

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>NAEGELIN MARTIN A</u> (Last) (First) (Middle) <u>555 IH 35 SOUTH, SUITE 500</u> (Street) <u>NEW BRAUNFELS TX 78130</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>RUSH ENTERPRISES INC [TX] [RUSH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/28/2014</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	04/28/2014		M		15,900	A	\$10.507	41,140 ⁽¹⁾	D	
Class A Common Stock	04/28/2014		M		16,500	A	\$12.913	57,640 ⁽¹⁾	D	
Class A Common Stock	04/28/2014		M		21,863	A	\$12.767	79,503 ⁽¹⁾	D	
Class A Common Stock	04/28/2014		S		54,263	D	\$32.2399 ⁽²⁾	25,240 ⁽¹⁾	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Option (right to buy)	\$10.507	04/28/2014		M		15,900 ⁽³⁾	(4)	03/15/2015	Class A Common Stock	15,900	\$0	0	D	
Option (right to buy)	\$12.913	04/28/2014		M		16,500 ⁽⁵⁾	(4)	03/15/2016	Class A Common Stock	16,500	\$0	0	D	
Option (right to buy)	\$12.767	04/28/2014		M		21,863 ⁽⁶⁾	(4)	03/15/2017	Class A Common Stock	21,863	\$0	8,137	D	

Explanation of Responses:

- Includes unvested restricted stock units.
- This price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.695 to \$32.85, inclusive. The reporting person undertakes to provide Rush Enterprises, Inc., any security holder of Rush Enterprises, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- This option was previously reported as covering 11,000 shares at an exercise price of \$15.76 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.
- Options may be exercised in increments of 1/3 on each anniversary of the grant date beginning on the third anniversary of the grant date. Grant date is ten years prior to the expiration date.
- This option was previously reported as covering 11,000 shares at an exercise price of \$19.37 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.
- This option was previously reported as covering 20,000 shares at an exercise price of \$19.15 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.

Steven L. Keller, Attorney-in-Fact for Martin A. Naegelin 04/29/2014

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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