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Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
K & E FUND, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
800 GESSNER 1260

City or town, state or province, country, and ZIP or foreign postal code
HOUSTON, TX 77024

A Employer identification number
74-6040532

B Telephone number
(713) 627-2440

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

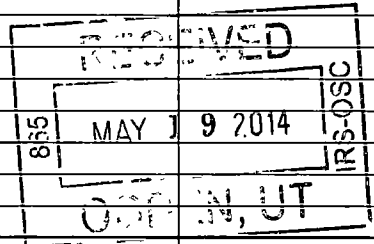
G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 107,699.49** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses		(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	0.00		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	4,824.00	4,824.00		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,025.38			
	b Gross sales price for all assets on line 6a	23,124.49			
	7 Capital gain net income (from Part IV, line 2)		2,025.38		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	6,849.38	6,849.38			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.00	0.00		0.00
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	1,912.82	1,912.82		0.00
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	12.95	0.00		0.00
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	1,925.77	1,912.82		0.00
	25 Contributions, gifts, grants paid	23,850.00			23,850.00
26 Total expenses and disbursements. Add lines 24 and 25	25,775.77	1,912.82		23,850.00	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<18,926.39>				
b Net investment income (if negative, enter -0-)		4,936.56			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	3,441.75	792.12	792.12
	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			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	96,464.77	86,750.42	106,907.37
	c Investments - corporate bonds STMT 5	6,562.41	0.00	0.00
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	106,468.93	87,542.54	107,699.49	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	106,468.93	87,542.54	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00	
	29 Retained earnings, accumulated income, endowment, or other funds	0.00	0.00	
30 Total net assets or fund balances	106,468.93	87,542.54		
31 Total liabilities and net assets/fund balances	106,468.93	87,542.54		

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	106,468.93
2 Enter amount from Part I, line 27a	2	<18,926.39>
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	87,542.54
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	87,542.54

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 STATEMENT 6	P	VARIOUS	12/31/13
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 23,124.49		21,099.11	2,025.38
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			2,025.38
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,025.38
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	18,387.05	114,433.98	.160678
2011	22,099.81	129,973.39	.170033
2010	15,850.00	138,931.10	.114085
2009	8,681.00	131,699.43	.065915
2008	8,587.00	174,420.88	.049231

2 Total of line 1, column (d)	2	.559942
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	.111988
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	107,421.54
5 Multiply line 4 by line 3	5	12,029.92
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	49.37
7 Add lines 5 and 6	7	12,079.29
8 Enter qualifying distributions from Part XII, line 4	8	23,850.00

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	49.37
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.00
3	Add lines 1 and 2	3	49.37
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	49.37
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	0.00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	49.37
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 <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of GLENN H. JOHNSON Telephone no. (713) 627-2440 Located at 800 GESSNER, SUITE 1260, HOUSTON, TEXAS ZIP+4 77024
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 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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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? 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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? 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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **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** Yes 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? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
GLENN H. JOHNSON 800 GESSNER, SUITE 1260 HOUSTON, TX 77024	PRESIDENT/TREASURER/DIR. 1.00	0.00	0.00	0.00
DIANA E. JOHNSON 800 GESSNER, SUITE 1260 HOUSTON, TX 77024	VICE PRES./SECRETARY/ DIR. 0.00	0.00	0.00	0.00
MELISSA ANN TAYLOR 800 GESSNER, SUITE 1260 HOUSTON, TX 77024	DIRECTOR 0.00	0.00	0.00	0.00

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
	0.00
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
	0.00
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.00

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	105,191.80
b	Average of monthly cash balances	1b	3,865.60
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	109,057.40
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	109,057.40
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,635.86
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	107,421.54
6	Minimum investment return. Enter 5% of line 5	6	5,371.08

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	5,371.08
2a	Tax on investment income for 2013 from Part VI, line 5	2a	49.37
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	49.37
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,321.71
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	5,321.71
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,321.71

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	23,850.00
b	Program-related investments - total from Part IX-B	1b	0.00
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	23,850.00
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	5	49.37
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	23,800.63

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				5,321.71
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.00	
b Total for prior years:		0.00		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	2,096.03			
c From 2010	8,903.44			
d From 2011	16,321.52			
e From 2012	12,691.25			
f Total of lines 3a through e	40,012.24			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 23,850.00				
a Applied to 2012, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2013 distributable amount				5,321.71
e Remaining amount distributed out of corpus	18,528.29			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:	58,540.53			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	58,540.53			
10 Analysis of line 9:				
a Excess from 2009	2,096.03			
b Excess from 2010	8,903.44			
c Excess from 2011	16,321.52			
d Excess from 2012	12,691.25			
e Excess from 2013	18,528.29			

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)				
a Paid during the year				
THE CAL FARLEY'S BOYS RANCH P.O. BOX 1890 AMARILLO, TX 79174-0001		PUBLIC	GENERAL SUPPORT	250.00
CANCARE OF HOUSTON, INC. 9575 KATY FREEWAY, SUITE 428 HOUSTON, TX 77024		PUBLIC	GENERAL SUPPORT	1,000.00
HILLSDALE COLLEGE 33 EAST COLLEGE ST. HILLSDALE, MI 49242		PUBLIC	GENERAL SUPPORT	600.00
HOUSTON CHRISTIAN BROADCASTERS, INC. 2424 SOUTH BLVD HOUSTON, TX 77098		PUBLIC	GENERAL SUPPORT	2,000.00
KIWANIS FOUNDATION OF HOUSTON 311 CAPLIN STREET HOUSTON, TX 77022		PUBLIC	GENERAL SUPPORT	1,000.00
Total	SEE CONTINUATION SHEET(S)			23,850.00
b Approved for future payment				
NONE				
Total				0.00

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LIBERTY COUNSEL P.O. BOX 540774 ORLANDO, FL 32854		PUBLIC	GENERAL SUPPORT	500.00
LIBERTY INSTITUTE 2201 W. PLANO PARKWAY, STE. 1600 PLANO, TX 75075		PUBLIC	GENERAL SUPPORT	1,000.00
TEXAS VALUES 900 CONGRESS AVE., SUITE 220 AUSTIN, TX 78701		PUBLIC	GENERAL SUPPORT	500.00
MEMORIAL ASSISTANCE MINISTRIES 1625 BLALOCK ROAD HOUSTON, TX 77080		PUBLIC	GENERAL SUPPORT	250.00
SPECIAL OLYMPICS 10700 NORTHWEST FREEWAY, SUITE 101 HOUSTON, TX 77092		PUBLIC	GENERAL SUPPORT	350.00
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105		PUBLIC	GENERAL SUPPORT	500.00
STAR OF HOPE P.O. BOX 1505 HOUSTON, TX 77251		PUBLIC	GENERAL SUPPORT	500.00
THE BLUE BIRD CIRCLE 615 WEST ALAMBAMA HOUSTON, TX 77006		PUBLIC	GENERAL SUPPORT	10,000.00
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE. NE WASHINGTON, DC 20002		PUBLIC	GENERAL SUPPORT	1,000.00
THE LEADERSHIP INSTITUTE 1101 NORTH HIGHLAND STREET ARLINGTON, VA 22201		PUBLIC	GENERAL SUPPORT	1,000.00
Total from continuation sheets				19,000.00

Part XV Supplementary Information**3' Grants and Contributions Paid During the Year (Continuation)**

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
TITUS COUNTY CARES P.O. BOX 1476 MOUNT PLEASANT, TX 75456-1476		PUBLIC	GENERAL SUPPORT	250.00
THE NATIONAL RIGHT TO WORK LEGAL DEFENSE FOUNDATION 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160		PUBLIC	GENERAL SUPPORT	850.00
THE SALVATION ARMY 1500 AUSTIN STREET HOUSTON, TX 77002		PUBLIC	GENERAL SUPPORT	650.00
A.D. PLAYERS 2710 W. ALABAMA HOUSTON, TX 77098		PUBLIC	GENERAL SUPPORT	200.00
AMERICANS FOR PROSPERITY FOUNDATION 2111 WILSON BLVD., SUITE 350 ARLINGTON, VA 22201		PUBLIC	GENERAL SUPPORT	250.00
HANKAMAR SCHOOL OF BUSINESS AT BAYLOR UNIVERSITY ONE BEAR PLACE #97050 WACO, TX 76798-7050		PUBLIC	GENERAL SUPPORT	500.00
JOHN C. MERCHANT FOUNDATION 6206 LINTON HOUSTON, TX 77008		PUBLIC	GENERAL SUPPORT	100.00
KIWANIS INTERNATIONAL FOUNDATION 3636 WOODVIEW INDIANAPOLIS, IN 46268		PUBLIC	GENERAL SUPPORT	100.00
SAM HOUSTON AREA COUNCIL, BOY SCOUTS OF AMERICA P.O. BOX 924528 HOUSTON, TX 77292-4528		PUBLIC	GENERAL SUPPORT	250.00
TEXAS CHILDREN'S HOSPITAL P.O. BOX 300630, SUITE 5214 HOUSTON, TX 77230-0630		PUBLIC	GENERAL SUPPORT	250.00
Total from continuation sheets				

FORM 990-PF **DIVIDENDS AND INTEREST FROM SECURITIES** **STATEMENT** **1**

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB INSTITUTIONAL	4,824.00	0.00	4,824.00	4,824.00	
TO PART I, LINE 4	4,824.00	0.00	4,824.00	4,824.00	

FORM 990-PF **LEGAL FEES** **STATEMENT** **2**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
JOHNSON & WURZER PC	1,912.82	1,912.82		0.00
TO FM 990-PF, PG 1, LN 16A	1,912.82	1,912.82		0.00

FORM 990-PF **TAXES** **STATEMENT** **3**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	12.95	0.00		0.00
TO FORM 990-PF, PG 1, LN 18	12.95	0.00		0.00

FORM 990-PF **CORPORATE STOCK** **STATEMENT** **4**

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
997.708 SH VANGUARD INFLATION PROTECTED SECURITIES FUND	0.00	0.00
1,176.461 SH AMERICAN CENTURY GROWTH	31,923.18	38,423.22
631.314 SH GABELLI SMALL CAP GROWTH	21,956.13	30,492.47
1,267.234 SH JANUS BALANCED FUND	32,871.11	37,991.68
TOTAL TO FORM 990-PF, PART II, LINE 10B	86,750.42	106,907.37

FORM 990-PF

CORPORATE BONDS

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
612.647 SH VANGUARD SHORT TERM CORP FUND INVESTORS SHARES	0.00	0.00
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.00	0.00

K & E FUND, INC.
Investment Sales
2013

<u># of shares</u>		<u>Date Sold</u>	<u>Date Purchased</u>	<u>Gross Proceeds</u>	<u>Cost Basis</u>	<u>Gain(Loss)</u>
105	American Century Growth	04/23/13	Various	3,049.20	2,818.06	231.14
613.592	Vanguard S/T Investment	02/05/13	Various	6,639.07	6,572.64	66.43
368	Vanguard Inflation	06/13/13	Various	5,045.28	4,298.24	747.04
633.757	Vanguard Inflation	09/17/13	Various	8,390.94	7,410.17	980.77
				<u>23,124.49</u>	<u>21,099.11</u>	<u>2,025.38</u>