Edgar Filing: McPherson Kathleen - Form 4

McPherson I Form 4											
August 31, 2	1 /								OMB AF	PROVAL	
	RITIES AND EXCHANGE COMMISSION shington, D.C. 20549					OMB Number:	3235-0287				
Check th if no long subject to Section 1 Form 4 o	ger STATEN 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires:January 3: 200Estimated average burden hours per response0.		
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
(Print or Type I	Responses)										
McPherson Kathleen Syr			Symbol RUBIC	2. Issuer Name and Ticker or Trading Symbol RUBICON FINANCIAL INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(T)			[RBCF]								
(Mon			(Month/E	. Date of Earliest Transaction Month/Day/Year) 8/24/2009				X_ Director 10% Owner Officer (give title Other (specify below) below)			
	(Street) 4. If Ame Filed(Mon				nte Original			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEWPORT	BEACH, CA 92	2660						Form filed by M Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative Se	ecuriti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transactic Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4	(A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/24/2009			Code V A	Amount 500,000 (1)	(D) A	Price \$ 1.75 (2)	502,500	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
McPherson Kathleen 4100 NEWPORT PLACE SUITE 630 NEWPORT BEACH, CA 92660		Х						
Signatures								
Kathleen McPherson	08/31/	2009						
<u>**</u> Signature of	Da	ate						

Signature of **Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). **
- On August 29, 2007, the Issuer entered into a consulting agreement with Ms. McPherson for business development services. Pursuant to (1) the agreement, the Issuer authorized the issuance of 500,000 shares of common stock to Ms. McPherson as a signing bonus. The shares remained authorized but unissued until August 24, 2009.
- (2) Deemed fair market value pursuant to SFAS 123R.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.