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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: DAVE G. RUF, JR. FAMILY FOUNDATION

A Employer identification number: 52-7241082

Number and street (or P O box number if mail is not delivered to street address): 11716 CANTERBURY STREET

Room/suite:

B Telephone number (see instructions): (913) 345-2424

City or town, state or province, country, and ZIP or foreign postal code: LEAWOOD, KS 66211

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 1,676,863.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	200,608.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	15,203.	15,203.		ATCH 1
	4 Dividends and interest from securities	23,330.	23,330.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	39,299.			
	b Gross sales price for all assets on line 6a 182,690.				
	7 Capital gain net income (from Part IV, line 2)		39,299.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	278,440.	77,832.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	1,800.	1,800.		
	c Other professional fees (attach schedule) *	6,605.	6,605.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	656.	277.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	9,061.	8,682.		
	25 Contributions, gifts, grants paid	48,685.			48,685.
	26 **Total expenses and disbursements.** Add lines 24 and 25	57,746.	8,682.	0	48,685.
	27 Subtract line 26 from line 12.				
	a **Excess of revenue over expenses and disbursements**	220,694.			
	b **Net investment income** (if negative, enter -0-)		69,150.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	330,527.	112,401.	112,401.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	393,701.	723,682.	1,392,981.
	c Investments - corporate bonds (attach schedule) ATCH 7	207,081.	159,321.	171,481.
	11 Investments - land, buildings, and equipment basis ▶			
	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 ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	931,309.	995,404.	1,676,863.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	431,041.	431,041.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	500,268.	564,363.	
	30 Total net assets or fund balances (see instructions)	931,309.	995,404.	
	31 Total liabilities and net assets/fund balances (see instructions)	931,309.	995,404.	

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	931,309.
2	Enter amount from Part I, line 27a	2	220,694.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,152,003.
5	Decreases not included in line 2 (itemize) ▶ ATCH 8	5	156,599.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	995,404.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	39,299.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	53,838.	1,170,444.	0.045998
2011	69,225.	1,150,624.	0.060163
2010	57,316.	1,064,460.	0.053845
2009	19,175.	918,501.	0.020876
2008	30,690.	1,081,462.	0.028378

2	**Total** of line 1, column (d)	2	0.209260
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	0.041852
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,409,882.
5	Multiply line 4 by line 3	5	59,006.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	692.
7	Add lines 5 and 6	7	59,698.
8	Enter qualifying distributions from Part XII, line 4	8	48,685.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,383.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	1,383.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,383.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	16.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,399.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KS,			
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.* ATCH 9	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

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

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

14 The books are in care of ▶ DAVE G. RUF JR Telephone no. ▶ 913-345-2424

Located at ▶ 11716 CANTERBURY STREET LEAWOOD, KS ZIP+4 ▶ 66211

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b	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. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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 2013?	4b		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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . . . 5b 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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . 6b No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . . 7b N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0	0	0

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

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

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

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

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

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

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 N/A	
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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a	Average monthly fair market value of securities	1a	1,205,415.
b	Average of monthly cash balances	1b	225,937.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,431,352.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,431,352.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	21,470.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,409,882.
6	**Minimum investment return.** Enter 5% of line 5	6	70,494.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	70,494.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,383.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,383.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	69,111.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	69,111.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	69,111.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	48,685.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	48,685.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	48,685.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				69,111.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			2,067.	
b	Total for prior years: 20 11 ,20 10 ,20 09				
3	Excess distributions carryover, if any, to 2013:				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	Total of lines 3a through e				
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 48,685.				
a	Applied to 2012, but not more than line 2a			2,067.	
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2013 distributable amount				46,618.
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount - see instructions				
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				22,493.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9:				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)

DAVE G. RUF, JR.

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 ▶ [X] 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 11				
Total ▶ **3a**				48,685.
b *Approved for future payment*				
Total ▶ **3b**				NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	15,203.	
4 Dividends and interest from securities			14	23,330.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	39,299.	
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)				77,832.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 77,832.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	N/A

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Dave G Ruf Jr | 5-6-14 | ▶ Officer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH A. JEZAK		5-6-14		P00731634

Firm's name ▶ JMW & ASSOCIATES, LLC — Firm's EIN ▶ 57-1224592

Firm's address ▶ 6400 GLENWOOD, SUITE 100 OVERLAND PARK, KS 66202 — Phone no 913-499-4920

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

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization	Employer identification number
DAVE G. RUF, JR. FAMILY FOUNDATION	52-7241082

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on 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).

Name of organization DAVE G. RUF, JR. FAMILY FOUNDATION

Employer identification number 52-7241082

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVE G. RUF REVOCABLE TRUST 11716 CANTERBURY STREET LEAWOOD, KS 66211	$ 200,608.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization DAVE G. RUF, JR. FAMILY FOUNDATION

Employer identification number 52-7241082

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	12,500 SHS MGP INGREDIENTS, INC 3,550 SHS LIONS GATE ENTERTAINMENT 1,228.489 SHS BUFFALO FUNDS EMERGING OPPORTUNITY FUND	$ 200,608.	VAR
		$	
		$	
		$	
		$	
		$	

Name of organization DAVE G. RUF, JR. FAMILY FOUNDATION

Employer identification number 52-7241082

Part III ***Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		UMB #104415.1-SEE ATTACHMENT A PROPERTY TYPE: SECURITIES				P	VAR	VAR
182,381.		143,391.					38,990.	
		UMB #104415.1 CAPITAL GAIN DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	VAR
132.							132.	
		ADELPHINE SECURITIES SETTLEMENT PROPERTY TYPE: SECURITIES				P	VAR	VAR
177.							177.	
TOTAL GAIN(LOSS)							39,299.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UMB #104415 INTEREST INCOME	15,161.	15,161.
UMB #104415 ORIGINAL ISSUE DISCOUNT	41.	41.
UMB CHECKING #0335	1.	1.
TOTAL	15,203.	15,203.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UMB #104415 DIVIDENDS	23,330.	23,330.
TOTAL	23,330.	23,330.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	1,800.	1,800.		
TOTALS	1,800.	1,800.		

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	6,605.	6,605.
TOTALS	6,605.	6,605.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	277.	277.
PRIOR YEAR BALANCE DUE	379.	
FED 2ND QTR EST		
FED 3RD QTR EST		
FED 4TH QTR EST		
TOTALS	656.	277.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UMB #104415-SEE ATTACH B	723,682.	1,392,981.
TOTALS	723,682.	1,392,981.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UMB #104415-SEE ATTACH B	159,321.	171,481.
TOTALS	159,321.	171,481.

ATTACHMENT 8

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
FMV ADJUSTMENT FOR DONATED STOCK	156,307.
ADJUSTMENT FOR ACCRUED DIVIDENTS AT Y/E	292.
TOTAL	156,599.

ATTACHMENT 9

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

FOUNDATION IS EXEMPT FROM FILING UNDER THE KANSAS REGULATIONS

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DAVE G RUF JR 11716 CANTERBURY STREET LEAWOOD, KS 66211	TRUSTEE & ADVISORY BOARD 1.00	0	0	0
DAVE GEORGE RUF III 11716 CANTERBURY STREET LEAWOOD, KS 66211	ADVISORY BOARD MEMBER 1.00	0	0	0
JAY PAUL RUF 11716 CANTERBURY STREET LEAWOOD, KS 66211	ADVISORY BOARD MEMBER 1.00	0	0	0
MELANIE ROSE RUF 11716 CANTERBURY STREET LEAWOOD, KS 66211	ADVISORY BOARD MEMBER 1.00	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CYSTIC FIBROSIS FOUNDATION 6950 SQUIBB ROAD MISSION, KS 66202	NONE PC	CHARITABLE-RESEARCH FOR A CURE AND ASSISTING WITH CARE FOR THOSE DIAGNOSED WITH CYSTIC FIBROSIS	1,775.
DUCKS UNLIMITED, INC ONE WATERFOWL WAY MEMPHIS, TN 38120	NONE PC	CHARITABLE-PRESERVATION OF WILDLIFE	1,110.
KU ENDOWMENT, WILLIAMS EDUCATION FUND P.O. BOX 928 LAWRENCE, KS 66044-0928	NONE PC	CHARITABLE-ENDOWMENT FUND FOR EDUCATIONAL GRANTS	41,000.
NATIONAL MS SOCIETY 733 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10017	NONE PC	CHARITABLE-RESEARCH FOR A CURE AND ASSISTING THOSE DIAGNOSED WITH MULTIPLE SCLEROSIS	200.
KANSAS CITY SYMPHONY P.O. BOX 879425 KANSAS CITY, MO 64187-9425	NONE PC	CHARITABLE-EDUCATIONAL PURPOSES AND SUBSIDIZING COMMUNITY COSTS	1,500.
IMMACOLATA MANOR 2135 MANOR WAY LIBERTY, MO 64068	NONE PC	CHARITABLE-FOR SPECIAL PROJECTS BENEFITING RESIDENTS	600.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KU ALUMNI P.O. BOX 928 LAWRENCE, KS 66044-0928	NONE PC	CHARITABLE-SUPPORTING EDUCATION	2,500.
		TOTAL CONTRIBUTIONS PAID	48,685.

KORNITZER CAPITAL MANAGEMENT, INC

REALIZED GAINS AND LOSSES

Dave G. Ruf, Jr. Family Foundation (UMB #104415)

KCM/JCK-MOKAN(A) Terri

104415.1

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
03-24-2010	01-17-2013	5,000	RYMAN HOSPITALITY - GAYLORD ENTERTAIN (GET)*FULL CALL @100 1/17/13* 6 750% Due 11-15-14	4,818.75	5,000.00		181.25
11-19-2010	01-17-2013	5,000	RYMAN HOSPITALITY - GAYLORD ENTERTAIN (GET)*FULL CALL @100 1/17/13* 6.750% Due 11-15-14	5,012 50	5,000.00		-12 50
05-05-2011	01-17-2013	5,000	RYMAN HOSPITALITY - GAYLORD ENTERTAIN (GET)*FULL CALL @100 1/17/13* 6.750% Due 11-15-14	5,112.50	5,000 00		-112.50
05-18-2010	05-01-2013	10,000	JARDEN CORP (JAH) *FULL CALL @ 104 05/01/2013* 8.000% Due 05-01-16	10,225.00	10,400.00		175.00
12-16-1999	05-17-2013	500	ABBVIE INC COM	8,514.54	22,989.40		14,474.86
04-24-2013	05-17-2013	-5	ABBVIE - MAY 45, Expires 5-18-13 (SF)	490.88	490.88	0.00	
04-11-2013	05-20-2013	1,000	WARNER CHILCOTT PLC	13,539.10	19,751.66	6,212.56	
05-06-2010	05-24-2013	5,000	SONIC AUTOMOTIVE (SAH) *FULL CALL @ 111.222 + AI 05/24/2013* 9.000% Due 03-15-18	5,100.00	5,561.10		461.10
05-19-2010	05-24-2013	5,000	SONIC AUTOMOTIVE (SAH) *FULL CALL @ 111.222 + AI 05/24/2013* 9 000% Due 03-15-18	5,062.50	5,561.10		498 60
05-20-2010	06-07-2013	50	PHILLIPS 66	1,179.18	3,295.35		2,116.17
01-02-1975	06-21-2013	40	AMEREN CORP	466.65	1,329.18		862.53
08-31-1993	06-21-2013	80	CSS INDUSTRIES	986.67	2,024.76		1,038 09
06-15-1973	06-21-2013	80	GREAT PLAINS ENERGY INC	609.92	1,782.37		1,172.45
06-13-2013	06-22-2013	-1	PHILLIPS 66 - JUN 65, Exp 6-22-13 (SF)	0.00	58.99	58.99	
12-07-2011	07-30-2013	25,000	LIONS GATE (LGF) *FULL CALL @ 107.058 + AI 8/19/2013* 10 250% Due 11-01-16	25,000.00	26,892.88		1,892.88
06-28-2013	08-17-2013	-1	PHILLIPS 66 - AUG 65, Exp 8-17-13 (SF)	0.00	86.85	86.85	
09-13-2011	08-26-2013	6,000	DONNELLEY & SONS (RRD) 5.500% Due 05-15-15	5,580.00	6,450.00		870.00
09-06-2011	08-30-2013	2,000	UNITED REFINING (UNITED) 10.500% Due 02-28-18	1,992.50	2,210.00		217.50

ATTACHMENT A

KORNITZER CAPITAL MANAGEMENT, INC

REALIZED GAINS AND LOSSES

Dave G. Ruf, Jr. Family Foundation (UMB #104415)

KCM/JCK-MOKAN(A) Terri

104415.1

From 01-01-13 Through 12-31-13

						Gain Or Loss	
Open Date	**Close Date**	**Quantity**	**Security**	**Cost Basis**	**Proceeds**	**Short Term**	**Long Term**
06-19-2013	10-18-2013	-3	RIO TINTO - OCT 50, Expires 10-19-13 (SF)	256.64	256.64	0.00	
06-19-2013	10-18-2013	300	RIO TINTO PLC SPONSORED ADR	12,980.70	15,253.46	2,272.76	
06-07-2013	10-19-2013	-1	WEYERHAUSER - OCT 34, Exp 10-19-13 (SF)	0.00	34.99	34.99	
06-07-2013	10-19-2013	-2	QUALCOMM INC - OCT 70, Ex 10-19-13 (SF)	0.00	143.99	143.99	
06-06-2013	10-19-2013	-6	CISCO SYSTEMS - OCT 28, Exp 10-19-13 (SF)	0.00	177.35	177.35	
06-20-2013	10-19-2013	-2	BP PLC - OCT 47, Expires 10-19-13 (SF)	0.00	87.99	87.99	
06-12-2013	10-19-2013	-1	WEYERHAUSER - OCT 33, Exp 10-19-13 (SF)	0 00	33.99	33 99	
06-17-2013	10-19-2013	-1	WEYERHAUSER - OCT 34, Exp 10-19-13 (SF)	0.00	33.99	33 99	
06-21-2013	10-19-2013	-1	BP PLC - OCT 47, Expires 10-19-13 (SF)	0.00	45.10	45.10	
06-12-2013	10-19-2013	-1	IBM - OCT 220, Expires 10-19-13 (SF)	0.00	217.29	217.29	
06-11-2013	10-19-2013	-2	MERCK & CO - OCT 52½, Exp 10-19-13 (SF)	0.00	87.99	87.99	
06-14-2013	10-19-2013	-1	MICROSOFT CORP - OCT 39, Exp 10-19-13 (SF)	0.00	28.99	28.99	
06-24-2013	10-19-2013	-2	INTEL - OCT 27, Expires 10-19-13 (SF)	0.00	53.15	53.15	
05-26-2010	11-15-2013	5,000	TRIUMPH GROUP (TGI) **FULL CALL @ 104 11/15/13** 8.000% Due 11-15-17	4,800 00	5,200.00		400.00
06-18-2013	11-15-2013	-2	SCHLUMBERGER - NOV 85, Exp 11-16-13 (SF)	241.99	241 99	0 00	
06-18-2013	11-15-2013	-1	BHP BILLITON - NOV 70, Exp 11-16-13 (SF)	145 03	145.03	0.00	
05-31-2013	11-15-2013	100	BHP BILLLITON LTD ADR	6,600.39	7,144.90	544.51	
06-18-2013	11-15-2013	200	SCHLUMBERGER LTD	14,888.04	17,240.27	2,352.23	
06-18-2013	11-16-2013	-1	GLAXO SMITHKLINE - NOV 57½, 11-16-13 (SF)	0.00	51.99	51.99	
06-28-2013	12-20-2013	-3	DOW CHEMICAL - DEC 38, Exp 12-21-13 (SF)	122.99	122.99	0.00	
06-28-2013	12-20-2013	300	DOW CHEMICAL	9,664.86	11,520.29	1,855 43	
06-07-2013	12-21-2013	-1	KRAFT FOODS - DEC 60, Exp 12-21-13 (SF)	0 00	61.89	61.89	
06-07-2013	12-21-2013	-2	HOLLYFRONTIER - DEC 58½, Exp 12-21-13 (SF)	0.00	256.75	256 75	

ATTACHMENT A

KORNITZER CAPITAL MANAGEMENT, INC

REALIZED GAINS AND LOSSES

Dave G. Ruf, Jr. Family Foundation (UMB #104415)

KCM/JCK-MOKAN(A) Terri

104415.1

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
06-20-2013	12-21-2013	-1	KRAFT FOODS - DEC 60, Exp 12-21-13 (SF)	0 00	55.99	55.99	
TOTAL GAINS						14,754.77	24,360 43
TOTAL LOSSES						0.00	-125.00
				143,391.33	**182,381.53**	**14,754.77**	**24,235.43**

TOTAL REALIZED GAIN/LOSS 38,990.20

NO CAPITAL GAINS DISTRIBUTIONS

ATTACHMENT A

UMB
UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title: Cust Map for The Ruf Family Fdtn
Cust Map for The Ruf Family FDTN Pri Usd

Account Number: 104415.1

Statement of Investment Position

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
Equity Securities								
Common Stock								
500	Abbott Laboratories ABT 002824100	7,851.74	15.70	19,165.00	38.33	1.14%	440.00	2.30
200	AGL Resources Inc GAS 001204106	8,367.34	41.84	9,446.00	47.23	0.56%	376.00	3.98
600	AT & T Inc T 00206R102	20,987.55	34.98	21,096.00	35.16	1.26%	1,104.00	5.23
400	Baxter International Inc BAX 071813109	26,551.92	66.38	27,820.00	69.55	1.66%	784.00	2.82
100	BHP Billiton Ltd One ADR Represents 2 Ord Shrs BHP 088606108	6,273.84	62.74	6,820.00	68.20	0.41%	232.00	3.40
400	BP Plc 1 Spon ADR Represents 6 Ord Shrs	16,807.57	42.02	19,444 00	48.61	1.16%	912.00	4.69

ATTACHMENT B

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Account Title: **Cust Map for The Ruf Family Fdtn**
Cust Map for The Ruf Family FDTN Pri Usd

Account Number: **104415.1**

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
	BP 055622104							
500	Chevron Corp CVX 166764100	33,641.88	67.28	62,455.00	124.91	3.73%	2,000.00	3.20
100	Chubb Corp CB 171232101	4,977.10	49.77	9,663.00	96.63	0.58%	176.00	1.82
100	Cincinnati Finl Corp CINF 172062101	4,571.25	45.71	5,237.00	52.37	0.31%	168.00	3.21
600	Cisco Systems Inc CSCO 17275R102	14,657.94	24.43	13,458.00	22.43	0.80%	408.00	3.03
200	Clorox Co Del CLX 189054109	16,619.56	83.10	18,552.00	92.76	1.11%	568.00	3.06
500	Coca Cola Co KO 191216100	14,244.82	28.49	20,655.00	41.31	1.23%	560.00	2 71
300	ConocoPhillips COP 20825C104	11,904.96	39.68	21,195.00	70.65	1.27%	828.00	3.91
300	Costco Wholesale Corp COST 22160K105	11,871.09	39.57	35,706.00	119.02	2 13%	372.00	1.04
60	Daimler AG DDAIF D1668R123	276.67	4 61	5,215.20	86.92	0.31%		
400	ExxonMobil Corp XOM 30231G102	16,781.29	41.95	40,480.00	101.20	2.42%	1,008.00	2.49
300	General Dynamics Corp GD 369550108	26,262.13	87.54	28,665.00	95.55	1.71%	672.00	2.34
1000	General Electric Co GE 369604103	21,679.64	21.68	28,030.00	28.03	1.67%	880.00	3.14
400	General Mills Inc GIS 370334104	8,916.00	22.29	19,964.00	49.91	1.19%	608.00	3.05

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Cust Map for The Ruf Family FDTN Pri Usd

Account Number: 104415.1

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
300	GlaxoSmithKline Plc One ADR rpstg 2 Ord Shares GSK 37733W105	13,722.62	45.74	16,017.00	53.39	0.96%	722.70	4.51
500	Great Plains Energy Inc GXP 391164100	11,489.35	22.98	12,120.00	24.24	0.72%	460.00	3.80
400	HollyFrontier Corp HFC 436106108	18,982.82	47.46	19,876.00	49.69	1.19%	480.00	2.41
200	Honeywell International Inc HON 438516106	512.00	2.56	18,274.00	91.37	1.09%	360.00	1.97
800	Intel Corp INTC 458140100	20,199.56	25.25	20,764.00	25.96	1.24%	720.00	3.47
100	International Business Machines IBM 459200101	20,095.06	200.95	18,757.00	187.57	1.12%	380.00	2.03
100	Johnson & Johnson JNJ 478160104	6,352.74	63.53	9,159.00	91.59	0.55%	264.00	2.88
300	Kellogg CO K 487836108	10,803.75	36.01	18,321.00	61.07	1.09%	552.00	3.01
100	Kimberly Clark Corp KMB 494368103	9,833.85	98.34	10,446.00	104.46	0.62%	324.00	3.10
200	Kraft Foods Group Inc KRFT 50076Q106	10,660.34	53.30	10,782.00	53.91	0.64%	420.00	3.90
7975	Lions Gate Entertainment Corp LGF 535919203	49,427.61	6 20	252,488.50	31.66	15.08%	1,595.00	0.63
120	Lockheed Martin Corp LMT 539830109	67.20	0.56	17,839.20	148.66	1.07%	638.40	3.58
1000	Marathon Oil Corp MRO 565849106	7,690.35	7.69	35,300.00	35.30	2.11%	760.00	2.15

ATTACHMENT B

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Account Title: **Cust Map for The Ruf Family Fdtn**
Cust Map for The Ruf Family FDTN Pri Usd

Account Number: **104415.1**

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
300	McDonalds Corp MCD 580135101	16,219.92	54.07	29,109.00	97.03	1.74%	972.00	3.34
200	Merck & Co Inc MRK 58933Y105	9,552.78	47.76	10,010.00	50.05	0.60%	352.00	3.52
12500	MGP Ingredients Inc. MGPI 55303J106	8,995.00	0.72	64,875.00	5.19	3.87%		
300	Microsoft Corp MSFT 594918104	8,753.00	29.18	11,223.00	37.41	0.67%	336.00	2.99
200	Newmont Mining Corp NEM 651639106	9,798.12	48.99	4,606.00	23.03	0.28%	160.00	3.47
1300	Pepsico Inc PEP 713448108	47,110.26	36.24	107,822 00	82.94	6.44%	2,951.00	2.74
100	Phillips 66 PSX 718546104	2,358.36	23.58	7,713.00	77.13	0.46%	156.00	2.02
600	Pitney Bowes Inc PBI 724479100	8,520.90	14.20	13,980.00	23 30	0.83%	450.00	3.22
300	Procter & Gamble Co PG 742718109	23,179.72	77.27	24,423.00	81.41	1.46%	721.80	2.96
1400	QEP Resources Inc QEP 74733V100	7,875.82	5.63	42,910.00	30.65	2.56%	112.00	0.26
200	Qualcomm Inc QCOM 747525103	12,351 90	61.76	14,850.00	74.25	0.89%	280 00	1.89
1400	Questar Corp STR 748356102	4,039.18	2.89	32,186.00	22.99	1.92%	1,008.00	3.13
400	Royal Dutch Shell Plc Cl A 1 ADR Represents 2 Class A Ord Shrs RDS/A 780259206	18,871.96	47.18	28,508.00	71.27	1.70%	1,224.00	4.29

ATTACHMENT B

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Account Title: Cust Map for The Ruf Family Fdtn
Cust Map for The Ruf Family FDTN Pri Usd

Account Number: 104415.1

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
300	Wal Mart Stores Inc WMT 931142103	15,629.43	52.10	23,607.00	78.69	1.41%	564.00	2.39
300	Waste Mgmt Inc Del WM 94106L109	9,356.08	31.19	13,461.00	44.87	0.80%	438.00	3.25
300	Weyerhaeuser Co WY 962166104	8,581.00	28.60	9,471.00	31.57	0.57%	264.00	2.79
	Total Common Stock	**664,274.97**		**1,311,963.90**		**78.35%**	**29,760.90**	**2.27**
Equity Funds								
1228.489	Buffalo Funds Emerging Opportunities BUFOX 119530301	5,872.18	4.78	24,532.93	19.97	1.47%		
4811.228	Buffalo International Fund BUFIX 119530509	53,534.77	11.13	56,483.82	11.74	3.37%	101.08	0.18
	Total Equity Funds	**59,406.95**		**81,016.75**		**4.84%**	**101.08**	**0.12**
Total Equity Securities		723,681.92		1,392,980.65		83.18%	29,861 98	2.14

Fixed Income Securities

Corporate Bonds

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
15000	Alpha Natural Resources Inc DTD 10/11/2012 9.750% 4/15/2018 Sr Unsecured Notes B- 02076XAD4	14,843.85	0.99	15,900.00	106.00	0.95%	1,462.50	9.20
10000	Anixter International Inc DTD 3/1/2005 5 950% 3/1/2015 BB 035287AB7	9,462.50	0.95	10,475.00	104 75	0.63%	595.00	5.68
5000	Approach Resources Inc DTD 6/11/2013 7.000% 6/15/2021	4,993 75	1 00	5,125 00	102.50	0.31%	350.00	6.83

ATTACHMENT 6

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Account Title: Cust Map for The Ruf Family Fdtn
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Account Number: 104415.1

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
	Call 06/15/2016 @ 105.250 Sr Unsecured B- 03834AAA1							
5000	Autonation Inc DTD 4/14/2010 6.750% 4/15/2018 BB+ 05329WAJ1	4,975.00	1.00	5,787.50	115.75	0.35%	337.50	5.83
20000	Brunswick Corp DTD 9/1/1993 7.375% 9/1/2023 Sr Unsecured Notes BB 117043AE9	19,300.00	0.97	21,300.00	106.50	1.27%	1,475.00	6.92
5000	Constellation Brands Inc DTD 12/5/2007 8.375% 12/15/2014 Senior Notes BB+ 21036PAG3	5,375.00	1.08	5,325.00	106.50	0.32%	418.75	7.86
2000	Donnelley R R & Sons DTD 11/15/2005 5.500% 5/15/2015 BB- 257867AR2	1,860.00	0.93	2,110.00	105.50	0.13%	110.00	5.21
8000	Healthsouth Corp DTD 10/7/2010 7.250% 10/1/2018 Call 10/01/14 @ 103.63 BB- 421924BH3	7,745.00	0.97	8,550.00	106.88	0.51%	580.00	6.78
10000	Newfield Exploration Company DTD 5/8/2008 7.125% 5/15/2018 Senior Subordinated Notes BB+ 651290AK4	9,450.00	0.95	10,385.00	103.85	0.62%	712.50	6.86
10000	Polypore International Inc DTD 5/15/2011 7.500% 11/15/2017 Call 11/15/13 @ 105.62 BB- 73179VAF0	10,487.50	1.05	10,575.00	105.75	0.63%	750.00	7.09

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ATTACHMENT b

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P.O. Box 419692
Kansas City, MO 64141-7014

Account Title Cust Map for The Ruf Family Fdtn
Cust Map for The Ruf Family FDTN Pri Usd

Account Number 104415.1

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
10000	Prestige Brands Inc DTD 3/24/2010 8.250% 4/1/2018 Call 4/01/14 @ 104.13 BB 74112BAE5	10,212.50	1.02	10,594.60	105.95	0.63%	825.00	7.79
5000	Seacor Holdings Inc DTD 9/24/2009 7.375% 10/1/2019 Senior Notes BB- 811904AK7	5,000.00	1.00	5,412.50	108.25	0.32%	368.75	6.81
25000	Swift Energy Co DTD 6/1/2007 7 125% 6/1/2017 Company Guarnt B+ 870738AF8	23,937.50	0.96	25,500.00	102.00	1.52%	1,781.25	6.99
15000	Tutor Perini Corporation DTD 5/1/2011 7.625% 11/1/2018 Call 11/01/14 @ 103.81 BB- 901109AB4	14,612.50	0.97	16,050.00	107.00	0.96%	1,143.75	7.13
8000	United Refining Co DTD 3/8/2011 10.500% 2/28/2018 Call 2/28/15 @ 105.25 BB- 911358AK5	7,965.73	1.00	8,960.00	112.00	0.54%	840.00	9 38
5000	Warner Chilcott Co LLC DTD 8/20/2010 7.750% 9/15/2018 Call 9/15/14 @ 103.88 BBB 93443TAB2	4,875.00	0.98	5,412.50	108.25	0.32%	387.50	7.16
	Total Corporate Bonds	**155,095.83**		**167,462.10**		**10.00%**	**12,137.50**	**7.25**

ATTACHMENT B

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Account Title Cust Map for The Ruf Family Fdtn
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Account Number 104415.1

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
Convertible Bonds								
5000	Molycorp Inc. DTD 8/22/2012 6.000% 9/1/2017 Sr Unsecured Notes CCC 608753AF6	4,225.00	0.85	4,018.75	80.38	0.24%	300.00	7.47
	Total Convertible Bonds	4,225.00		4,018.75		0.24%	300.00	7.47
Total Fixed Income Securities		159,320.83	-	171,480.85		10.24%	12,437.50	7.25

ATTACHMENT b