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990-PFForm 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

JAN 26 2015

ENVELOPE
POSTMARK DATE

For calendar year 2013 or tax year beginning

10/01, 2013, and ending

09/30, 2014

Name of foundation

GEORGE B RUDY JR T/W FIVE CHARITIES

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

1100 WEHRLE DRIVE, 2ND FLOOR

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

BUFFALO, NY 14221

G Check all that apply:

 Initial return Final return Address change Initial return of a former public charity Amended return Name change

A Employer identification number

23-6708045

B Telephone number (see instructions)

716-842-5506

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 ► 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) ► \$ 7,296,188.

J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

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

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)			
2 Check ► <input 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			
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10			
b Gross sales price for all assets on line 6a	3,764,795		
7 Capital gain net income (from Part IV, line 2)		749,598	
8 Net short-term capital gain		749,598	
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	885,839	885,839	
13 Compensation of officers, directors, trustees, etc.	45,364	45,364	
14 Other employee salaries and wages		NONE	NONE
15 Pension plans, employee benefits		NONE	NONE
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)			
c Other professional fees (attach schedule)			
17 Interest			
18 Taxes (attach schedule) (see instructions)	16,225	1,793	
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings		NONE	NONE
22 Printing and publications		NONE	NONE
23 Other expenses (attach schedule)	6,193	6,193	
24 Total operating and administrative expenses.	67,782	53,350	
Add lines 13 through 23			
25 Contributions, gifts, grants paid	356,095		356,095
26 Total expenses and disbursements. Add lines 24 and 25	423,877	53,350	
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements	461,962		
b Net investment income (if negative, enter -0-)		832,444	
c Adjusted net income (if negative, enter -0-)			

JSA For Paperwork Reduction Act Notice, see instructions.

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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
1	Cash - non-interest-bearing				
2	Savings and temporary cash investments	58,619.	38,910.	38,910.	
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 ►	NONE			
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10 a	Investments - U.S and state government obligations (attach schedule)	STMT 4	136,403.	138,799.	125,207.
b	Investments - corporate stock (attach schedule)	STMT 5	1,596,039.	626,487.	1,163,796.
c	Investments - corporate bonds (attach schedule)	STMT 8			
11	Investments - land, buildings, and equipment: basis ►				
	Less: accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	STMT 9	3,968,002.	5,416,833.	5,968,275.
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 I)		5,759,063.	6,221,029.	7,296,188.
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)				NONE
	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		5,759,063.	6,221,029.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		5,759,063.	6,221,029.	
31	Total liabilities and net assets/fund balances (see instructions)		5,759,063.	6,221,029.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,759,063.
2	Enter amount from Part I, line 27a	2	461,962.
3	Other increases not included in line 2 (itemize) ► ROUNDING OF SALES & MUTUAL FDS	3	4.
4	Add lines 1, 2, and 3	4	6,221,029.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,221,029.

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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 PUBLICLY TRADED SECURITIES					
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 3,764,795.		3,015,197.	749,598.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			749,598.		
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	749,598.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	327,865.	6,877,095.	0.047675
2011	316,485.	6,665,553.	0.047481
2010	397,843.	6,875,353.	0.057865
2009	380,329.	6,384,606.	0.059570
2008	251,700.	5,617,420.	0.044807

- 2 Total of line 1, column (d) 2 0.257398
- 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 0.051480
- 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 7,340,658.
- 5 Multiply line 4 by line 3 5 377,897.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 8,324.
- 7 Add lines 5 and 6 7 386,221.
- 8 Enter qualifying distributions from Part XII, line 4 8 356,095.

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. . . .	1 16,649.
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 type="checkbox"/> and enter 1% of Part I, line 27b	
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 4 5 16,649.
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	
6	Credits/Payments:	6a 6b 6c 6d 9,924.
a	2013 estimated tax payments and 2012 overpayment credited to 2013	
b	Exempt foreign organizations - tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments. Add lines 6a through 6d	7 8 9 10 11 9,924.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ► <input type="checkbox"/> NONE Refunded ► <input type="checkbox"/> 11	

Part VII-A Statements Regarding Activities

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 1b 1c Yes X X X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	
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?	2 3 4a 4b X X 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?	5 6 7 X X X
If "Yes," attach a detailed description of the activities.		
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	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	8a 8b 9 10 X X X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	
If "Yes," attach the statement required by General Instruction T.		
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?	
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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► PA	
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. . . .	
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. . . .	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . .	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	MANUFACTURERS & TRADERS TRUST	Telephone no. ► (716) 842-5506
	Located at ► 1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY	ZIP+4 ► 14221
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15	
16	Yes	No 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.

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes X No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes X No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes X 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)?	► <input type="checkbox"/>	
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?		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?	<input type="checkbox"/>	Yes X No
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.)		X
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?	<input type="checkbox"/>	Yes X 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.)		
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?		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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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
M & T TRUST CO 1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY 14221	TRUSTEE 40	45,364.	-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		NONE	NONE	NONE
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
Total number of other employees paid over \$50,000				► NONE

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		NONE

Total number of others receiving over \$50,000 for professional services ► **NONE**

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 NONE	

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	7,316,432.
b	Average of monthly cash balances	1b	136,013.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	7,452,445.
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	NONE
3	Subtract line 2 from line 1d	3	7,452,445.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	111,787.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,340,658.
6	Minimum investment return. Enter 5% of line 5	6	367,033.

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	367,033.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	16,649.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,649.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	350,384.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	350,384.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	350,384.

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	356,095.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	356,095.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	356,095.

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				350,384.
2 Undistributed income, if any, as of the end of 2013:			25,473.	
a Enter amount for 2012 only				
b Total for prior years: 20 11 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 356,095.			25,473.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount	NONE			330,622.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				19,762.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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

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

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

N/A

- 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.

N/A

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

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

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

- 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	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 SALVATION ARMY C/O RICHARD D. ALLEN, ASST 440 WEST NYACK ROAD WEST NYACK NY 10994	NONE	PC	GENERAL FUNDING	71,219.
ST MARKS LUTHERAN CHURCH 700 E. MARKET ST. YORK PA 17402	NONE	PC	GENERAL FUNDING	71,219.
VNA HOME HEALTH WELLSPAN HEALTH ATTN: JOE MCC 3350 WHITEFORD RD YORK PA 17402	NONE	PC	GENERAL FUNDING	16,900.
YOUNG MENS CHRISTIAN ASSOCIATION ATTN: JOHN 90 NORTH NEWBERRY STREET YORK PA 17401-1008	NONE	PC	GENERAL FUNDING	71,219.
YORK COLLEGE OF PA COUNTRY CLUB RD YORK PA 17403-3426	NONE	PC	GENERAL FUNDING	71,219.
VISITING NURSE ASSOC OF YORK COUNTY ATTN: JOE 3350 WHITEFORD ROAD YORK PA 17402	NONE	PC	GENERAL FUNDING	54,319.
Total			► 3a	356,095.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					
4	Dividends and interest from securities			14	136,241.	
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		749,598.	
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)					885,839.
13	Total. Add line 12, columns (b), (d), and (e)					885,839.

(See worksheet in line 13 instructions to verify calculations.)

Relationship of Activities to the Accomplishment of Exempt Purposes

NOT APPLICABLE

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. | | |

- 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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here Diane M. Biner
Signature of officer or trustee
M & T TRUST COMPANY

101/10/2015

Dat

▶ Vice President

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 <input type="checkbox"/> if self-employed	PTIN
	MICHELE L DORE, EA	<i>Michele L Dore</i>	01/10/2015		
	Firm's name ► ERNST & YOUNG U.S. LLP	Firm's EIN ►			
Firm's address ► 2100 EAST CARY STREET, SUITE 201 RICHMOND, VA 23223			Phone no	804-344-4548	

Form 990-PF (2013)

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

OMB No. 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T.
► Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
► Information about Schedule D and its separate instructions is at www.irs.gov/form1041

2013

Name of estate or trust

GEORGE B RUDY JR T/W FIVE CHARITIES

Employer identification number

23-6708045

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	905,147.	875,728.		29,419.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ►				7 29,419.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	2,824,309.	2,139,469.		684,840.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13 35,339.
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ►				16 720,179.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

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Part III	Summary of Parts I and II	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17	Net short-term gain or (loss)	17		29,419.
18	Net long-term gain or (loss):			
a	Total for year	18a		720,179.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b		8.
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a ►	19		749,598.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	20	()
a	The loss on line 19, column (3) or b \$3,000	20	()

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ►	25		
26	Subtract line 25 from line 24. If zero or less, enter -0-	26		
27	Subtract line 26 from line 21. If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$2,450	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ►	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26	32		
33	Enter the smaller of line 21 or \$11,950	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33. If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15% ►	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38. If zero or less, enter -0-	40		
41	Multiply line 40 by 20% ►	41		
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ►	45		

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	136,241.	136,196.
TOTAL	136,241.	136,196.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	35.	35.
FEDERAL TAXES PRIOR YEAR BALAN	4,508.	
FEDERAL ESTIMATED TAX DEPOSITS	9,924.	
FOREIGN TAXES ON QUALIFIED FOR	771.	771.
FOREIGN TAXES ON NONQUALIFIED	987.	987.
TOTALS	16,225.	1,793.

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ALLOCABLE EXPENSES - 2%	6,193.	6,193.
TOTALS	6,193.	6,193.

GEORGE B RUDY JR T/W FIVE CHARITIES

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

23-6708045

DESCRIPTION

TREAS INFILTRATION SERIES IX 1.875

TOTALS

	ENDING BOOK VALUE	ENDING FMV
TREAS INFILTRATION SERIES IX 1.875	138,799.	125,207.
TOTALS	138,799.	125,207.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WELLS FARGO & COMPANY	5,316.	32,937.
CHEVRON CORP	5,969.	25,415.
INTERNATIONAL BUSINESS MACHINC	8,183.	18,793.
MICROSOFT CORP	7,438.	14,464.
VERIZON COMMUNICATIONS	9,084.	17,796.
THE HERSHEY CO	3,676.	7,444.
LOWES COMPANIES INC	10,990.	26,407.
PFIZER INC W/RTS	9,153.	18,363.
MONSANTO CO	7,970.	12,714.
CHIPOTLE MIXICAN GRILL	1,304.	15,818.
APPLE COMPUTER INC	9,069.	21,911.
ALBEMARLE CORP	6,578.	10,866.
EATON VANCE	8,779.	37,721.
NEWMARKET CORP	5,039.	14,692.
FEDEX CORP	3,943.	16,122.
AMAZON.COM INC		
CAMERON INT'L CORP		
TRACTOR SUPPLY	9,144.	12,364.
ALTRIA GROUP	8,926.	25,175.
BROWN-FORMAN CORP	3,025.	9,654.
COCA COLA	10,790.	21,501.
PHILIP MORRIS INTL	5,367.	12,260.
WALMART STORES	11,662.	17,894.
CONOCO PHILLIPS	9,032.	20,890.
KINDER MORGAN MGMT	3,792.	12,616.
BERKSHIRE HATHAWAY	16,362.	36,745.
STARBUCKS	10,428.	14,866.
WHITE MOUNTAINS INSURANCE	10,398.	28,983.
BIOGEN IDEC	4,190.	14,886.

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BRISTOL MYERS SQUIBB	10,542.	27,944.
EMC CORP MASS	15,900.	26,919.
GOOGLE INC CL A	3,564.	10,591.
INTEL CORP		
QUALCOMM INC		
ALEXION PHARMACEUTICAL		
CARMAX	3,091.	10,281.
ENERGIZER HLDS	21,138.	35,952.
CITRIX SYSTEMS INC	13,956.	23,410.
PRICELINE.COM INC		
MEADWESTVACO CORP		
VISA		
AFFILIATED MNGRS GROUP		
CISCO	7,513.	14,025.
CORNING INC	13,415.	19,582.
ECOLAB INC	13,597.	18,682.
CANADINA PACIFIC RAILWAY LTD	9,902.	12,402.
CUMMINS INC		
FASTERNA CO		
GENERAL DYNAMICS CORP		
HERTZ GLOBAL HLDS		
J B HUNT TRANSPORT SERVICE INC		
ALLIANCE DATA SYSTEMS CORP		
CARNIVAL CORP		
MICHAEL KORS HLDS LTD		
APACHE CORP		
BLACKROCK INC		
CME GROUP INC		
SCHWAB CHARLES CORP		
	10,031.	14,754.

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CATAMARAN CORP	9,812.	7,924.
CELEGENE CORP	11,654.	18,956.
CERNER CORP	8,912.	11,557.
GILEAD SCIENCES INC COM	11,621.	23,419.
FACEBOOK IN - A	10,781.	20,946.
LINKEDIN CORP A	19,366.	
LILLY ELI & CO	12,042.	14,322.
ADOBE SYSTEMS	10,863.	18,880.
CANADIAN PACIFIC RAILWAY LTD	12,155.	12,709.
FMC	4,368.	12,702.
GOOGLE INC CL C	16,159.	14,515.
HALLIBURTON HLDG CO	9,837.	13,751.
MONSTER BEVERAGE CORP	9,089.	9,238.
PRECISION CASTPARTS CORP	13,408.	8,968.
SPLUNK INC	5,401.	15,363.
VISA INC	9,992.	9,478.
VMWARE INC		
TOTALS	626,487.	1,163,796.

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

GENERAL ELECTRIC CAP CORP	5%
INTERNATIONAL BUS MACH	4.75%
CONOCOPHILLIPA	4.75%
MCDONALDS CORP	10/15/1
JP MORGAN CHASE	4.75%
GENERAL DYNAMICS	5/1/13
	4.25%
	5/15/13

TOTALS

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STATEMENT 8
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GEORGE B RUDY JR T/W FIVE CHARITIES

FORM 990PF, PART II - OTHER INVESTMENTS

23-6708045

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
HARBOR INTERNATIONAL FUND	C	423,482.	759,565.
LITMAN GREGORY MASTERS	C	183,482.	230,501.
PIMCO TOTAL RETURN	C		
RIDGEWORTH SEIX FLOATING	C	432,448.	441,629.
LAZARD EMERGING MKTS PORT	C		
MFS EMERGING MARKETS	C	299,921.	302,962.
MAINSTAY EPOCH	C	104,575.	148,896.
DREYFUS INT'L BD FD	C		
WILMINGTON SHORT TERM CORP	C	235,917.	236,113.
TIAA CREF	C	155,944.	210,994.
WILMINGTON MID CAP GRWTH	C	195,271.	299,704.
WILMINGTON MULTI MNGR RE ASSET	C	375,974.	376,167.
WILMINGTON SMALL CAP GRWTH	C		
WILMINGTON MULTI MNGR ALTERN	C	383,321.	381,627.
MFS INTL NEW DISCOVERY FD	C	170,312.	174,788.
WELLS FARGO ADVTG EMERG MKTS	C		
FEDERATED TOAL RETURN BOND FD	C	168,417.	168,265.
FPA NEW INCOME FUND	C	167,123.	166,631.
SCOUT UNCONSTRAINED BOND FD	C	408,073.	398,241.
VANGUARD INTERM-TERM BD INDEX	C	168,417.	168,122.
MORGAN STANLEY INSTL FD INC	C	253,028.	213,533.
ISHARES CORE S&P 500 ETF	C	228,344.	230,775.
ISHARES RUSSELL 1000 GROW ETF	C	475,984.	484,906.
ISHARES RUSSELL 1000 VALUE ETF	C	380,805.	378,941.
ISHARES RUSSELL 2000 VALUE ETF	C	205,995.	195,915.
TOTALS		5,416,833.	5,968,275.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	7,057,928.	262,496.	
FEBRUARY	7,302,775.	255,134.	
MARCH	7,272,420.	171,516.	
APRIL	7,242,696.	171,751.	
MAY	7,365,247.	171,376.	
JUNE	7,454,242.	96,672.	
JULY	7,296,005.	94,968.	
AUGUST	7,426,841.	120,937.	
SEPTEMBER	7,257,275.	38,910.	
OCTOBER	7,344,427.	56,970.	
NOVEMBER	7,412,645.	64,890.	
DECEMBER	7,364,677.	126,533.	
TOTAL	87,797,178.	1,632,153.	
AVERAGE FMV	7,316,432.	136,013.	

STATEMENT 10

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I Short-Term. Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

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- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
.1208 KINDER MORGAN MANAGE		06/12/2013	11/22/2013	9.00	10.00			-1.00
18. AFFILIATED MANAGERS GR		06/12/2013	12/19/2013	3,747.00	3,023.00			724.00
6. ALEXION PHARMACEUTICALS		06/12/2013	12/19/2013	785.00	563.00			222.00
14. ALLIANCE DATA SYSTEMS		08/27/2013	12/19/2013	3,515.00	2,799.00			716.00
152. ALTRIA GROUP INC		06/12/2013	12/19/2013	5,805.00	5,349.00			456.00
36. ALTRIA GROUP INC		08/27/2013	12/19/2013	1,375.00	1,218.00			157.00
52. APACHE CORP COMMON		08/27/2013	12/19/2013	4,500.00	4,071.00			429.00
98. BERKSHIRE HATHAWAY INC		04/05/2013	12/19/2013	11,376.00	10,161.00			1,215.00
4. BLACKROCK INCORPORATED		08/27/2013	12/19/2013	1,234.00	1,062.00			172.00
28. BLACKROCK INCORPORATED		04/05/2013	12/19/2013	8,636.00	6,821.00			1,815.00
118. BRISTOL MYERS SQUIBB		08/27/2013	12/19/2013	6,344.00	4,950.00			1,394.00
32. BROWN FORMAN CORP CL B		06/12/2013	12/19/2013	2,380.00	2,235.00			145.00
76. CAMERON INTERNATIONAL		06/12/2013	12/19/2013	4,410.00	4,700.00			-290.00
24. CANADIAN PACIFIC RAILW		06/12/2013	12/19/2013	3,678.00	3,002.00			676.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
88. CARMAX INC		08/27/2013	12/19/2013	4,663.00	4,238.00			425.00
10. CARMAX INC		04/05/2013	12/19/2013	530.00	413.00			117.00
40. CARNIVAL CORPORATION		08/27/2013	12/19/2013	1,519.00	1,473.00			46.00
10. CELGENE CORPORATION		06/12/2013	12/19/2013	1,640.00	1,224.00			416.00
56. CERNER CORPORATION		04/05/2013	12/19/2013	3,061.00	2,572.00			489.00
20. CHEVRONTEXACO CORPORAT		06/12/2013	12/19/2013	2,462.00	2,428.00			34.00
10. CHEVRONTEXACO CORPORAT		08/27/2013	12/19/2013	1,231.00	1,183.00			48.00
12. CISCO SYS INC COMMON		08/27/2013	12/19/2013	252.00	285.00			-33.00
92. COCA COLA CO COMMON ~		06/12/2013	12/19/2013	3,665.00	3,728.00			-63.00
56. CONOCOPHILLIPS		04/05/2013	12/19/2013	3,870.00	3,280.00			590.00
38. CORNING INC COMMON ~		08/27/2013	12/19/2013	661.00	556.00			105.00
56. CUMMINS ENGINE INC COM		04/05/2013	12/19/2013	7,678.00	6,275.00			1,403.00
58. EATON VANCE CORP COM N		06/12/2013	12/19/2013	2,449.00	2,333.00			116.00
12. ENERGIZER HOLDINGS INC		06/12/2013	12/19/2013	1,279.00	1,202.00			77.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No. 1545-0074

2013

Attachment Sequence No. 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

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(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
6. ENERGIZER HOLDINGS INCO		08/27/2013	12/19/2013	640.00	584.00			56.00
498. FASTENAL CO COMMON		04/05/2013	12/19/2013	23,902.00	24,298.00			-396.00
72. GENERAL DYNAMICS CORP		04/05/2013	12/19/2013	6,668.00	4,969.00			1,699.00
6. GOOGLE INC CL A		06/12/2013	12/19/2013	6,519.00	5,313.00			1,206.00
724. HERTZ GLOBAL HOLDINGS		08/27/2013	12/19/2013	18,366.00	18,080.00			286.00
40. J B HUNT TRANSPORT SER		04/05/2013	12/19/2013	3,042.00	2,914.00			128.00
156. INTEL CORP COMMON~		08/27/2013	12/19/2013	3,917.00	3,459.00			458.00
92. INTEL CORP COMMON~		04/05/2013	12/19/2013	2,310.00	1,916.00			394.00
2. INTL BUSINESS MACHINES		06/12/2013	12/19/2013	360.00	410.00			-50.00
64. LOWES COS INC COMMON		04/05/2013	12/19/2013	3,094.00	2,435.00			659.00
12. MICROSOFT CORP COMMON		08/27/2013	12/19/2013	435.00	402.00			33.00
160. PFIZER INC COMMON ~		06/12/2013	12/19/2013	4,904.00	4,618.00			286.00
14. PHILIP MORRIS INTL INC		06/12/2013	12/19/2013	1,195.00	1,295.00			-100.00
140. SCHWAB CHARLES CORPOR		08/27/2013	12/19/2013	3,571.00	2,991.00			580.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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JSA
3X2815 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

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- | | |
|-------------------------------------|---|
| <input type="checkbox"/> | (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above) |
| <input type="checkbox"/> | (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS |
| <input checked="" type="checkbox"/> | (C) Short-term transactions not reported to you on Form 1099-B |

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
106. STARBUCKS CORPORATION		04/05/2013	12/19/2013	8,169.00	6,104.00			2,065.00
24. TRACTOR SUPPLY COMPANY		04/05/2013	12/19/2013	1,778.00	1,251.00			527.00
32. VERIZON COMMUNICATIONS		06/12/2013	12/19/2013	1,549.00	1,614.00			-65.00
20. VERIZON COMMUNICATIONS		08/27/2013	12/19/2013	968.00	933.00			35.00
6. VISA INC		08/27/2013	12/19/2013	1,294.00	1,037.00			257.00
4. WAL MART STORES INC COM		08/27/2013	12/19/2013	309.00	291.00			18.00
122. WAL MART STORES INC C		06/12/2013	12/19/2013	9,419.00	9,265.00			154.00
112. WELLS FARGO & COMPANY		08/27/2013	12/19/2013	5,033.00	4,682.00			351.00
26. MICHAEL KORS HOLDINGS		08/27/2013	12/19/2013	2,181.00	1,873.00			308.00
8. WHITE MOUNTAINS INSURAN		06/12/2013	12/19/2013	4,708.00	4,670.00			38.00
251.675 DREYFUS INTERNATIO I		06/12/2013	12/20/2013	4,130.00	4,226.00			-96.00
174.972 DREYFUS INTERNATIO I		11/01/2013	12/20/2013	2,871.00	2,873.00			-2.00
3.352 LITMAN GREGORY MSTRS CL-INST		06/12/2013	12/20/2013	60.00	55.00			5.00
103.572 MAINSTAY EPOCH GLB CL-I		12/09/2013	12/20/2013	1,978.00	1,953.00			25.00

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JSA
3X2815 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

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Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

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1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
226.479 PIMCO FDS TOTAL RE		10/31/2013	12/20/2013	2,428.00	2,469.00			-41.00
26339.861 PIMCO FDS TOTAL		05/31/2013	12/20/2013	282,363.00	297,460.00			-15,097.00
85.487 WELLS FARGO ADV EMR		08/27/2013	12/20/2013	1,861.00	1,748.00			113.00
23.26 WILMINGTON SMALL CAP -I		06/12/2013	12/20/2013	548.00	454.00			94.00
2. BLACKROCK INCORPORATED		04/05/2013	01/22/2014	648.00	487.00			161.00
12. BROWN FORMAN CORP CL B		04/05/2013	01/22/2014	953.00	832.00			121.00
2. CANADIAN PACIFIC RAILWA		06/12/2013	01/22/2014	299.00	250.00			49.00
84. CARNIVAL CORPORATION		08/27/2013	01/22/2014	3,447.00	3,094.00			353.00
8. CELGENE CORPORATION		06/12/2013	01/22/2014	1,356.00	979.00			377.00
114. EMC CORPORATION COMMO		12/19/2013	01/22/2014	2,974.00	2,743.00			231.00
6. FACEBOOK INC-A		12/19/2013	01/22/2014	345.00	330.00			15.00
12. GILEAD SCIENCES INCORP		12/19/2013	01/22/2014	985.00	881.00			104.00
6. INTL BUSINESS MACHINES		06/12/2013	01/22/2014	1,095.00	1,230.00			-135.00
8. KINDER MORGAN MANAGEMEN		06/12/2013	01/22/2014	618.00	631.00			-13.00

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3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No. 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

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1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate Instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
60. ELI LILLY & CO COMMON		12/19/2013	01/22/2014	3,332.00	3,010.00			322.00
92. LINKEDIN CORP A		06/12/2013	01/22/2014	20,412.00	15,776.00			4,636.00
20. MICHAEL KORS HOLDINGS		08/27/2013	01/22/2014	1,588.00	1,441.00			147.00
24. MICHAEL KORS HOLDINGS		06/12/2013	01/22/2014	1,906.00	1,476.00			430.00
3410.391 WELLS FARGO ADV E		08/27/2013	01/27/2014	70,049.00	69,743.00			306.00
.2818 KINDER MORGAN MANAGE		06/12/2013	02/19/2014	21.00	22.00			-1.00
.5628 KINDER MORGAN MANAGE		06/12/2013	05/23/2014	41.00	43.00			-2.00
272. ADOBE SYSTEMS INCORPO		01/22/2014	06/18/2014	19,917.00	16,284.00			3,633.00
4. AFFILIATED MANAGERS GRO		01/22/2014	06/18/2014	807.00	850.00			-43.00
6. ALLIANCE DATA SYSTEMS C		08/27/2013	06/18/2014	1,620.00	1,200.00			420.00
2. ALLIANCE DATA SYSTEMS C		01/22/2014	06/18/2014	540.00	523.00			17.00
44. ALTRIA GROUP INC		01/22/2014	06/18/2014	1,849.00	1,651.00			198.00
36. ALTRIA GROUP INC		08/27/2013	06/18/2014	1,513.00	1,218.00			295.00
208. APACHE CORP COMMON		08/27/2013	06/18/2014	20,566.00	16,285.00			4,281.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part 1 Short-Term. Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
14. APACHE CORP COMMON		01/22/2014	06/18/2014	1,384.00	1,185.00			199.00
14. BERKSHIRE HATHAWAY INC		01/22/2014	06/18/2014	1,762.00	1,615.00			147.00
4. BROWN FORMAN CORP CL B		08/27/2013	06/18/2014	379.00	275.00			104.00
30. CME GROUP INC		01/22/2014	06/18/2014	2,155.00	2,481.00			-326.00
212. CME GROUP INC		08/27/2013	06/18/2014	15,231.00	15,186.00			45.00
224. CARMAX INC		01/22/2014	06/18/2014	9,882.00	10,063.00			-181.00
446. CARNIVAL CORPORATION		08/27/2013	06/18/2014	17,094.00	16,427.00			667.00
188. CATAMARAN CORPORATION		08/27/2013	06/18/2014	8,110.00	10,346.00			-2,236.00
6. CERNER CORPORATION		01/22/2014	06/18/2014	315.00	343.00			-28.00
14. CHEVRONTEXACO CORPORAT		01/22/2014	06/18/2014	1,806.00	1,689.00			117.00
20. COCA COLA CO COMMON ~		01/22/2014	06/18/2014	820.00	800.00			20.00
64. COCA COLA CO COMMON ~		08/27/2013	06/18/2014	2,624.00	2,434.00			190.00
20. CONOCOPHILLIPS		01/22/2014	06/18/2014	1,676.00	1,370.00			306.00
8. CUMMINS ENGINE INC COMM		01/22/2014	06/18/2014	1,243.00	1,080.00			163.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2.000

Form 8949 (2013)

8949**Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

2013Attachment
Sequence No 12A

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part 1 **Short-Term**. Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- | | |
|-------------------------------------|---|
| <input type="checkbox"/> | (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above) |
| <input type="checkbox"/> | (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS |
| <input checked="" type="checkbox"/> | (C) Short-term transactions not reported to you on Form 1099-B |

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
26. EATON VANCE CORP COM N		01/22/2014	06/18/2014	962.00	1,072.00			-110.00
32. ECOLAB INCORPORATED		08/27/2013	06/18/2014	3,450.00	2,934.00			516.00
40. ECOLAB INCORPORATED		01/22/2014	06/18/2014	4,312.00	4,119.00			193.00
12. ENERGIZER HOLDINGS INC		01/22/2014	06/18/2014	1,437.00	1,279.00			158.00
208. FMC TECHNOLOGIES INCO		12/19/2013	06/18/2014	12,355.00	10,806.00			1,549.00
58. FACEBOOK INC-A		12/19/2013	06/18/2014	3,737.00	3,194.00			543.00
200. FACEBOOK INC-A		08/27/2013	06/18/2014	12,887.00	8,137.00			4,750.00
2. FEDEX CORPORATION		01/22/2014	06/18/2014	294.00	285.00			9.00
14. GILEAD SCIENCES INCORP		12/19/2013	06/18/2014	1,109.00	1,027.00			82.00
6. GOOGLE INC CL A		08/27/2013	06/18/2014	3,345.00	2,573.00			772.00
6. GOOGLE INC CLASS C		08/27/2013	06/18/2014	3,293.00	2,580.00			713.00
2. J B HUNT TRANSPORT SERV		01/22/2014	06/18/2014	153.00	158.00			-5.00
2. INTEL CORP COMMON~		01/22/2014	06/18/2014	59.00	51.00			8.00
10.3687 KINDER MORGAN MANA		12/19/2013	06/18/2014	779.00	725.00			54.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part 1 Short-Term. Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You **must** check Box A, B, or C below. Check **only one box**. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

(C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate Instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
376. ELI LILLY & CO COMMON		12/19/2013	06/18/2014	22,363.00	18,864.00			3,499.00
22. LOWES COS INC COMMON		01/22/2014	06/18/2014	1,006.00	1,053.00			-47.00
55.321 MAINSTAY EPOCH GLBL CL-I		03/28/2014	06/18/2014	1,169.00	1,101.00			68.00
18. MICROSOFT CORP COMMON		01/22/2014	06/18/2014	743.00	650.00			93.00
102. MOHAWK INDUSTRIES INC		01/22/2014	06/18/2014	13,321.00	14,897.00			-1,576.00
10. MONSANTO COMPANY NEW		01/22/2014	06/18/2014	1,204.00	1,126.00			78.00
4. NEWMARKET CORPORATION		01/22/2014	06/18/2014	1,527.00	1,332.00			195.00
14. PFIZER INC COMMON ~		08/27/2013	06/18/2014	412.00	391.00			21.00
2. PFIZER INC COMMON ~		01/22/2014	06/18/2014	59.00	63.00			-4.00
20. PHILIP MORRIS INTL INC		08/27/2013	06/18/2014	1,790.00	1,679.00			111.00
10. PHILIP MORRIS INTL INC		01/22/2014	06/18/2014	895.00	843.00			52.00
68. SCHWAB CHARLES CORPORA		08/27/2013	06/18/2014	1,834.00	1,453.00			381.00
26. SCHWAB CHARLES CORPORA		01/22/2014	06/18/2014	701.00	699.00			2.00
96. SPLUNK INC		01/22/2014	06/18/2014	4,793.00	7,945.00			-3,152.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment Sequence No 12A

Department of the Treasury
Internal Revenue Service►Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.
►File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You **must check Box A, B, or C below.** Check **only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
8. STARBUCKS CORPORATION		01/22/2014	06/18/2014	598.00	591.00			7.00
7.62 TIAA-CREF MID-CAP VAL CL		12/20/2013	06/18/2014	185.00	167.00			18.00
18. TRACTOR SUPPLY COMPANY		01/22/2014	06/18/2014	1,159.00	1,322.00			-163.00
186. TWENTY-FIRST CENTURY		12/19/2013	06/18/2014	6,569.00	6,330.00			239.00
24. VERIZON COMMUNICATIONS		08/27/2013	06/18/2014	1,176.00	1,119.00			57.00
22. VERIZON COMMUNICATIONS		01/22/2014	06/18/2014	1,078.00	1,044.00			34.00
94. VMWARE INC		01/22/2014	06/18/2014	8,962.00	9,299.00			-337.00
18. WAL MART STORES INC CO		01/22/2014	06/18/2014	1,357.00	1,357.00			
10. WAL MART STORES INC CO		08/27/2013	06/18/2014	754.00	727.00			27.00
2. WHITE MOUNTAINS INSURAN		08/27/2013	06/18/2014	1,199.00	1,132.00			67.00
2. WHITE MOUNTAINS INSURAN		01/22/2014	06/18/2014	1,199.00	1,189.00			10.00
86. MOHAWK INDUSTRIES INC		12/19/2013	07/14/2014	11,299.00	12,346.00			-1,047.00
358. TWENTY-FIRST CENTURY		01/22/2014	07/29/2014	11,645.00	12,176.00			-531.00
15. ADOBE SYSTEMS INCORPOR		12/19/2013	07/30/2014	1,087.00	873.00			214.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
3X2615 2 000

Form 8949 (2013)

Form 8949

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013

Attachment
Sequence No **12A**

**Department of the Treasury
Internal Revenue Service**

► **Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

Social security number or taxpayer identification number

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- For one or more of the boxes, complete as many forms with the same box checked as you need.

(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

905, 147.

875,728

29,419.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form 8949 (2013)

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

GEORGE B RUDY JR T/W FIVE CHARITIES

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You **must** check Box D, E, or F below. Check **only one** box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
 (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate Instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
117. QUALCOMM INCORPORATED		05/01/2009	11/08/2013	7,859.00	4,878.00			2,981.00
44. AFFILIATED MANAGERS GR		03/27/2012	12/19/2013	9,160.00	4,973.00			4,187.00
46. ALBEMARLE CORPORATION		11/21/2011	12/19/2013	2,903.00	2,275.00			628.00
14. ALEXION PHARMACEUTICAL		03/09/2011	12/19/2013	1,832.00	698.00			1,134.00
16. AMAZON.COM INCORPORATE		08/07/2009	12/19/2013	6,322.00	1,367.00			4,955.00
28. APPLE COMPUTER INC COM		06/21/2006	12/19/2013	15,245.00	1,628.00			13,617.00
10. BIOGEN IDEC INC		08/30/2011	12/19/2013	2,769.00	931.00			1,838.00
148. BRISTOL MYERS SQUIBB		11/21/2011	12/19/2013	7,957.00	3,837.00			4,120.00
406. CAMERON INTERNATIONAL		03/09/2011	12/19/2013	23,559.00	25,048.00			-1,489.00
50. CARMAX INC		06/08/2012	12/19/2013	2,649.00	1,391.00			1,258.00
48. CHEVRONTEXACO CORPORAT		06/08/2012	12/19/2013	5,910.00	3,832.00			2,078.00
12. CHIPOTLE MEXICAN GRILL		03/30/2011	12/19/2013	6,178.00	3,245.00			2,933.00
42. CISCO SYS INC COMMON		11/21/2011	12/19/2013	883.00	761.00			122.00
168. CITRIX SYSTEMS INCORP		09/27/2010	12/19/2013	9,928.00	11,775.00			-1,847.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

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GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

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 (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
462. CORNING INC COMMON ~	03/27/2012	12/19/2013	8,038.00	6,696.00			1,342.00
854. EATON VANCE CORP COM	06/08/2012	12/19/2013	36,053.00	19,666.00			16,387.00
40. ENERGIZER HOLDINGS INC	03/27/2012	12/19/2013	4,264.00	2,938.00			1,326.00
52. FEDEX CORPORATION	05/01/2009	12/19/2013	7,256.00	2,879.00			4,377.00
10. HERSHEY FOODS CORP COM	05/20/2010	12/19/2013	962.00	471.00			491.00
30. MEADWESTVACO CORP COMM	05/03/2011	12/19/2013	1,084.00	902.00			182.00
66. MICROSOFT CORP COMMON	09/18/2009	12/19/2013	2,391.00	1,600.00			791.00
50. NEWMARKET CORPORATION	02/25/2010	12/19/2013	16,292.00	4,486.00			11,806.00
4. PRICELINE.COM INCORPOR	03/27/2012	12/19/2013	4,762.00	2,936.00			1,826.00
46. QUALCOMM INCORPORATED	05/01/2009	12/19/2013	3,327.00	1,918.00			1,409.00
78. TRACTOR SUPPLY COMPANY	06/08/2012	12/19/2013	5,777.00	3,394.00			2,383.00
94. VISA INC	03/27/2012	12/19/2013	20,276.00	11,271.00			9,005.00
32. WELLS FARGO & COMPANY	06/08/2012	12/19/2013	1,438.00	998.00			440.00
8330.797 DREYFUS INTERNATI I	12/29/2010	12/20/2013	136,708.00	133,712.00			2,996.00

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 (F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate Instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
5.388 LAZARD EMRG MARKETS CL-I	05/01/2009	12/20/2013	103.00	68.00			35.00
13.527 MAINSTAY EPOCH GLBL CL-I	03/27/2012	12/20/2013	258.00	218.00			40.00
62126.629 PIMCO FDS TOTAL	06/29/2012	12/20/2013	665,997.00	685,370.00			-19,373.00
9621.724 WILMINGTON SMALL FUND -I	06/08/2012	12/20/2013	226,495.00	142,635.00			83,860.00
14. ALEBEMARLE CORPORATION	11/21/2011	01/22/2014	928.00	693.00			235.00
18. APPLE COMPUTER INC COM	06/21/2006	01/22/2014	9,936.00	1,047.00			8,889.00
6. BIOGEN IDEC INC	08/30/2011	01/22/2014	1,857.00	559.00			1,298.00
18. BRISTOL MYERS SQUIBB C	02/25/2010	01/22/2014	987.00	440.00			547.00
104. CISCO SYS INC COMMON	11/21/2011	01/22/2014	2,380.00	1,883.00			497.00
2. CITRIX SYSTEMS INCORPOR	09/27/2010	01/22/2014	123.00	140.00			-17.00
122. CORNING INC COMMON ~	03/27/2012	01/22/2014	2,320.00	1,768.00			552.00
48. EMC CORPORATION COMMON	09/02/2011	01/22/2014	1,252.00	1,034.00			218.00
4. HERSHEY FOODS CORP COMM	05/20/2010	01/22/2014	399.00	189.00			210.00
4. MEADWESTVACO CORP COMMO	05/03/2011	01/22/2014	149.00	120.00			29.00

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- | | |
|-------------------------------------|--|
| <input type="checkbox"/> | (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above) |
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1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate Instructions.		(h) Gain or (loss). Subtract column (a) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
2. PRICELINE.COM INCORPOR		08/03/2010	01/22/2014	2,425.00	466.00			1,959.00
354. QUALCOMM INCORPORATED		11/02/2009	01/22/2014	26,807.00	14,757.00			12,050.00
8. VISA INC		03/27/2012	01/22/2014	1,862.00	959.00			903.00
22. WELLS FARGO & COMPANY		06/08/2012	01/22/2014	1,027.00	623.00			404.00
3845.022 LAZARD EMRG MARKE CL-I		05/01/2009	01/28/2014	66,288.00	48,069.00			18,219.00
88. AFFILIATED MANAGERS GR		03/27/2012	06/18/2014	17,762.00	9,947.00			7,815.00
372. ALBEMARLE CORPORATION		11/21/2011	06/18/2014	26,373.00	15,195.00			11,178.00
120. ALEXION PHARMACEUTICA		03/09/2011	06/18/2014	19,221.00	5,982.00			13,239.00
60. ALLIANCE DATA SYSTEMS		06/12/2013	06/18/2014	16,203.00	10,672.00			5,531.00
504. ALTRIA GROUP INC		03/27/2012	06/18/2014	21,176.00	10,556.00			10,620.00
64. AMAZON.COM INCORPORATE		05/27/2009	06/18/2014	21,106.00	5,046.00			16,060.00
278. APPLE COMPUTER INC CO		06/21/2006	06/18/2014	25,525.00	2,309.00			23,216.00
258. BERKSHIRE HATHAWAY IN		04/05/2013	06/18/2014	32,463.00	20,003.00			12,460.00
54. BIOGEN IDEC INC		08/30/2011	06/18/2014	16,632.00	5,028.00			11,604.00

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1 (a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
70. BLACKROCK INCORPORATED	04/05/2013	06/18/2014	21,893.00	17,052.00			4,841.00
332. BRISTOL MYERS SQUIBB	02/25/2010	06/18/2014	15,799.00	6,719.00			9,080.00
118. BROWN FORMAN CORP CL	04/05/2013	06/18/2014	11,181.00	4,567.00			6,614.00
96. CANADIAN PACIFIC RAILW	06/12/2013	06/18/2014	17,517.00	11,517.00			6,000.00
412. CARMAX INC	06/08/2012	06/18/2014	18,176.00	11,335.00			6,841.00
230. CATAMARAN CORPORATION	06/12/2013	06/18/2014	9,921.00	12,229.00			-2,308.00
88. CELGENE CORPORATION	06/12/2013	06/18/2014	14,071.00	10,444.00			3,627.00
250. CERNER CORPORATION	04/05/2013	06/18/2014	13,109.00	11,484.00			1,625.00
196. CHEVRONTEXACO CORPORA	02/25/2010	06/18/2014	25,279.00	10,691.00			14,588.00
36. CHIPOTLE MEXICAN GRILL	03/30/2011	06/18/2014	21,220.00	9,736.00			11,484.00
766. CISCO SYS INC COMMON	11/21/2011	06/18/2014	18,841.00	13,872.00			4,969.00
328. CITRIX SYSTEMS INCORP	04/05/2013	06/18/2014	21,191.00	22,815.00			-1,624.00
366. COCA COLA CO COMMON ~	04/05/2013	06/18/2014	15,008.00	9,146.00			5,862.00
326. CONOCOPHILLIPS	04/05/2013	06/18/2014	27,312.00	19,094.00			8,218.00

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1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
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1064. CORNING INC COMMON ~		03/27/2012	06/18/2014	22,511.00	15,420.00			7,091.00
88. CUMMINS ENGINE INC COM		04/05/2013	06/18/2014	13,674.00	9,861.00			3,813.00
794. EMC CORPORATION COMM		09/02/2011	06/18/2014	21,110.00	17,102.00			4,008.00
170. EATON VANCE CORP COM		09/02/2011	06/18/2014	6,291.00	3,883.00			2,408.00
194. ENERGIZER HOLDINGS IN		03/27/2012	06/18/2014	23,225.00	14,250.00			8,975.00
76. FEDEX CORPORATION		05/01/2009	06/18/2014	11,165.00	4,208.00			6,957.00
252. GENERAL DYNAMICS CORP		04/05/2013	06/18/2014	30,019.00	17,391.00			12,628.00
272. GILEAD SCIENCES INCOR		06/12/2013	06/18/2014	21,549.00	14,368.00			7,181.00
16. GOOGLE INC CL A		06/12/2013	06/18/2014	8,919.00	3,657.00			5,262.00
8. GOOGLE INC CLASS C		06/12/2013	06/18/2014	4,391.00	2,078.00			2,313.00
64. HERSHEY FOODS CORP COM		05/20/2010	06/18/2014	6,300.00	3,016.00			3,284.00
340. J B HUNT TRANSPORT SE		06/12/2013	06/18/2014	25,988.00	24,761.00			1,227.00
740. INTEL CORP COMMON~		04/05/2013	06/18/2014	21,998.00	14,149.00			7,849.00
80. INTEL BUSINESS MACHINES		06/12/2013	06/18/2014	14,565.00	8,449.00			6,116.00

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1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
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105.6313 KINDER MORGAN MAN		06/12/2013	06/18/2014	7,935.00	3,585.00			4,350.00
19.171 LITMAN GREGORY MSTR CL-INST		06/12/2013	06/18/2014	362.00	312.00			50.00
362. LOWES COS INC COMMON		04/05/2013	06/18/2014	16,549.00	13,354.00			3,195.00
1057.041 MFS EMERGING MARK FUND - I		04/30/2013	06/18/2014	16,088.00	17,065.00			-977.00
606.481 MAINSTAY EPOCH GLB CL-I		03/27/2012	06/18/2014	12,821.00	9,764.00			3,057.00
360. MEADWESTVACO CORP COM		05/03/2011	06/18/2014	15,572.00	10,820.00			4,752.00
332. MICROSOFT CORP COMMON		07/15/2009	06/18/2014	13,705.00	7,914.00			5,791.00
264. MONSANTO COMPANY NEW		04/05/2013	06/18/2014	31,782.00	19,172.00			12,610.00
110. NEWMARKET CORPORATION		02/25/2010	06/18/2014	41,982.00	9,754.00			32,228.00
446. PFIZER INC COMMON ~		06/12/2013	06/18/2014	13,115.00	8,087.00			5,028.00
110. PHILIP MORRIS INTL IN		06/12/2013	06/18/2014	9,847.00	5,513.00			4,334.00
32. PRICELINE.COM INCORPOR		08/03/2010	06/18/2014	38,270.00	7,448.00			30,822.00
83.521 RIDGEWORTH SEIX FLT FD I		05/01/2008	06/18/2014	758.00	763.00			-5.00
568. SCHWAB CHARLES CORPOR		06/12/2013	06/18/2014	15,323.00	11,350.00			3,973.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

GEORGE B RUDY JR T/W FIVE CHARITIES

Social security number or taxpayer identification number

23-6708045

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You **must** check **Box D, E, or F** below. Check **only one** box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
208. STARBUCKS CORPORATION		04/05/2013	06/18/2014	15,560.00	11,428.00			4,132.00
212. TRACTOR SUPPLY COMPAN		06/08/2012	06/18/2014	13,646.00	9,225.00			4,421.00
278. VERIZON COMMUNICATION		11/02/2009	06/18/2014	13,621.00	7,638.00			5,983.00
194. VISA INC		03/27/2012	06/18/2014	40,781.00	19,670.00			21,111.00
166. WAL MART STORES INC C		05/01/2009	06/18/2014	12,516.00	8,273.00			4,243.00
668. WELLS FARGO & COMPANY		11/21/2011	06/18/2014	34,573.00	14,841.00			19,732.00
1210.086 WILMINGTON MULTI- ASSET - I		04/05/2013	06/18/2014	18,357.00	18,575.00			-218.00
240. MICHAEL KORS HOLDINGS		06/12/2013	06/18/2014	21,906.00	13,767.00			8,139.00
38. WHITE MOUNTAINS INSURA LTD		04/05/2013	06/18/2014	22,772.00	11,157.00			11,615.00
8. ALEXION PHARMACEUTICALS		03/09/2011	07/30/2014	1,325.00	399.00			926.00
5. AMAZON.COM INCORPORATED		05/27/2009	07/30/2014	1,609.00	394.00			1,215.00
13. APPLE COMPUTER INC COM		06/21/2006	07/30/2014	1,278.00	108.00			1,170.00
7. BIOGEN IDEC INC		08/30/2011	07/30/2014	2,411.00	652.00			1,759.00
9. CANADIAN PACIFIC RAILWA		04/05/2013	07/30/2014	1,718.00	1,074.00			644.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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Social security number or taxpayer identification number

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1	(a) Description of property (Example, 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate Instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
20. CATAMARAN CORPORATION		04/05/2013	07/30/2014	909.00	1,057.00			-148.00
20. CELGENE CORPORATION		04/05/2013	07/30/2014	1,771.00	1,165.00			606.00
20. CERNER CORPORATION		04/05/2013	07/30/2014	1,145.00	919.00			226.00
7. CUMMINS ENGINE INC COMM		04/05/2013	07/30/2014	1,009.00	784.00			225.00
30. GILEAD SCIENCES INCORP		06/12/2013	07/30/2014	2,819.00	1,585.00			1,234.00
4. GOOGLE INC CLASS C		05/01/2009	07/30/2014	2,346.00	794.00			1,552.00
9. MONSANTO COMPANY NEW		03/30/2011	07/30/2014	1,034.00	635.00			399.00
19. STARBUCKS CORPORATION		06/08/2012	07/30/2014	1,500.00	1,006.00			494.00
8. VISA INC		03/30/2011	07/30/2014	1,709.00	600.00			1,109.00
.2964 KINDER MORGAN MANAGE		05/01/2009	08/15/2014	29.00	8.00			21.00
636. INTEL CORP COMMON~		05/01/2009	08/19/2014	21,826.00	9,950.00			11,876.00
28516.213 PIMCO FDS TOTAL		08/30/2013	09/29/2014	309,971.00	309,288.00			683.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ► 2,824,309. 2,139,469. 684,840.

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