165  | 240 AMGEN INC.                | PURCHASED        | 3/12/2014         | 5/22/2014     |
| 166  | 145 COPA HOLDINGS SA          | PURCHASED        | 6/24/2014         | 8/18/2014     |
| 167  | 100 AMGEN INC.                | PURCHASED        | 3/12/2014         | 9/05/2014     |
| 168  | 100 AMGEN INC.                | PURCHASED        | 4/04/2014         | 9/05/2014     |
| 169  | 280 SIX FLAGS ENTERTAINMENT   | PURCHASED        | 3/10/2014         | 9/08/2014     |
| 170  | 55 COPA HOLDINGS SA           | PURCHASED        | 6/24/2014         | 9/19/2014     |
| 171  | 100 COPA HOLDINGS SA          | PURCHASED        | 7/18/2014         | 9/19/2014     |
| 172  | 265 SCHLUMBERGER LTD.         | PURCHASED        | 4/09/2014         | 9/25/2014     |
| 173  | 345 QUALCOM INC.              | PURCHASED        | 4/22/2014         | 10/30/2014    |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (A) DESCRIPTION                  | (B) HOW ACQUIRED | (C) DATE ACQUIRED | (D) DATE SOLD |
|------|----------------------------------|------------------|-------------------|---------------|
| 174  | 555 QUALCOM INC.                 | PURCHASED        | 6/24/2014         | 10/30/2014    |
| 175  | 20 SCHLUMBERGER LTD.             | PURCHASED        | 4/09/2014         | 12/18/2014    |
| 176  | 175 SCHLUMBERGER LTD.            | PURCHASED        | 4/14/2014         | 12/18/2014    |
| 177  | 25 SCHLUMBERGER LTD.             | PURCHASED        | 4/17/2014         | 12/18/2014    |
| 178  | 140 SCHLUMBERGER LTD.            | PURCHASED        | 4/17/2014         | 12/26/2014    |
| 179  | 210 SCHLUMBERGER LTD.            | PURCHASED        | 4/22/2014         | 12/26/2014    |
| 180  | 100 GENTEX CORP                  | PURCHASED        | 6/19/2008         | 1/08/2014     |
| 181  | 100 GENTEX CORP                  | PURCHASED        | 6/19/2008         | 1/08/2014     |
| 182  | 100 GENTEX CORP                  | PURCHASED        | 12/02/2008        | 1/08/2014     |
| 183  | 200 MICROSOFT CORP LOT H56       | PURCHASED        | 1/08/1999         | 1/08/2014     |
| 184  | 100 ORACLE SYSTEMS CORP          | PURCHASED        | 3/16/1999         | 1/08/2014     |
| 185  | 300 WASTE MANAGEMENT INC. (NEW)  | PURCHASED        | 8/19/2004         | 1/08/2014     |
| 186  | 200 ISHARES MSCI EAFE INDEX FUND | PURCHASED        | 2/23/2009         | 1/13/2014     |
| 187  | 200 GENTEX CORP                  | PURCHASED        | 12/02/2008        | 1/13/2014     |
| 188  | 200 WASTE MANAGEMENT INC. (NEW)  | PURCHASED        | 4/16/2008         | 1/13/2014     |
| 189  | 700 VODAFONE GRP PLC ADR         | PURCHASED        | 1/19/2011         | 2/03/2014     |
| 190  | 300 VODAFONE GRP PLC ADR         | PURCHASED        | 9/20/2011         | 2/03/2014     |
| 191  | 50 CELGENE CORP COM              | PURCHASED        | 2/04/2011         | 2/04/2014     |
| 192  | 800 EXPEDITION INTL WASH INC.    | PURCHASED        | 2/24/2012         | 2/10/2014     |
| 193  | 100 WASTE MANAGEMENT INC. (NEW)  | PURCHASED        | 4/16/2008         | 2/10/2014     |
| 194  | 200 WASTE MANAGEMENT INC. (NEW)  | PURCHASED        | 12/02/2008        | 2/10/2014     |
| 195  | 300 WASTE MANAGEMENT INC. (NEW)  | PURCHASED        | 1/19/2011         | 2/10/2014     |
| 196  | 100 CELGENE CORP COM             | PURCHASED        | 2/28/2011         | 3/20/2014     |
| 197  | 200 BERKSHIRE HATHAWAY-CLB       | PURCHASED        | 3/10/2000         | 6/11/2014     |
| 198  | 100 BERKSHIRE HATHAWAY-CLB       | PURCHASED        | 12/02/2008        | 6/11/2014     |
| 199  | 100 FISERV INC                   | PURCHASED        | 12/17/2010        | 6/11/2014     |
| 200  | 600 ACCENTURE PLC SHS            | PURCHASED        | 5/14/2012         | 10/22/2014    |
| 201  | 300 CARNIVAL CORP                | PURCHASED        | 3/01/2011         | 10/22/2014    |
| 202  | 100 EXXON MOBILE CORP.           | PURCHASED        | 2/01/1999         | 10/22/2014    |
| 203  | 100 MICROSOFT CORP LOT H56       | PURCHASED        | 1/08/1999         | 10/22/2014    |
| 204  | 200 MICROSOFT CORP LOT H56       | PURCHASED        | 4/11/2001         | 10/22/2014    |
| 205  | 300 ORACLE SYSTEMS CORP          | PURCHASED        | 3/16/1999         | 10/22/2014    |
| 206  | 300 WELL FARGO & CO              | PURCHASED        | 9/07/2012         | 11/28/2014    |
| 207  | 100 CELGENE CORP COM             | PURCHASED        | 2/28/2011         | 12/19/2014    |
| 208  | 50 EDWARDS LIFESCIENCES CRP      | PURCHASED        | 11/24/2003        | 12/19/2014    |
| 209  | 200 GENTEX CORP                  | PURCHASED        | 12/02/2008        | 12/19/2014    |
| 210  | 50 GRAINGER, W W INC.            | PURCHASED        | 9/17/2002         | 12/19/2014    |

| ITEM | (E) GROSS SALES | (F) DEPREC. ALLOWED | (G) COST BASIS | (H) GAIN (LOSS) | (I) FMV 12/31/69 | (J) ADJ. BAS. 12/31/69 | (K) EXCESS (I) - (J) | (L) GAIN (LOSS) |
|------|-----------------|---------------------|----------------|-----------------|------------------|------------------------|----------------------|-----------------|
| 1    | 70,580.         |                     | 47,115.        | 23,465.         |                  |                        |                      | \$ 23,465.      |
| 2    | 282,319.        |                     | 200,142.       | 82,177.         |                  |                        |                      | 82,177.         |
| 3    | 350,000.        |                     | 293,588.       | 56,412.         |                  |                        |                      | 56,412.         |
| 4    | 65,000.         |                     | 65,207.        | -207.           |                  |                        |                      | -207.           |
| 5    | 32,500.         |                     | 14,989.        | 17,511.         |                  |                        |                      | 17,511.         |
| 6    | 85,000.         |                     | 46,891.        | 38,109.         |                  |                        |                      | 38,109.         |
| 7    | 105,000.        |                     | 57,145.        | 47,855.         |                  |                        |                      | 47,855.         |
| 8    | 7,500.          |                     | 4,075.         | 3,425.          |                  |                        |                      | 3,425.          |
| 9    | 5,000.          |                     | 2,655.         | 2,345.          |                  |                        |                      | 2,345.          |
| 10   | 62,500.         |                     | 33,150.        | 29,350.         |                  |                        |                      | 29,350.         |
| 11   | 193,750.        |                     | 101,943.       | 91,807.         |                  |                        |                      | 91,807.         |
| 12   | 71,250.         |                     | 37,360.        | 33,890.         |                  |                        |                      | 33,890.         |
| 13   | 428,800.        |                     | 435,225.       | -6,425.         |                  |                        |                      | -6,425.         |
| 14   | 85,760.         |                     | 89,025.        | -3,265.         |                  |                        |                      | -3,265.         |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (E)<br>GROSS<br>SALES | (F)<br>DEPREC.<br>ALLOWED | (G)<br>COST<br>BASIS | (H)<br>GAIN<br>(LOSS) | (I)<br>FMV<br>12/31/69 | (J)<br>ADJ. BAS.<br>12/31/69 | (K)<br>EXCESS<br>(I) - (J) | (L)<br>GAIN<br>(LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 15   | 78,256.               |                           | 82,880.              | -4,624.               |                        |                              |                            | \$ -4,624.            |
| 16   | 296,400.              |                           | 314,656.             | -18,256.              |                        |                              |                            | -18,256.              |
| 17   | 52,466.               |                           | 0.                   | 52,466.               |                        |                              |                            | 52,466.               |
| 18   | 506,368.              |                           | 495,491.             | 10,877.               |                        |                              |                            | 10,877.               |
| 19   | 759,552.              |                           | 760,308.             | -756.                 |                        |                              |                            | -756.                 |
| 20   | 601,216.              |                           | 246,045.             | 355,171.              |                        |                              |                            | 355,171.              |
| 21   | 363,311.              |                           | 125,614.             | 237,697.              |                        |                              |                            | 237,697.              |
| 22   | 166,711.              |                           | 7,333.               | 159,378.              |                        |                              |                            | 159,378.              |
| 23   | 238,921.              |                           | 128,597.             | 110,324.              |                        |                              |                            | 110,324.              |
| 24   | 126,087.              |                           | 95,325.              | 30,762.               |                        |                              |                            | 30,762.               |
| 25   | 1599976.              |                           | 1599992.             | -16.                  |                        |                              |                            | -16.                  |
| 26   | 223,650.              |                           | 78,509.              | 145,141.              |                        |                              |                            | 145,141.              |
| 27   | 169,049.              |                           | 52,663.              | 116,386.              |                        |                              |                            | 116,386.              |
| 28   | 250,000.              |                           | 265,463.             | -15,463.              |                        |                              |                            | -15,463.              |
| 29   | 97,420.               |                           | 31,403.              | 66,017.               |                        |                              |                            | 66,017.               |
| 30   | 19,404.               |                           | 18,857.              | 547.                  |                        |                              |                            | 547.                  |
| 31   | 12,576.               |                           | 12,304.              | 272.                  |                        |                              |                            | 272.                  |
| 32   | 22,171.               |                           | 20,920.              | 1,251.                |                        |                              |                            | 1,251.                |
| 33   | 62,931.               |                           | 65,286.              | -2,355.               |                        |                              |                            | -2,355.               |
| 34   | 16,876.               |                           | 18,757.              | -1,881.               |                        |                              |                            | -1,881.               |
| 35   | 3,971.                |                           | 4,719.               | -748.                 |                        |                              |                            | -748.                 |
| 36   | 13,688.               |                           | 20,827.              | -7,139.               |                        |                              |                            | -7,139.               |
| 37   | 10,559.               |                           | 16,891.              | -6,332.               |                        |                              |                            | -6,332.               |
| 38   | 33,689.               |                           | 18,221.              | 15,468.               |                        |                              |                            | 15,468.               |
| 39   | 24,802.               |                           | 18,982.              | 5,820.                |                        |                              |                            | 5,820.                |
| 40   | 10,338.               |                           | 12,977.              | -2,639.               |                        |                              |                            | -2,639.               |
| 41   | 32,706.               |                           | 40,197.              | -7,491.               |                        |                              |                            | -7,491.               |
| 42   | 49,672.               |                           | 48,744.              | 928.                  |                        |                              |                            | 928.                  |
| 43   | 28,461.               |                           | 30,560.              | -2,099.               |                        |                              |                            | -2,099.               |
| 44   | 18,314.               |                           | 20,866.              | -2,552.               |                        |                              |                            | -2,552.               |
| 45   | 26,035.               |                           | 18,748.              | 7,287.                |                        |                              |                            | 7,287.                |
| 46   | 13,848.               |                           | 11,572.              | 2,276.                |                        |                              |                            | 2,276.                |
| 47   | 3,139.                |                           | 2,852.               | 287.                  |                        |                              |                            | 287.                  |
| 48   | 51,313.               |                           | 50,486.              | 827.                  |                        |                              |                            | 827.                  |
| 49   | 14,955.               |                           | 11,008.              | 3,947.                |                        |                              |                            | 3,947.                |
| 50   | 12,859.               |                           | 13,773.              | -914.                 |                        |                              |                            | -914.                 |
| 51   | 12,080.               |                           | 13,156.              | -1,076.               |                        |                              |                            | -1,076.               |
| 52   | 520.                  |                           | 540.                 | -20.                  |                        |                              |                            | -20.                  |
| 53   | 21,743.               |                           | 20,279.              | 1,464.                |                        |                              |                            | 1,464.                |
| 54   | 15,582.               |                           | 14,465.              | 1,117.                |                        |                              |                            | 1,117.                |
| 55   | 17,052.               |                           | 17,236.              | -184.                 |                        |                              |                            | -184.                 |
| 56   | 20,399.               |                           | 18,807.              | 1,592.                |                        |                              |                            | 1,592.                |
| 57   | 17,914.               |                           | 18,180.              | -266.                 |                        |                              |                            | -266.                 |
| 58   | 13,618.               |                           | 13,755.              | -137.                 |                        |                              |                            | -137.                 |
| 59   | 17,071.               |                           | 15,266.              | 1,805.                |                        |                              |                            | 1,805.                |
| 60   | 7,541.                |                           | 7,437.               | 104.                  |                        |                              |                            | 104.                  |
| 61   | 3,088.                |                           | 3,037.               | 51.                   |                        |                              |                            | 51.                   |
| 62   | 2,575.                |                           | 2,684.               | -109.                 |                        |                              |                            | -109.                 |
| 63   | 18,349.               |                           | 19,038.              | -689.                 |                        |                              |                            | -689.                 |
| 64   | 31,270.               |                           | 29,988.              | 1,282.                |                        |                              |                            | 1,282.                |
| 65   | 19,682.               |                           | 12,310.              | 7,372.                |                        |                              |                            | 7,372.                |
| 66   | 6,561.                |                           | 4,539.               | 2,022.                |                        |                              |                            | 2,022.                |
| 67   | 24,287.               |                           | 22,340.              | 1,947.                |                        |                              |                            | 1,947.                |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (E)<br>GROSS<br>SALES | (F)<br>DEPREC.<br>ALLOWED | (G)<br>COST<br>BASIS | (H)<br>GAIN<br>(LOSS) | (I)<br>FMV<br>12/31/69 | (J)<br>ADJ. BAS.<br>12/31/69 | (K)<br>EXCESS<br>(I) - (J) | (L)<br>GAIN<br>(LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 68   | 25,738.               |                           | 24,460.              | 1,278.                |                        |                              |                            | \$ 1,278.             |
| 69   | 25,368.               |                           | 31,859.              | -6,491.               |                        |                              |                            | -6,491.               |
| 70   | 32,278.               |                           | 20,431.              | 11,847.               |                        |                              |                            | 11,847.               |
| 71   | 26,938.               |                           | 17,555.              | 9,383.                |                        |                              |                            | 9,383.                |
| 72   | 18,859.               |                           | 21,289.              | -2,430.               |                        |                              |                            | -2,430.               |
| 73   | 18,487.               |                           | 21,445.              | -2,958.               |                        |                              |                            | -2,958.               |
| 74   | 21,453.               |                           | 16,953.              | 4,500.                |                        |                              |                            | 4,500.                |
| 75   | 15,456.               |                           | 20,902.              | -5,446.               |                        |                              |                            | -5,446.               |
| 76   | 11,841.               |                           | 16,516.              | -4,675.               |                        |                              |                            | -4,675.               |
| 77   | 3,548.                |                           | 3,251.               | 297.                  |                        |                              |                            | 297.                  |
| 78   | 20,672.               |                           | 18,925.              | 1,747.                |                        |                              |                            | 1,747.                |
| 79   | 20,363.               |                           | 19,213.              | 1,150.                |                        |                              |                            | 1,150.                |
| 80   | 17,255.               |                           | 21,349.              | -4,094.               |                        |                              |                            | -4,094.               |
| 81   | 10,709.               |                           | 6,810.               | 3,899.                |                        |                              |                            | 3,899.                |
| 82   | 14,992.               |                           | 9,706.               | 5,286.                |                        |                              |                            | 5,286.                |
| 83   | 16,323.               |                           | 13,051.              | 3,272.                |                        |                              |                            | 3,272.                |
| 84   | 28,098.               |                           | 17,980.              | 10,118.               |                        |                              |                            | 10,118.               |
| 85   | 436.                  |                           | 449.                 | -13.                  |                        |                              |                            | -13.                  |
| 86   | 12,854.               |                           | 12,890.              | -36.                  |                        |                              |                            | -36.                  |
| 87   | 12,201.               |                           | 13,683.              | -1,482.               |                        |                              |                            | -1,482.               |
| 88   | 27,268.               |                           | 20,832.              | 6,436.                |                        |                              |                            | 6,436.                |
| 89   | 26,844.               |                           | 19,949.              | 6,895.                |                        |                              |                            | 6,895.                |
| 90   | 24,037.               |                           | 17,710.              | 6,327.                |                        |                              |                            | 6,327.                |
| 91   | 1,381.                |                           | 1,331.               | 50.                   |                        |                              |                            | 50.                   |
| 92   | 24,009.               |                           | 18,798.              | 5,211.                |                        |                              |                            | 5,211.                |
| 93   | 22,015.               |                           | 19,287.              | 2,728.                |                        |                              |                            | 2,728.                |
| 94   | 18,861.               |                           | 18,770.              | 91.                   |                        |                              |                            | 91.                   |
| 95   | 19,596.               |                           | 19,989.              | -393.                 |                        |                              |                            | -393.                 |
| 96   | 39,556.               |                           | 36,958.              | 2,598.                |                        |                              |                            | 2,598.                |
| 97   | 19,542.               |                           | 19,085.              | 457.                  |                        |                              |                            | 457.                  |
| 98   | 31,786.               |                           | 29,764.              | 2,022.                |                        |                              |                            | 2,022.                |
| 99   | 21,120.               |                           | 14,560.              | 6,560.                |                        |                              |                            | 6,560.                |
| 100  | 19,344.               |                           | 21,312.              | -1,968.               |                        |                              |                            | -1,968.               |
| 101  | 11,744.               |                           | 13,738.              | -1,994.               |                        |                              |                            | -1,994.               |
| 102  | 13,912.               |                           | 11,661.              | 2,251.                |                        |                              |                            | 2,251.                |
| 103  | 25,708.               |                           | 22,691.              | 3,017.                |                        |                              |                            | 3,017.                |
| 104  | 33,871.               |                           | 26,567.              | 7,304.                |                        |                              |                            | 7,304.                |
| 105  | 36,191.               |                           | 30,524.              | 5,667.                |                        |                              |                            | 5,667.                |
| 106  | 26,232.               |                           | 20,305.              | 5,927.                |                        |                              |                            | 5,927.                |
| 107  | 22,036.               |                           | 20,988.              | 1,048.                |                        |                              |                            | 1,048.                |
| 108  | 23,370.               |                           | 16,120.              | 7,250.                |                        |                              |                            | 7,250.                |
| 109  | 21,868.               |                           | 22,416.              | -548.                 |                        |                              |                            | -548.                 |
| 110  | 36,964.               |                           | 30,324.              | 6,640.                |                        |                              |                            | 6,640.                |
| 111  | 14,720.               |                           | 14,058.              | 662.                  |                        |                              |                            | 662.                  |
| 112  | 24,680.               |                           | 25,116.              | -436.                 |                        |                              |                            | -436.                 |
| 113  | 25,132.               |                           | 20,088.              | 5,044.                |                        |                              |                            | 5,044.                |
| 114  | 17,513.               |                           | 18,376.              | -863.                 |                        |                              |                            | -863.                 |
| 115  | 6,410.                |                           | 6,971.               | -561.                 |                        |                              |                            | -561.                 |
| 116  | 20,034.               |                           | 20,091.              | -57.                  |                        |                              |                            | -57.                  |
| 117  | 18,098.               |                           | 20,184.              | -2,086.               |                        |                              |                            | -2,086.               |
| 118  | 18,616.               |                           | 21,324.              | -2,708.               |                        |                              |                            | -2,708.               |
| 119  | 19,314.               |                           | 13,534.              | 5,780.                |                        |                              |                            | 5,780.                |
| 120  | 24,428.               |                           | 22,403.              | 2,025.                |                        |                              |                            | 2,025.                |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (E)<br>GROSS<br>SALES | (F)<br>DEPREC.<br>ALLOWED | (G)<br>COST<br>BASIS | (H)<br>GAIN<br>(LOSS) | (I)<br>FMV<br>12/31/69 | (J)<br>ADJ. BAS.<br>12/31/69 | (K)<br>EXCESS<br>(I) - (J) | (L)<br>GAIN<br>(LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 121  | 38,148.               |                           | 37,719.              | 429.                  |                        |                              | \$ 429.                    |                       |
| 122  | 15,623.               |                           | 15,405.              | 218.                  |                        |                              |                            | 218.                  |
| 123  | 30,600.               |                           | 32,904.              | -2,304.               |                        |                              |                            | -2,304.               |
| 124  | 11,203.               |                           | 13,525.              | -2,322.               |                        |                              |                            | -2,322.               |
| 125  | 17,317.               |                           | 20,939.              | -3,622.               |                        |                              |                            | -3,622.               |
| 126  | 11,456.               |                           | 14,383.              | -2,927.               |                        |                              |                            | -2,927.               |
| 127  | 208.                  |                           | 274.                 | -66.                  |                        |                              |                            | -66.                  |
| 128  | 21,715.               |                           | 29,205.              | -7,490.               |                        |                              |                            | -7,490.               |
| 129  | 4,510.                |                           | 7,088.               | -2,578.               |                        |                              |                            | -2,578.               |
| 130  | 13,829.               |                           | 11,165.              | 2,664.                |                        |                              |                            | 2,664.                |
| 131  | 28,914.               |                           | 23,905.              | 5,009.                |                        |                              |                            | 5,009.                |
| 132  | 15,086.               |                           | 13,074.              | 2,012.                |                        |                              |                            | 2,012.                |
| 133  | 14,248.               |                           | 13,241.              | 1,007.                |                        |                              |                            | 1,007.                |
| 134  | 67,055.               |                           | 61,120.              | 5,935.                |                        |                              |                            | 5,935.                |
| 135  | 57,911.               |                           | 48,468.              | 9,443.                |                        |                              |                            | 9,443.                |
| 136  | 18,549.               |                           | 15,567.              | 2,982.                |                        |                              |                            | 2,982.                |
| 137  | 29,526.               |                           | 37,529.              | -8,003.               |                        |                              |                            | -8,003.               |
| 138  | 52,496.               |                           | 66,398.              | -13,902.              |                        |                              |                            | -13,902.              |
| 139  | 19,733.               |                           | 17,466.              | 2,267.                |                        |                              |                            | 2,267.                |
| 140  | 12,629.               |                           | 11,148.              | 1,481.                |                        |                              |                            | 1,481.                |
| 141  | 9,472.                |                           | 14,162.              | -4,690.               |                        |                              |                            | -4,690.               |
| 142  | 19,653.               |                           | 24,081.              | -4,428.               |                        |                              |                            | -4,428.               |
| 143  | 8,792.                |                           | 11,084.              | -2,292.               |                        |                              |                            | -2,292.               |
| 144  | 8,275.                |                           | 11,168.              | -2,893.               |                        |                              |                            | -2,893.               |
| 145  | 65,172.               |                           | 78,989.              | -13,817.              |                        |                              |                            | -13,817.              |
| 146  | 23,272.               |                           | 23,690.              | -418.                 |                        |                              |                            | -418.                 |
| 147  | 48,271.               |                           | 61,883.              | -13,612.              |                        |                              |                            | -13,612.              |
| 148  | 19,638.               |                           | 9,551.               | 10,087.               |                        |                              |                            | 10,087.               |
| 149  | 31,780.               |                           | 31,655.              | 125.                  |                        |                              |                            | 125.                  |
| 150  | 18,235.               |                           | 17,574.              | 661.                  |                        |                              |                            | 661.                  |
| 151  | 23,385.               |                           | 27,837.              | -4,452.               |                        |                              |                            | -4,452.               |
| 152  | 2,333.                |                           | 0.                   | 2,333.                |                        |                              |                            | 2,333.                |
| 153  | 19,493.               |                           | 25,005.              | -5,512.               |                        |                              |                            | -5,512.               |
| 154  | 13,171.               |                           | 17,305.              | -4,134.               |                        |                              |                            | -4,134.               |
| 155  | 10,273.               |                           | 14,223.              | -3,950.               |                        |                              |                            | -3,950.               |
| 156  | 84,466.               |                           | 84,554.              | -88.                  |                        |                              |                            | -88.                  |
| 157  | 49,195.               |                           | 53,523.              | -4,328.               |                        |                              |                            | -4,328.               |
| 158  | 10,719.               |                           | 11,756.              | -1,037.               |                        |                              |                            | -1,037.               |
| 159  | 18,956.               |                           | 19,520.              | -564.                 |                        |                              |                            | -564.                 |
| 160  | 65,771.               |                           | 69,729.              | -3,958.               |                        |                              |                            | -3,958.               |
| 161  | 25,689.               |                           | 26,788.              | -1,099.               |                        |                              |                            | -1,099.               |
| 162  | 13,621.               |                           | 13,867.              | -246.                 |                        |                              |                            | -246.                 |
| 163  | 61,741.               |                           | 83,058.              | -21,317.              |                        |                              |                            | -21,317.              |
| 164  | 31,733.               |                           | 25,373.              | 6,360.                |                        |                              |                            | 6,360.                |
| 165  | 26,910.               |                           | 30,483.              | -3,573.               |                        |                              |                            | -3,573.               |
| 166  | 18,047.               |                           | 20,863.              | -2,816.               |                        |                              |                            | -2,816.               |
| 167  | 13,741.               |                           | 12,701.              | 1,040.                |                        |                              |                            | 1,040.                |
| 168  | 13,741.               |                           | 12,574.              | 1,167.                |                        |                              |                            | 1,167.                |
| 169  | 9,906.                |                           | 11,639.              | -1,733.               |                        |                              |                            | -1,733.               |
| 170  | 6,410.                |                           | 7,914.               | -1,504.               |                        |                              |                            | -1,504.               |
| 171  | 11,654.               |                           | 15,001.              | -3,347.               |                        |                              |                            | -3,347.               |
| 172  | 26,949.               |                           | 26,132.              | 817.                  |                        |                              |                            | 817.                  |
| 173  | 26,324.               |                           | 27,655.              | -1,331.               |                        |                              |                            | -1,331.               |

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| ITEM | (E)<br>GROSS<br>SALES | (F)<br>DEPREC.<br>ALLOWED | (G)<br>COST<br>BASIS | (H)<br>GAIN<br>(LOSS) | (I)<br>FMV<br>12/31/69 | (J)<br>ADJ. BAS.<br>12/31/69 | (K)<br>EXCESS<br>(I) - (J) | (L)<br>GAIN<br>(LOSS) |
|------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 174  | 42,347.               |                           | 44,150.              | -1,803.               |                        |                              |                            | \$ -1,803.            |
| 175  | 1,613.                |                           | 1,972.               | -359.                 |                        |                              |                            | -359.                 |
| 176  | 14,110.               |                           | 17,267.              | -3,157.               |                        |                              |                            | -3,157.               |
| 177  | 2,016.                |                           | 2,474.               | -458.                 |                        |                              |                            | -458.                 |
| 178  | 11,758.               |                           | 13,857.              | -2,099.               |                        |                              |                            | -2,099.               |
| 179  | 17,637.               |                           | 21,183.              | -3,546.               |                        |                              |                            | -3,546.               |
| 180  | 3,202.                |                           | 1,592.               | 1,610.                |                        |                              |                            | 1,610.                |
| 181  | 3,202.                |                           | 1,592.               | 1,610.                |                        |                              |                            | 1,610.                |
| 182  | 3,202.                |                           | 836.                 | 2,366.                |                        |                              |                            | 2,366.                |
| 183  | 7,329.                |                           | 7,609.               | -280.                 |                        |                              |                            | -280.                 |
| 184  | 3,756.                |                           | 745.                 | 3,011.                |                        |                              |                            | 3,011.                |
| 185  | 13,215.               |                           | 8,409.               | 4,806.                |                        |                              |                            | 4,806.                |
| 186  | 13,246.               |                           | 7,248.               | 5,998.                |                        |                              |                            | 5,998.                |
| 187  | 6,576.                |                           | 1,673.               | 4,903.                |                        |                              |                            | 4,903.                |
| 188  | 8,791.                |                           | 6,784.               | 2,007.                |                        |                              |                            | 2,007.                |
| 189  | 26,040.               |                           | 19,180.              | 6,860.                |                        |                              |                            | 6,860.                |
| 190  | 11,160.               |                           | 7,815.               | 3,345.                |                        |                              |                            | 3,345.                |
| 191  | 7,999.                |                           | 2,634.               | 5,365.                |                        |                              |                            | 5,365.                |
| 192  | 32,251.               |                           | 34,973.              | -2,722.               |                        |                              |                            | -2,722.               |
| 193  | 4,147.                |                           | 3,392.               | 755.                  |                        |                              |                            | 755.                  |
| 194  | 8,295.                |                           | 5,737.               | 2,558.                |                        |                              |                            | 2,558.                |
| 195  | 12,442.               |                           | 10,907.              | 1,535.                |                        |                              |                            | 1,535.                |
| 196  | 15,269.               |                           | 5,291.               | 9,978.                |                        |                              |                            | 9,978.                |
| 197  | 25,625.               |                           | 5,596.               | 20,029.               |                        |                              |                            | 20,029.               |
| 198  | 12,813.               |                           | 6,418.               | 6,395.                |                        |                              |                            | 6,395.                |
| 199  | 6,127.                |                           | 2,987.               | 3,140.                |                        |                              |                            | 3,140.                |
| 200  | 45,815.               |                           | 35,154.              | 10,661.               |                        |                              |                            | 10,661.               |
| 201  | 10,387.               |                           | 12,569.              | -2,182.               |                        |                              |                            | -2,182.               |
| 202  | 9,143.                |                           | 3,553.               | 5,590.                |                        |                              |                            | 5,590.                |
| 203  | 4,292.                |                           | 3,805.               | 487.                  |                        |                              |                            | 487.                  |
| 204  | 8,584.                |                           | 6,049.               | 2,535.                |                        |                              |                            | 2,535.                |
| 205  | 11,193.               |                           | 2,236.               | 8,957.                |                        |                              |                            | 8,957.                |
| 206  | 16,249.               |                           | 10,198.              | 6,051.                |                        |                              |                            | 6,051.                |
| 207  | 11,170.               |                           | 2,646.               | 8,524.                |                        |                              |                            | 8,524.                |
| 208  | 6,334.                |                           | 750.                 | 5,584.                |                        |                              |                            | 5,584.                |
| 209  | 7,154.                |                           | 1,673.               | 5,481.                |                        |                              |                            | 5,481.                |
| 210  | 12,302.               |                           | 2,159.               | 10,143.               |                        |                              |                            | 10,143.               |
|      |                       |                           |                      |                       |                        |                              | TOTAL \$                   | <u>1827478.</u>       |

**STATEMENT 9**  
**FORM 990-PF, PART VII-A, LINE 12**  
**EXPLANATION OF DISTRIBUTION TO DONOR ADVISED FUND**

THE CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC (THE FOUNDATION) HAS, IN DECEMBER 2013, ISSUED A CHECK IN THE AMOUNT OF \$1,161,000 TO THE BANK OF AMERICA CHARITABLE GIFT FUND FOR WHICH ELLEN GORDON, A DIRECTOR OF THE FOUNDATION, HAS ADVISORY PRIVILEGES. THE FUNDS WILL BE DISTRIBUTED FROM THE BANK OF AMERICA CHARITABLE GIFT FUND TO ONE OR MORE QUALIFIED PUBLIC CHARITIES FOR PURPOSES DESCRIBED IN SECTION 170 (C) (2) (B) OF THE INTERNAL REVENUE CODE.

2014

**FEDERAL STATEMENTS**

**PAGE 11**

CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

**STATEMENT 10**  
**FORM 990-PF, PART VIII**  
**COMPENSATION EXPLANATION**

**FIRST MANHATTAN CO.**  
FEES PAID TO INVESTMENT ADVISOR

**STATEMENT 11**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

|                         |  |
|-------------------------|--|
| NAME OF GRANT PROGRAM:  | THE CELE H. & WILLIAM B. RUBIN FAMILY FD |
| NAME:                   | ELLEN R. GORDON                          |
| CARE OF:                |  |
| STREET ADDRESS:         | 32 MONADNOCK ROAD                        |
| CITY, STATE, ZIP CODE:  | WELLESLEY HILLS, MA 02481                |
| TELEPHONE:              | 781-235-1075                             |
| E-MAIL ADDRESS:         |  |
| FORM AND CONTENT:       | NO SPECIFIC FORMS ARE REQUIRED           |
| SUBMISSION DEADLINES:   | NONE                                     |
| RESTRICTIONS ON AWARDS: | NONE                                     |

**Cele H. & William B. Rubin Family Fund, Inc.**  
**Schedule of Investments**  
**As at December 31, 2014**

| <b>FIXED INCOME</b>                  | <b>Shares</b> | <b>Cost Basis</b> | <b>Value</b> |
|--------------------------------------|---------------|-------------------|--------------|
| A.V. HOMES 7.500 2.15.16             | 1200000       | 1,200,000.00      | 1,185,756.00 |
| ALLISON TRANSMISSION 7.125% 5/15/19  | 460,000.00    | 486,130.00        | 481,275.00   |
| BROOKFIELD ASSET MGMT 5.80% 4/25/17  | 200,000.00    | 226,905.00        | 216,210.00   |
| CHESAPEAKE ENERGY CORP. 6.5% 8.15.17 | 200,000.00    | 207,075.00        | 213,000.00   |
| JARDEN CORP 7.50% 5.1.17             | 750,000.00    | 615,941.25        | 821,250.00   |
| JEFFERIES GROUP 8.50% 7.15.19        | 750,000.00    | 739,005.00        | 898,725.00   |
| PNC FINL 8.25% 12.31.58              | 10,000.00     | 10,387.50         | 10,000.00    |
| RANGE RS CORP NTS 6.75% 8/1/20       | 250,000.00    | 275,987.50        | 260,000.00   |
| U.S. TREASURY 0.00% 1/22/15          | 474,000.00    | 473,997.71        | 473,990.52   |

|                           |                     |                     |
|---------------------------|---------------------|---------------------|
| <b>TOTAL FIXED ASSETS</b> | <b>4,235,428.96</b> | <b>4,560,206.52</b> |
|---------------------------|---------------------|---------------------|

| <b>MUTUAL FUNDS</b>                 | <b>Shares</b>     | <b>Cost Basis</b> | <b>Value</b> |
|-------------------------------------|-------------------|-------------------|--------------|
| ISHARES MSCI EAFE INDEX FUND        | 598               | 22,714.02         | 36,382.32    |
| ISHARES MSCI EMERGING MKTS INDEX FD | 850               | 30,558.30         | 33,396.50    |
| AMERICA TOWER CORP                  | 1,095.00          | 93,461.10         | 108,240.75   |
| <b>TOTAL MUTAUL FUNDS</b>           | <b>146,733.42</b> | <b>178,019.57</b> |              |

**Cele H. & William B. Rubin Family Fund, Inc.**  
**Schedule of Investments**  
**As at December 31, 2014**

| <b>EQUITIES</b>                 | <b>Shares</b> | <b>Cost Basis</b> | <b>Value</b> |
|---------------------------------|---------------|-------------------|--------------|
| ABBVIE INC                      | 1,915.00      | 109,374.54        | 125,317.00   |
| ACCENTURE PLC SHS               | 535           | 44,131.65         | 47,780.85    |
| ACE LIMITED NEW (5962)          | 880           | 79,559.40         | 101,094.40   |
| ALIBABA GROUP HLDNG             | 670           | 65,503.19         | 69,639.80    |
| AMAZON.COM                      | 100           | 31,623.72         | 31,035.00    |
| AMERICAN INTL. GRP              | 35,000.00     | 1,122,230.00      | 1,960,350.00 |
| AMERIPRIZE FINANCIAL INC        | 810           | 69,020.89         | 107,122.50   |
| ANTHEM INC                      | 790           | 76,938.18         | 99,279.30    |
| APPLE INC                       | 650           | 66,131.31         | 71,747.00    |
| APPLIED MATERIAL                | 1,585.00      | 39,043.54         | 39,498.20    |
| ARM HOLDING PLC ADR F           | 2,715.00      | 127,040.54        | 125,704.50   |
| ARTISIAN PART ASSET             | 1,865.00      | 102,642.91        | 94,238.45    |
| ASML HOLDING NV NEW             | 775           | 72,231.79         | 83,568.25    |
| AV HOMES INC COM                | 85,000.00     | 1,970,885.87      | 1,238,450.00 |
| B/E AEROSPACE 7700              | 895           | 51,910.72         | 51,927.90    |
| BAIDU NC ADR                    | 320           | 39,883.79         | 72,950.40    |
| BAKER HUGHES INC                | 1,000.00      | 47,949.00         | 56,070.00    |
| BECTON DICKINSON                | 160           | 22,387.49         | 22,265.60    |
| BOEING COMPANY                  | 880           | 96,926.94         | 114,382.40   |
| BROOKFIELD ASSET MGMT,INC (VTG) | 42,500.00     | 331,483.56        | 2,130,525.00 |
| BROOKFILED ASSET MGMT F         | 1,410.00      | 54,588.22         | 70,683.30    |
| CAESARSTONE SDOT                | 1,630.00      | 56,561.27         | 97,506.60    |
| CAPITAL ONE FINANCIAL           | 900           | 67,791.51         | 74,295.00    |
| CARDINAL HEALTH INC.            | 495           | 36,815.00         | 39,961.35    |
| CARNIVAL CORP                   | 1,400.00      | 48,509.66         | 63,462.00    |
| CARROLLS RESTAURANT GRP INC     | 120,000.00    | 735,028.80        | 915,600.00   |
| CBIZ INC.                       | 175,000.00    | 1,216,812.95      | 1,498,000.00 |
| CDK GLOBAL INC                  | 1,500.00      | 38,414.85         | 61,140.00    |
| CELGENE CORP COM                | 600           | 17,867.79         | 67,116.00    |
| CHESAPEAKE ENERGY CORP.         | 35,000.00     | 332,522.50        | 684,950.00   |
| CITIGROUP, INC.                 | 22,500.00     | 1,164,343.50      | 1,217,475.00 |
| COLGATE PALMOLIVE               | 800           | 26,848.00         | 55,352.00    |
| COMCAST CORP.CL A               | 35,000.00     | 851,922.94        | 2,030,350.00 |
| COMCAST CORP.CL A               | 1,695.00      | 75,838.38         | 98,326.95    |
| CVS CAREMARK CORP               | 12,500.00     | 391,388.00        | 1,203,875.00 |
| DONALDSON CO INC                | 1,400.00      | 55,357.04         | 54,082.00    |

**Cele H. & William B. Rubin Family Fund, Inc.**  
**Schedule of Investments**  
**As at December 31, 2014**

| <b>EQUITIES</b>          | <b>Shares</b> | <b>Cost Basis</b> | <b>Value</b> |
|--------------------------|---------------|-------------------|--------------|
| DUNDEE CORP CL A         | 70,000.00     | 195,676.25        | 774,285.19   |
| EAST WEST BANCORP 7700   | 575           | 21,535.86         | 22,258.25    |
| EBAY INC                 | 900           | 47,193.62         | 50,508.00    |
| ECOLAB INC.              | 300           | 31,345.00         | 31,356.00    |
| EDWARDS LIFESCIENCES CRP | 550           | 21,266.99         | 70,059.00    |
| EMBRAER SA ADR           | 750           | 26,202.70         | 27,645.00    |
| EMC CORP. MASS           | 1,200.00      | 29,333.50         | 35,688.00    |
| EURONET                  | 1,595.00      | 68,545.47         | 87,565.50    |
| EVERYWHERE GLOBAL INC    | 119,900.00    | 687,021.55        | 87,527.00    |
| EXXON MOBILE CORP.       | 400           | 15,661.76         | 36,980.00    |
| FISERV INC               | 1,100.00      | 35,386.89         | 78,067.00    |
| FOREST CITY ENT-A-       | 57,500.00     | 293,772.45        | 1,224,750.00 |
| GENTEX CORP              | 2,000.00      | 39,694.40         | 72,260.00    |
| GOOGLE INC CL A          | 70            | 19,154.00         | 37,146.00    |
| GOOGLE INC SHS C         | 70            | 19,154.00         | 36,848.00    |
| GRAINGER, W W INC.       | 100           | 4,432.00          | 25,489.00    |
| GRIFOLS SA NEW ADR       | 3,395.00      | 105,095.43        | 115,396.05   |
| GRUPO TELEVISA SA        | 1,580.00      | 47,818.64         | 53,814.80    |
| HDFC BANK LTD            | 1,935.00      | 76,890.82         | 98,201.25    |
| HOLLYSYS AUTO TECH       | 825           | 19,219.74         | 20,154.75    |
| HOME DEPOT               | 715           | 52,237.56         | 75,053.55    |
| ICON PLC                 | 2,120.00      | 83,227.32         | 108,098.80   |
| IGNITE RESTAURANT GROUP  | 85,000.00     | 1,026,704.74      | 668,950.00   |
| ITC HOLDINGS             | 2,260.00      | 69,350.33         | 91,371.80    |
| JARDEN CORP              | 66,000.00     | 503,941.62        | 3,160,080.00 |
| JOHNSON & JOHNSON        | 755.00        | 74,703.83         | 78,950.35    |
| JOHNSON & JOHNSON        | 600.00        | 38,051.45         | 62,742.00    |
| JP MORGAN CHASE & CO     | 2,280.00      | 133,714.88        | 142,682.40   |
| JP MORGAN CHASE & CO     | 1,000.00      | 49,749.60         | 62,580.00    |
| LEUCADIA NAT'LCORP       | 55,000.00     | 784,933.40        | 1,233,100.00 |
| LULULEMON                | 515           | 26,350.89         | 28,731.85    |
| MACQUARIE INFRA.         | 1,950.00      | 111,717.34        | 138,625.50   |
| MARSH & McLENNAN         | 1,200.00      | 36,717.59         | 68,688.00    |
| MC CORMICK NON VTG       | 700           | 34,371.70         | 52,010.00    |
| MEAD JOHNSON             | 1,055.00      | 85,142.67         | 106,069.70   |
| MERCK & CO.              | 300           | 17,212.50         | 17,037.00    |

**Cele H. & William B. Rubin Family Fund, Inc.**  
**Schedule of Investments**  
**As at December 31, 2014**

| <b>EQUITIES</b>               | <b>Shares</b> | <b>Cost Basis</b> | <b>Value</b>  |
|-------------------------------|---------------|-------------------|---------------|
| MICHAEL KORS HLDNGS           | 370           | 26,691.43         | 27,787.00     |
| MICROCHIP TECHNOL             | 1,740.00      | 69,715.82         | 78,491.40     |
| MICROSOFT CORP                | 42,500.00     | 1,079,551.27      | 1,974,125.00  |
| MICROSOFT CORP                | 2,330.00      | 85,405.95         | 108,228.50    |
| MICROSOFT CORP LOT H56        | 1,100.00      | 37427.93          | 51,095.00     |
| MONSANTO CO H56               | 300           | 33,470.97         | 35,841.00     |
| MONSANTO CO NEW DEL COM       | 770           | 87,603.14         | 91,991.90     |
| NORD ANGLIA EDUCATION         | 1,640.00      | 26,871.00         | 31,291.20     |
| NRG YIELD INC                 | 605           | 28,664.59         | 28,519.70     |
| ONEOK INC                     | 1,830.00      | 86,809.46         | 91,115.70     |
| ONEX CORP-SUB VTG             | 50,000.00     | 504,467.16        | 2,912,528.15  |
| ORACLE SYSTEMS CORP           | 1,200.00      | 13,340.16         | 53,964.00     |
| PACIFIC MERCANTILE BANCORP    | 100,000.00    | 731,751.39        | 704,000.00    |
| PEPSICO INC                   | 600           | 26,479.25         | 56,736.00     |
| POLARIS IND                   | 460           | 58,100.06         | 69,570.40     |
| POTASH CORP SASKAT            | 1310          | 46,422.75         | 46,269.20     |
| PRAXAIR INC                   | 400           | 10,317.00         | 51,824.00     |
| PRESTIGE BRANDS HOLDINGS INC  | 45,000.00     | 453,075.49        | 1,562,400.00  |
| QUALCOM INC.                  | 700           | 38,329.41         | 52,031.00     |
| RANGE RES COM                 | 12,500.00     | 489,374.59        | 668,125.00    |
| SAFEGUARD SCIENTIFICS COM NEW | 75,000.00     | 770,523.00        | 1,486,500.00  |
| SCHLUMBERGER LTD.             | 330           | 33,495.30         | 28,185.30     |
| SCHLUMBERGER LTD. H56         | 550           | 32,281.93         | 46,975.50     |
| SIGNET JEWELERS               | 630           | 56,012.31         | 82,889.10     |
| STARBUCKS CORP                | 385           | 30,073.14         | 31,589.25     |
| TARGA RESOURCES               | 965           | 70,971.44         | 102,338.25    |
| TATA MOTORS LTD               | 1,420.00      | 55,416.31         | 60,037.60     |
| TECH DATA                     | 25,000.00     | 1,321,860.75      | 1,580,750.00  |
| TIME WARNER LOT 1             | 1,375.00      | 108,366.14        | 117,452.50    |
| TITAN INTL INC ILL COM        | 50,000.00     | 879,039.00        | 531,500.00    |
| TJX COS INC NEW               | 1,000.00      | 25,837.00         | 68,580.00     |
| TOOTSIEROLLIND A.             | 1213550       | 92,192.79         | 37,255,985.00 |
| TRIMAS CORP.                  | 90,000.00     | 562,076.34        | 2,816,100.00  |
| TRINITY BIOTECH               | 2,610.00      | 41,761.12         | 45,701.10     |
| UNION PACIFIC CORP            | 1,050.00      | 78,243.34         | 125,086.50    |

**Cele H. & William B. Rubin Family Fund, Inc.**  
**Schedule of Investments**  
**As at December 31, 2014**

| <b>EQUITIES</b>                | <b>Shares</b>        | <b>Cost Basis</b>    | <b>Value</b> |
|--------------------------------|----------------------|----------------------|--------------|
| UNITED PARCEL SERVICE H56      | 500                  | 32,520.58            | 55,585.00    |
| UNITED PARCEL SERVICE INC CL B | 715                  | 61,284.60            | 79,486.55    |
| UNITED TECHNOLGIES             | 600                  | 26,018.20            | 69,000.00    |
| VIACOM CL B                    | 17,500.00            | 893,155.00           | 1,316,875.00 |
| WALGREEN CO.                   | 1,125.00             | 55,801.06            | 85,725.00    |
| WELL FARGO & CO                | 1,200.00             | 42,353.51            | 65,784.00    |
| WHIRLPOOL CORP                 | 500                  | 72,911.19            | 96,870.00    |
| WINTHROP RLTY TR SH NEW        | 72,500.00            | 901,166.38           | 1,130,275.00 |
| ZIMMER HOLDINGS , INC.         | 600                  | 29,064.00            | 68,052.00    |
| <b>TOTAL EQUITIES</b>          | <b>24,876,331.18</b> | <b>79,999,148.29</b> |              |
| <b>TOTAL INVESTMENTS</b>       | <b>29,258,493.56</b> | <b>84,737,374.38</b> |              |

STATE OF NEW YORK

*County of New York, ss:*

**FOUNDATIONS**

THE ANNUAL RETURN  
OF THE CELE H. & WIL-  
LIAM B. RUBIN FAMILY  
FUND, INC. for the calen-  
dar year ended December  
31, 2014 is available at its  
principal office located at  
32 Monadnock Road, Well-  
esley Hills, Mass 02481 for  
inspection during regular  
business hours by any citi-  
zen who requests it within  
180 days hereof. Principal  
Manager of the Foundation  
is ELLEN GORDON  
0000011202

Brenda Estrada, being duly sworn, says that she is the PRINCIPAL CLERK of the Publisher of the NEW YORK LAW JOURNAL, a Daily Newspaper; that the Advertisement hereto annexed has been published in the said NEW YORK LAW JOURNAL one time on the 4th day of February 2015.

TO WIT: February 4, 2015



SWORN TO BEFORE ME, this 4th day  
Of February, 2015.



Cynthia Byrd

Notary Public, State of New York  
No. 01BY6056945  
Qualified in Kings County  
Commission Expires April 09, 2015

## CELE H &amp; WILLIAM B RUBIN FAMILY FUND INC.

Schedule of Grants-Donations Paid  
For the Year Ended December 31, 2014

| <u>Name</u>                                   | <u>Address</u>   | <u>Amount</u> |
|---|--|---------------|
| Alzheimer Association                         | 225 N Michigan Ave , Fl 17, Chicago, IL 60601-7633         | 100.00        |
| Allied Service Foundation                     | c/o John Heinz Pediatric, Clarks Summit, PA 18411          | 5,000.00      |
| American Cancer Society                       | 17060 Oak Park Ave , Tinley Park, IL 60477                 | 2,000.00      |
| American Diabetes Association                 | P O Box 11454, Alexandria, VA 22312                        | 110.00        |
| American Heart Association                    | 208 La Salle Street, Suite 900 Chicago IL 60604            | 100.00        |
| American Red Cross                            | PO Box 4002018, Des Moines, IA 50340-2018                  | 300.00        |
| Amnesty International                         | 5 Penn Plaza New YOUR NY 10001                             | 1,000.00      |
| Avon Products Foundation Inc                  | Avon Product Foundation Rye, NY 10580                      | 1,120.00      |
| Bank Of America Charitable Gift Fund          | 100 Federal St MA5-100 Boston, MA 02110                    | 1,161,000.00  |
| Bethany for Children & Facility               | 1830 6th Ave , Moline, IL 61265                            | 100.00        |
| Brandeis University                           | 415 South Street, Waltham, MA 02453-9110                   | 10,000.00     |
| Brigham and Women's Hospital                  | 75 Francis Street Boston, MA 02115                         | 500,000.00    |
| Bright Focus Foundation                       | 22512 Gateway Center Dr, Clarksburg MD 20871               | 100.00        |
| Buckingham, Browne & Nichols School           | External Affairs Office, Cambridge, MA 02138-5512          | 2,000.00      |
| Bucksbaum Institute of Clinical Excellence    | Univ Of Chicago 5841 South Maryland Ave, Chicago, IL 60637 | 1,000.00      |
| CAC Mobile Meals                              | 2247 Western Avenue, P O Box 51650, Knoxville, TN 37950    | 500.00        |
| Can Do Community Foundation                   | Att Nancy Stasko, 1 South, Hazelton PA 18201               | 1,000.00      |
| Camp Harbor View                              | 200 Clarendon Street, Boston MA 02118                      | 10,000.00     |
| Camp Horizon                                  | Camp Horizon, Decatur, GA 30033                            | 3,000.00      |
| Carl Perkins Center                           | 707 South Main Street, Covington TN 38019                  | 1,000.00      |
| Collie Rescue of Greater II                   | PO Box 4169, Lisle, IL 60532                               | 250.00        |
| Combined Jewish Philanthropies Greater Boston | 126 High St, Boston, MA 02110                              | 48,000.00     |
| Commonwealth School                           | 151 Commonwealth Ave , Boston, MA 02116                    | 2,000.00      |
| Community School of Arts                      | 620 State Street, Knoxville, TN 37902                      | 250.00        |
| Dartmouth College                             | 6066 Development Office, Hanover NH 03755-3555             | 50,000.00     |
| DePaul University                             | 1 E Jackson, Chicago, IL 60604                             | 4,000.00      |
| Duke University                               | Duke University/Box 90581, Durham, NC 27708-0581           | 2,000.00      |
| Envision Unlimited                            | 5333 S Greenwood Ave Chicago, IL 60615                     | 100.00        |
| Face the Future                               | 645 N Michigan Ave, Ste 800, Chicago IL 60611              | 200.00        |
| Facing History and Ourselves                  | 200 E Randolph St , Ste 2100, Chicago IL 60601-6432        | 1,000.00      |
| Feeding America                               | 35 East Wacker Drive, Suite 2000 Chicago, IL 60126         | 1,000.00      |
| Fenwick High School                           | 505 Washington Blvd, Oak Park, IL 60302                    | 1,000.00      |
| First United Methodist Church of Elmhurst     | 232 S York Road, Elmhurst, IL 60126                        | -300.00       |
| Friends Of Harvard Football                   | MURR Center/ 65 North Harbor Boston MA 02163               | 10,000.00     |
| Friends of Literacy                           | 900 E Hill Ave, Knoxville, TN 37915                        | 250.00        |
| Food Bank of CNY                              | 7477 Murray Drive, Cicero, NY 13039                        | 5,000.00      |
| Give Directly                                 | Church Street Station New York, NY 10008                   | 1,000.00      |
| Habitat for Humanity International            | 12 Habitat Street, Americus GA 31709-3498                  | 250.00        |
| Harvard Business School                       | Soldier Field, Boston MA 02163                             | 10,000.00     |
| Harvard College Fund                          | 124 Mount Auburn Street, Cambridge, MA 02138               | 10,000.00     |
| Harvard Medical School                        | 25 Shattuck Street, Boston, MA 02115                       | 575,000.00    |
| Humane Society of Vilas County                | 2477 Highway 45N, Eagle River, WI 54521                    | 250.00        |
| Impact  | 420 Pearl Street, Malden MA 02148                          | 1,000.00      |
| JDRF Illinois                                 | 1 North LaSalle Street, Ste 1200, Chicago, IL 60602        | 100.00        |
| Kappa Kappa Chapter Sigma Chi                 | 1714 Hinman Ave, Evansion IL 60201                         | 400.00        |
| KCTS Television                               | 401 Mercer Street Seattle WA 98109                         | 200.00        |
| Kellogg Graduate School                       | Leverone 3492001//2001 Sheridan Rd, Evanston, IL 60208     | 10,000.00     |
| Lest We Forget                                | 942 Sierra Drive, Benton Harbor MI 49022                   | 2,500.00      |
| Loyola University Chicago                     | 1032 W Sheridan Rd, Chicago IL 60660                       | 725.00        |
| Loyola Univ Medical center                    | 21660 S 1st Ave, Maywood IL 60153                          | 315.00        |
| Loyola University Health System               | Office of Development, 21680 S 1st Ave, Maywood IL 60153   | 3,605.00      |
| Lydia Home Association                        | 4300 W Irving Park Road, Chicago, IL 60641                 | 5,000.00      |
| Macular Degeneration Research                 | 22512 Gateway Center Dr, Clarksburg MD 20871               | 100.00        |
| Memorial Sloan-Kettering Cancer Center        | Memorial Sloan Kettering Cancer, New York, NY 10065        | -750.00       |
| Men Can Stop Rape                             | 1003 K Street, NW, Suite 200, Washington DC 20001          | 1,000.00      |
| Mobile Meals                                  | PO Box 51650, Knoxville, tn 37950-1650                     | 500.00        |
| National Audobon Society                      | 225 Varick St -7th Fl New York NY 10014                    | 2,000.00      |
| National MS Society                           | 4219 Hillsboro Road, Nashville, TN 37215                   | 65.00         |
| Notre Dame DeNamur Univ                       | 1500 Ralston Ave, Belmont CA 94002                         | 100.00        |
| Northern Illinois University                  | 1425 W Lincoln Hwy, DeKalb, IL 60115-2825                  | 100.00        |
| McCullie School                               | 500 Dodds Ave , Chattanooga, TN 37404                      | 500.00        |
| Marine Heritage Foundation                    | 3800 Fettler Park Drive, Ste 104, Dumfries VA 22025        | 150,000.00    |
| Mission of Our Lady                           | 1140 W Jackson Blvd, Chicago, IL 60607                     | 500.00        |
| New England Organ Bank                        | 60 1st Ave , Waltham, MA 02451                             | 1,500.00      |
| St Demetrios Orthodox Church                  | 57 Brwn Street, Weston, MA 02493                           | 400.00        |

**CELE H & WILLIAM B RUBIN FAMILY FUND INC.**

**Schedule of Grants-Donations Paid**

**For the Year Ended December 31, 2014**

| <u>Name</u>                                 | <u>Address</u>   | <u>Amount</u> |
|---|--|---------------|
| Our Bodies Ourselves                        | 5 Upland Road #3, Cambridge, MA 02140                    | 2,500.00      |
| Oxfam Associates                            | 226 Causaway Street, 5th Floor, Boston MA 02114          | 1,000.00      |
| Pads Inc DBA Hesed House                    | 659 S River Street Aurora IL 60506                       | 500.00        |
| Plainfield Area Interfaith Food             | 22525 W Lockport Rd, Plainfield IL 60544                 | 200.00        |
| Partners In Health                          | 800 Boylston Street, 47th Floor, Boston MA 02199         | 6,000.00      |
| Pine Street Inn                             | 144 Harrison Ave, Boston MA 02118                        | 1,000.00      |
| Planned parenthood Federation               | 464 West 33rd Street, NY NY 10001                        | 1,000.00      |
| Prader-Willi Syndrome Assoc                 | 8588 Potter Park Drive, Suite500 Sarasota FL 34238       | 250.00        |
| Providence St Mel Foundation                | 119 South Central Park Avenue, Chicago, Illinois 60624   | 2,000.00      |
| Purdue Foundation                           | 1281 Win Hentschel Blvd , West Lafayette, IN 47906       | 100.00        |
| Rensselaerville Institute                   | 63 Huyck Rd, Rensselaerville, NY 12147                   | 5,000.00      |
| Rivers Country Day School                   | 333 Winter Street, Weston, MA 02193-9981                 | 1,500.00      |
| Rodman Ride for the kids                    | 484 Main Street, Ste 360, Worcester MA 01608             | 1,500.00      |
| Rosie's Place                               | 889 Harrison Ave , Boston MA 02118                       | 1,000.00      |
| Second Harvest Food Bank                    | 2802 Dairy Drive, Madison WI 53718                       | 500.00        |
| Shriners Hospital of Children               | 2900 Rocky Point Drive, Tampa, Florida                   | 500.00        |
| Spaulding Rehabilitation Hospital           | 300 First Avenue, Charlestown, MA 02129                  | 500,000.00    |
| Squam Lakes Association                     | 534 Rte 3, Holderness, NH 03245-0204                     | 2,500.00      |
| Squam Lakes Conservation Society            | PO Box 696, Holderness, NH 03245-0204                    | 28,500.00     |
| Squam Lakes Natural Science Center          | PO Box 173, 23 Science Center Road, Holderness, NH 03245 | 255,000.00    |
| St Patrick High School                      | 5900 West Belmont, Chicago IL 60634                      | 100.00        |
| Stanford School of Business                 | 326 Galvez Street, Stanford CA 94305-6105                | 250.00        |
| Stanford University- School Education       | 450 Serra Mall, Stanford, CA 94305-2004                  | 100.00        |
| Stanford University School of Earth Science | 397 Panama Mall, CA 94305-2210                           | 100.00        |
| Tagore-SenGupta Foundation                  | 3286 Merchant Dr, Bethlehem PA 18017-1952                | 5,500.00      |
| Taking Care of Your Diabetes                | 1701 North Beauregard St , Alexandria, VA 22311          | 15,000.00     |
| The Anti Cruelty Society                    | 157 W Grand Avenue, Chicago IL 60654                     | 100.00        |
| TLC Animal Shelter                          | 13016 W 151st Street, Homer Glen IL 60491                | 100.00        |
| The Carroll Center for the Blind            | 770 Centre St , Newton MA 02458                          | 5,000.00      |
| The Morton Arboretum                        | 4100 Illinois Rt 53, Lisle, IL 60532-1293                | 1,000.00      |
| The Salvation Army                          | PO Box 4121, Carol Stream, IL 60197                      | 500.00        |
| The Windsor School                          | 103 Pilgrim Rd, Boston, MA 02215                         | 1,500.00      |
| United States Holocaust                     | 100 Raoul Wallenberg Place, SW, Washington, DC 20024     | 501,500.00    |
| United States Olympic Committee             | Att Karen Greenfieldmatching, PO Box 7010, Albert Lea MN | 100.00        |
| United Way New Hampshire                    | United Way Lakes Region, Laconia, NH 03246-3313          | 2,000.00      |
| United Way of Massachusetts Bay, Inc        | United Way Massachusetts, Boston, MA 02210-1121          | 2,000.00      |
| United Way/Crusade of Mercy                 | United Way/Crusades of Mercy, Chicago, IL 60675-5828     | 2,000.00      |
| University of Chicago Medical Center        | 5801 South Ellis Ave , Chicago, IL 60637                 | 515,000.00    |
| University of Chicago Salvatore Ferrara II  | 5801 S Ellis Ave , Chicago Ill 60637                     | 2,000.00      |
| University of Illinois College Business     | 260 Wohlers Hall, Champaign IL 61820                     | 2,500.00      |
| University of Chicago Booth School Business | 5235 S Hooper Ct , 4th Flr, Chicago IL 60615             | 200.00        |
| University of Illinois Foundation           | PO Box 3429, Champaign, IL 61826-3429                    | 2,500.00      |
| USC Shoah Foundation                        | 650 West 35th St , Suite 114, Los Angeles CA 90089-2571  | 1,000.00      |
| Vassar College                              | 124 Raymond Ave , Poughkeepsie, NY 12604                 | 10,000.00     |
| VW Whitewater Foundation                    | 800 West Main Street, Whitewater WI 53190                | 50.00         |
| Wellesley Neighbors                         | 888 Worcester Street, Wellesley MA 02482                 | 3,000.00      |
| Wesleyan University                         | 318 High Street, Middletown CT 06459                     | 100.00        |
| Wellesley Police Department                 | 485 Washington Street, Wellesley, Ma 02482               | 1,500.00      |
| Wellesley College                           | 106 Central Street, Wellesley, MA 02481                  | 5,000.00      |
| WFMT Radio                                  | 5400 N St Louis Ave Chicago IL 60625-4698                | 98.00         |
| Wellesley Free Library                      | 530 Washington St, Wellesley, MA 02482                   | 2,500.00      |
| Wounded Warrior                             | 7020 AC Skinner Pkwy Street, Jacksonville, FL 32256      | 3,000.00      |
| Young Williams Animal Center                | 3201 Division Street, Knoxville TN 37919                 | 250.00        |
| Youth Transition Network, Inc               | 1225 W Main Street, Mesa, AZ 85201                       | 5,000.00      |

**4,501,638.00**

CELE H. and WILLIAM B. RUBIN FAMILY FUND, INC.

FORM 990PF--PART X-----2014

LINE #1A- AVERAGE FAIR MARKET VALUE OF SECURITIES

| <u>MONTH</u>          | <u>BONDS</u>            | <u>US TREAS NOTES<br/>and US TREAS BILLS</u> | <u>MUTUAL<br/>FUNDS</u> | <u>STOCKS</u>         |
|-----------------------|-------------------------|--|-------------------------|-----------------------|
| <u>TOTAL</u>          |                         |  |                         |                       |
| JANUARY               | 83,717,619.87           | 6,005,376.00                                 | 131,160.28              | 77,581,083.59         |
| FEBRUARY              | 86,115,679.05           | 6,036,230.50                                 | 135,031.48              | 79,944,417.07         |
| MARCH                 | 86,136,374.74           | 5,948,290.00                                 | 136,446.60              | 80,051,638.14         |
| APRIL                 | 85,290,945.01           | 4,912,387.50                                 | 138,625.86              | 80,239,931.65         |
| MAY                   | 85,949,633.69           | 4,864,746.30                                 | 144,897.18              | 80,939,990.21         |
| JUNE                  | 85,340,092.67           | 4,539,705.00                                 | 160,412.36              | 80,639,975.31         |
| JULY                  | 84,205,625.28           | 4,505,515.00                                 | 180,424.87              | 79,519,685.41         |
| AUGUST                | 85,453,241.42           | 4,516,376.00                                 | 186,160.58              | 80,750,704.84         |
| SEPTEMBER             | 82,143,679.49           | 4,435,202.50                                 | 176,194.61              | 77,532,282.38         |
| OCTOBER               | 85,873,232.77           | 5,471,047.26                                 | 180,832.10              | 80,221,353.41         |
| NOVEMBER              | 87,617,189.77           | 6,444,677.76                                 | 188,526.97              | 80,983,985.04         |
| DECEMBER              | 84,737,375.18           | 4,560,206.52                                 | 178,019.57              | 79,999,149.09         |
| <b>TOTAL</b>          | <b>1,022,580,688.94</b> | <b>62,239,760.34</b>                         | <b>1,936,732.46</b>     | <b>958,404,196.14</b> |
| <b>YEARLY AVERAGE</b> | <b>85,215,057.41</b>    | <b>5,186,646.70</b>                          | <b>161,394.37</b>       | <b>79,867,016.35</b>  |