

Extended to November 15, 2014
Return of Private Foundation
 or Section 4947(a)(1) Trust Treated as Private Foundation

COPY FOR TAXPAYER

Form **990-PF**

Department of the Treasury
 Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
 Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation
Luther I. Replogle Foundation

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
1720 N Street, NW

City or town, state or province, country, and ZIP or foreign postal code
Washington, DC 20036

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) J Accounting method: Cash Accrual
 Other (specify) _____
\$ 11,193,628. (Part I, column (d) must be on cash basis.)

A Employer identification number
36-6141697

B Telephone number
202-580-6578

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

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).)		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		24,819.	24,819.		Statement 1
4 Dividends and interest from securities		214,300.	214,300.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		364,156.			
b Gross sales price for all assets on line 6a 1,873,041.					
7 Capital gain net income (from Part IV, line 2)			364,156.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-16,594.	-16,594.		Statement 3
12 Total. Add lines 1 through 11		586,681.	586,681.		
13 Compensation of officers, directors, trustees, etc.		55,292.	0.		55,292.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		3,000.	0.		3,000.
16a Legal fees					
b Accounting fees Stmt 4		13,515.	13,515.		0.
c Other professional fees Stmt 5		81,774.	79,698.		2,076.
17 Interest					
18 Taxes Stmt 6		9,760.	5,530.		4,230.
19 Depreciation and depletion					
20 Occupancy		8,500.	0.		8,500.
21 Travel, conferences, and meetings		16,916.	0.		16,916.
22 Printing and publications					
23 Other expenses Stmt 7		11,434.	2,551.		8,883.
24 Total operating and administrative expenses. Add lines 13 through 23		200,191.	101,294.		98,897.
25 Contributions, gifts, grants paid		486,500.			486,500.
26 Total expenses and disbursements. Add lines 24 and 25		686,691.	101,294.		585,397.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-100,010.			
b Net investment income (if negative, enter -0-)			485,387.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	478,952.	399,620.	399,620.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 8	391,698.	432,220.	424,589.
	b Investments - corporate stock Stmt 9	8,312,907.	8,304,347.	9,181,532.
	c Investments - corporate bonds Stmt 10	506,248.	491,707.	491,780.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other Stmt 11	454,933.	438,968.	696,107.	
14 Land, buildings, and equipment: basis Stmt 12	24,772.			
Less: accumulated depreciation Stmt 12	24,772.			
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,144,738.	10,066,862.	11,193,628.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,144,738.	10,066,862.	
30 Total net assets or fund balances	10,144,738.	10,066,862.		
31 Total liabilities and net assets/fund balances	10,144,738.	10,066,862.		

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	10,144,738.
2 Enter amount from Part I, line 27a	2	-100,010.
3 Other increases not included in line 2 (itemize) Partnership tax basis adjustments	3	22,134.
4 Add lines 1, 2, and 3	4	10,066,862.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,066,862.

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			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,873,041.		1,807,621.	364,156.

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			
b			
c			
d			
e			364,156.

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	364,156.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	585,794.	10,582,269.	.055356
2014	500,032.	10,780,116.	.046385
2013	462,434.	10,913,312.	.042373
2012	442,380.	9,371,846.	.047203
2011	515,588.	10,262,486.	.050240

2 Total of line 1, column (d)	2	.241557
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	.048311
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	10,198,763.
5 Multiply line 4 by line 3	5	492,712.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,854.
7 Add lines 5 and 6	7	497,566.
8 Enter qualifying distributions from Part XII, line 4	8	585,397.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,854.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,854.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,854.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	16,771.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	21,771.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16,917.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 16,917. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL		
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	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of Gwenn Gebhard, Executive Director Telephone no. 202-580-6578
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
1b 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)?
1c 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 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2016 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?
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 2016?

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **N/A**
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A**
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **N/A**

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

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

(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
See Statement 13		55,292.	3,000.	0.

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

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

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



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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

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

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'.

Total. Add lines 1 through 3 0.

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	9,151,420.
b	Average of monthly cash balances	1b	386,009.
c	Fair market value of all other assets	1c	816,645.
d	Total (add lines 1a, b, and c)	1d	10,354,074.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,354,074.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	155,311.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,198,763.
6	Minimum investment return. Enter 5% of line 5	6	509,938.

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	509,938.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,854.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,854.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	505,084.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	505,084.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	505,084.

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	585,397.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	585,397.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,854.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	580,543.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				505,084.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	58,129.			
b From 2012				
c From 2013				
d From 2014				
e From 2015	67,651.			
f Total of lines 3a through e	125,780.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	585,397.			
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				505,084.
e Remaining amount distributed out of corpus	80,313.			
5 Excess distributions carryover applied to 2016 (if an amount appears in column (c), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	206,093.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	58,129.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	147,964.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	67,651.			
e Excess from 2016	80,313.			

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ACCESS Youth 3259 Prospect St NW Washington, DC 20007	N/A	501(c)3	General Operating Support	5,000.
ACLU Foundation 125 Broad St, Floor 18 New York, NY 10004	N/A	501(c)3	Discretionary Grant	1,000.
American Refugee Committee International 615 1st Ave NE #500 Minneapolis, MN 55413	N/A	501(c)3	Discretionary Grant	1,500.
American School of Classical Studies at Athens 6-8 Charlton St Princeton, NJ 08540	N/A	501(c)3	Isthmia excavation, other projects	30,000.
Ampersand Families 1700 NE 2nd St St. Paul, MN 55413	N/A	501(c)3	General Operating Support	10,000.
Total See continuation sheet(s) ▶ 3a				486,500.
b Approved for future payment				
None				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue; 2 Membership dues and assessments; 3 Interest on savings and temporary cash investments; 4 Dividends and interest from securities; 5 Net rental income or (loss) from real estate; 6 Net rental income or (loss) from personal property; 7 Other investment income; 8 Gain or (loss) from sales of assets other than inventory; 9 Net income or (loss) from special events; 10 Gross profit or (loss) from sales of inventory; 11 Other revenue; 12 Subtotal; 13 Total.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' in column (c).

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A' in column (a).

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: [Date] Title: Executive Director

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name: Robert C. Gottke CPA; Preparer's signature: [Signature]; Date: 08/13/11; Check self-employed: []; PTIN: P00570467; Firm's name: Robert C. Gottke, CPA, PLLC; Firm's EIN: 46-2752843; Firm's address: 1489 Chain Bridge Road, Suite 202, McLean, VA 22101; Phone no.: (703) 556-9826

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 BH Opportunity Fund Partners VIII			
b BH Opportunity Fund Partners IX			
c Westminster Fund VI, LP			
d Westminster Fund VII, LP			
e Merrill Lynch 2556			
f Merrill Lynch 2556			
g Merrill Lynch 2557			
h Merrill Lynch 2557			
i Merrill Lynch 2557			
j Merrill Lynch 4152			
k Merrill Lynch 4152			
l Merrill Lynch 4201			
m Merrill Lynch 4201			
n Merrill Lynch 4366			
o Merrill Lynch 4367			

(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			243,605.
b			7,803.
c			6,608.
d			40,720.
e	14,933.	14,320.	613.
f	219,929.	168,088.	51,841.
g	66,379.	67,468.	-1,089.
h	320,954.	258,479.	62,475.
i	52.		52.
j	46,588.	52,348.	-5,760.
k	643,406.	633,460.	9,946.
l	19,332.	44,423.	-25,091.
m	100,251.	131,225.	-30,974.
n	17,781.	22,263.	-4,482.
o	6,595.	6,289.	306.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			243,605.
b			7,803.
c			6,608.
d			40,720.
e			613.
f			51,841.
g			-1,089.
h			62,475.
i			52.
j			-5,760.
k			9,946.
l			-25,091.
m			-30,974.
n			-4,482.
o			306.

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3

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 Merrill Lynch 4368			
b Merrill Lynch 4368			
c Capital Gains Dividends			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 359,962.		353,778.	6,184.
b 55,599.		55,480.	119.
c 1,280.			1,280.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			6,184.
b			119.
c			1,280.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	364,156.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Avenues for Homeless Youth 1708 Oak Park Ave N Minneapolis, MN 55411	N/A	501(c)3	General Operating Support	10,000.
Banyan Community 2647 Bloomington Ave N Minneapolis, MN 55408	N/A	501(c)3	Capital Campaign Pledge	10,000.
American Academy in Rome 7 East 60th Street New York, NY 10022	N/A	501(c)3	Broneer Traveling Fellowship	30,000.
Bishop John T Walker School for Boys 3640 Martin Luther King Blvd SE Washington, DC 20032	N/A	501(c)3	General Operating Support	5,000.
Breaking Free 770 University Ave St. Paul, MN 55104	N/A	501(c)3	General Operating Support	5,000.
Bridge for Youth, The 111 - 22nd St W St. Paul, MN 55405	N/A	501(c)3	General Operating Support	15,000.
Americans for Oxford, Inc. 500 Fifth Avenue, Floor 32 New York, NY 10110	N/A	501(c)3	Discretionary Grant	1,500.
Chicago Training Center 3105 N Wolcott St Chicago, IL 60657	N/A	501(c)3	General Operating Support	5,000.
Children's Law Center of Minnesota 450 Syndicate St n St. Paul, MN 55104	N/A	501(c)3	General Operating Support	5,000.
Classical Kids Music Education 5611 N Wayne Ave, Suite 1 Chicago, IL 60660	N/A	501(c)3	General Operating Support	5,000.
Total from continuation sheets				439,000.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Critical Exposure 1816 - 12st NW Washington, DC 20009	N/A	501(c)3	Genral Operating Support	5,000.
Common Ground Meditation Center 2700 E 26 St Minneapolis, MN 55406	N/A	501(c)3	Discretionary Grant	2,000.
Dartmouth College 6066 Development Office Hanover, NH 03755	N/A	501(c)3	Discretionary Grant; Alumni Fund	2,500.
DC Creative Writing Workshop 601 Mississippi Ave SE Washington, DC 20032	N/A	501(c)3	General Operating Support	7,500.
Communities in the Schools of Chicago 1815 W Van Buren St Chicago, IL 60607	N/A	501(c)3	General Operating Support	5,000.
Friends of the Palisades Library PO Box 40611 Washington, DC 20016	N/A	501(c)3	Discretionary Grant	500.
FamilyWise Services 3036 University Ave SE Minneapolis, MN 55414	N/A	501(c)3	High Fidelity Wraparound	5,000.
First Presbyterian Church of Chicago 6400 S Kimbark Ave Chicago, IL 60637	N/A	501(c)3	Genral Operating Support	30,000.
Foster and Adoptive Parent Advocacy 6200 Second St NW Washington, DC 20011	N/A	501(c)3	General Operating Support	10,000.
Foundry United Methodist Church 1500 - 16th St NW Washington, DC 20036	N/A	501(c)3	Walk-in Mission	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Friends of Fort Dupont Ice Arena 3779 Ely Place SE Washington, DC 20019	N/A	501(c)3	General Operating Support	5,000.
High Jump 59 W North Blvd Chicago, IL 60610	N/A	501(c)3	General Operating Support	5,000.
Homeless Children's Playtime Project 2636 Newton St NW Washington, DC 20010	N/A	501(c)3	General Operating Support	10,000.
Hope and a Home 1439 R St NW Washington, DC 20009	N/A	501(c)3	General Operating Support	5,000.
Jo Daviess Conservation Foundation 126 N Main St Elizabeth, IL 61028	N/A	501(c)3	Discretionary Grant	13,000.
John Carter Brown Library PO Box 1894, Brown University Providence, RI 02912	N/A	501(c)3	Discretionary Grant	10,000.
Little Blue House 524 Irving St NW Washington, DC 20010	N/A	501(c)3	General Operating Support	5,000.
Merit School of Music 38 S Peoria St Chicago, IL 60607	N/A	501(c)3	Mary Herron Scholarship (4)	12,000.
Katherine Munchmeyer, Replogle Award US Dept of State Washington, DC 02520	State Dept selection		Award/Management Improvement	10,000.
Minnehaha Academy 310 West River Parkway Minneapolis, MN 55406	N/A	501(c)3	Capital Campaign; Science Ctr	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
New York Avenue Presbyterian Church 1313 New York Ave Washington, DC 20005	N/A	501(c)3	Discretionary Grant	7,000.
Press Pass Mentors 131 Joralemon St #35 Brooklyn, NY 11201	N/A	501(c)3	General Operating Support	5,000.
Project Exploration 4511 S Evans St Chicago, IL 60653	N/A	501(c)3	General Operating Support	5,000.
REACH, Inc 1377 North Carolina Ave NE Washington, DC 20005	N/A	501(c)3	General Operating Support	15,000.
Rebuilding Together in Washington DC 4607 Connecticut Ave NW Washington, DC 20008	N/A	501(c)3	General Operating Support	15,000.
Regina Dominican High School 701 Locust Rd Wilmette, IL 60091	N/A	501(c)3	Discretionary Grant	5,000.
Replogle Center or Counseling and Wellness 112 E Chestnut St Chicago, IL 60611	N/A	501(c)3	General Operating Support	25,000.
ReSET PO Box 9400 Washington, DC 20016	N/A	501(c)3	General Operating Support	5,000.
Natural Resources Defense Council 40 W 20th St, Floor 11 New York, NY 10011	N/A	501(c)3	Discretionary Grant	1,000.
PFLAG 1828 L St, NW, Suite 660 Washington, DC 20036	N/A	501(c)3	Discretionary Grant	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Schubert Club 75 W 5th St St. Paul, MN 55102	N/A	501(c)3	General Operating Support	5,000.
South Shore Art Center 119 Ripley Rd Cohasset, MA 02025	N/A	501(c)3	Discretionary Grant	1,000.
South Shore Hospital Foundation 55 Fogg Rd South Weymouth, MA 02910	N/A	501(c)3	Discretionary Grant	5,000.
St. Anne's Place (part of Ascension Place) 1803 Bryant Ave N Minneapolis, MN 55411	N/A	501(c)3	General Operating Support	5,000.
Storycatchers Theatre 544 W Oak St Chicago, IL 60610	N/A	501(c)3	General Operating Support	5,000.
STRIVE Chicago 5001 S Ellis Ave Chicago, IL 60615	N/A	501(c)3	General Operating Support	3,000.
St. Stephen's Episcopal Church 16 Highland Ave Cohasset, MA 02025	N/A	501(c)3	Discretionary Grant	1,500.
University of Pennsylvania, Trustees of 3260 South St Philadelphia, PA 19104	N/A	501(c)3	Gordion Excavation	40,000.
US Naval Academy Foundation 291 Wood Road, Beach Hall Annapolis, MD 21402	N/A	501(c)3	Replogle Speakers Program	7,500.
Warrior Scholar Project 1101 30th NW Ste 500 Washington, DC 20007	N/A	501(c)3	Discretionary Grant	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Washington Latin Public Charter 5200 Second St NW Washington, DC 20011	N/A	501(c)3	Capital Campaign Pledge	5,000.
Way to Grow 125 W Broadway Minneapolis, MN 55411	N/A	501(c)3	General Operating Support	5,000.
Words, Beats and Life 1525 Newton St NW Washington, DC 20010	N/A	501(c)3	General Operating Support	5,000.
Yale University PO Box 2038 New Haven, CT 06521	N/A	501(c)3	Discretionary Grant	1,000.
Zoom House 3244 Blaisdell Ave S #7 Minneapolis, MN 55408	N/A	501(c)3	General Operating Support	5,000.
Adoption Center of Illinois 5828 N Clark St Chicago, IL 60660	N/A	501(c)3	Discretionary Grant	5,000.
AFS-USA, Inc. 120 Wall St, Floor 4 New York, NY 10005	N/A	501(c)3	Discretionary Grant	1,000.
Total from continuation sheets				

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return. Form **990-PF**

2016

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name
Luther I. Replogle Foundation

Employer identification number
36-6141697

Note: Generally, the corporation isn't required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)	1	4,854.
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c Credit for federal tax paid on fuels (see instructions)	2c	
d Total. Add lines 2a through 2c	2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation doesn't owe the penalty	3	4,854.
4 Enter the tax shown on the corporation's 2015 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	5,485.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	4,854.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it doesn't owe a penalty. See instructions.

- 6** The corporation is using the adjusted seasonal installment method.
- 7** The corporation is using the annualized income installment method.
- 8** The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 05/15/16	06/15/16	09/15/16	12/15/16
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column.	10 1,214.	1,213.	1,214.	1,213.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11 16,771.			
<i>Complete lines 12 through 18 of one column before going to the next column.</i>				
12 Enter amount, if any, from line 18 of the preceding column	12	15,557.	14,344.	13,130.
13 Add lines 11 and 12	13	15,557.	14,344.	13,130.
14 Add amounts on lines 16 and 17 of the preceding column	14			
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 16,771.	15,557.	14,344.	13,130.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16	0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17			
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18 15,557.	14,344.	13,130.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 2220 (2016)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. <i>(C Corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.)</i> See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2016 and before 7/1/2016	21			
22 Underpayment on line 17 x Number of days on line 21 x 4% (0.04) <small>366</small>	22	\$	\$	\$
23 Number of days on line 20 after 06/30/2016 and before 10/1/2016	23			
24 Underpayment on line 17 x Number of days on line 23 x 4% (0.04) <small>366</small>	24	\$	\$	\$
25 Number of days on line 20 after 9/30/2016 and before 1/1/2017	25			
26 Underpayment on line 17 x Number of days on line 25 x 4% (0.04) <small>366</small>	26	\$	\$	\$
27 Number of days on line 20 after 12/31/2016 and before 4/1/2017	27			
28 Underpayment on line 17 x Number of days on line 27 x 4% (0.04) <small>365</small>	28	\$	\$	\$
29 Number of days on line 20 after 3/31/2017 and before 7/1/2017	29			
30 Underpayment on line 17 x Number of days on line 29 x % <small>365</small>	30	\$	\$	\$
31 Number of days on line 20 after 6/30/2017 and before 10/1/2017	31			
32 Underpayment on line 17 x Number of days on line 31 x % <small>365</small>	32	\$	\$	\$
33 Number of days on line 20 after 9/30/2017 and before 1/1/2018	33			
34 Underpayment on line 17 x Number of days on line 33 x % <small>365</small>	34	\$	\$	\$
35 Number of days on line 20 after 12/31/2017 and before 3/16/2018	35			
36 Underpayment on line 17 x Number of days on line 35 x % <small>365</small>	36	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38			\$ 0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
BH Opportunity Fund IX	1.	1.	
Merrill Lynch 2556	12.	12.	
Merrill Lynch 4152	17.	17.	
Merrill Lynch 4368	24,369.	24,369.	
Merrill Lynch 4370	21.	21.	
Westminster Fund VI, LP	195.	195.	
Westminster Fund VII, LP	204.	204.	
Total to Part I, line 3	24,819.	24,819.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Merrill Lynch - accrued interest paid	-1,897.	0.	-1,897.	-1,897.	
Merrill Lynch - bond premium	-5,896.	0.	-5,896.	-5,896.	
Merrill Lynch - capital gains	1,280.	1,280.	0.	0.	
Merrill Lynch - dividends	208,736.	0.	208,736.	208,736.	
Merrill Lynch - US interest	7,689.	0.	7,689.	7,689.	
PMF TEI Fund, LP	5,668.	0.	5,668.	5,668.	
To Part I, line 4	215,580.	1,280.	214,300.	214,300.	

Form 990-PF	Other Income		Statement	3
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
BH Opportunity Fund Partners VIII, LP	-3,687.	-3,687.		
BH Opportunity Fund Partners IX, LP	3,065.	3,065.		
Westminster Fund VII, LP	-4,512.	-4,512.		
Westminster Fund VI, LP	-11,460.	-11,460.		
Total to Form 990-PF, Part I, line 11	-16,594.	-16,594.		

Form 990-PF	Accounting Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Robert Gottke, CPA, PLLC	13,515.	13,515.		0.	
To Form 990-PF, Pg 1, ln 16b	13,515.	13,515.		0.	

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Payroll processing fees	2,076.	0.		2,076.	
Merrill Lynch management fees	79,698.	79,698.		0.	
To Form 990-PF, Pg 1, ln 16c	81,774.	79,698.		2,076.	

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Payroll taxes	4,230.	0.		4,230.	
Foreign taxes	5,530.	5,530.		0.	
To Form 990-PF, Pg 1, ln 18	9,760.	5,530.		4,230.	

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Partnership K-1 expenses	2,551.	2,551.		0.	
Dues and memberships	1,000.	0.		1,000.	
Insurance	2,650.	0.		2,650.	
Office supplies	2,102.	0.		2,102.	
Postage	285.	0.		285.	
Fees	155.	0.		155.	
Telephone	450.	0.		450.	
Website	875.	0.		875.	
Site visits	434.	0.		434.	
Computer & Internet	793.	0.		793.	
Registered Agent	139.	0.		139.	
To Form 990-PF, Pg 1, ln 23	11,434.	2,551.		8,883.	

Form 990-PF	U.S. and State/City Government Obligations		Statement	8
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Merrill Lynch 04368 - US Govt	X		432,220.	424,589.
Total U.S. Government Obligations			432,220.	424,589.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			432,220.	424,589.

Form 990-PF	Corporate Stock	Statement	9
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Description		Book Value	Fair Market Value
Merrill Lynch 02556	stocks	1,139,817.	1,462,659.
Merrill Lynch 02557	stocks	1,131,044.	1,402,569.
Merrill Lynch 04152	stocks	2,520,884.	2,866,390.
Merrill Lynch 04201	stocks	575,067.	753,968.
Merrill Lynch 04366	stocks	1,140,210.	990,556.
Merrill Lynch 04367	stocks	304,072.	319,892.
Merrill Lynch 04368	stocks	778,048.	764,096.
Merrill Lynch 04370	- Skybridge	715,205.	621,402.
Total to Form 990-PF, Part II, line 10b		8,304,347.	9,181,532.

Form 990-PF	Corporate Bonds	Statement	10
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Description		Book Value	Fair Market Value
Merrill Lynch 04368	- bonds	491,707.	491,780.
Total to Form 990-PF, Part II, line 10c		491,707.	491,780.

Form 990-PF	Other Investments	Statement	11
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Description	Valuation Method	Book Value	Fair Market Value
BH Opportunity VIII	COST	116,046.	116,046.
BH Opportunity IX	COST	703.	703.
Westminster VI	COST	23,260.	89,593.
Westminster VII	COST	58,920.	103,089.
AP Alternative Assets LP	COST	50,230.	197,000.
PMF TEI Fund	COST	189,809.	189,676.
Total to Form 990-PF, Part II, line 13		438,968.	696,107.

2016 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Copy	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	Furniture and fixtures	Various	SL	7.00		16	24,772.				24,772.	24,772.		0.	24,772.
	* Total 990-PF Pg 1 Depr						24,772.				24,772.	24,772.		0.	24,772.

Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions. Luther I. Replogle Foundation	Employer identification number (EIN) or 36-6141697
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 1720 N Street, NW	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Washington, DC 20036	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 | 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

Gwenn Gebhard, Executive Director

• The books are in the care of ▶ **1720 N Street, N.W. - Washington, DC 20036**
Telephone No. ▶ **202-580-6578** Fax No. ▶ _____

• If the organization does not have an office or place of business in the United States, check this box
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **November 15, 2017**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year **2016** or
▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	5,000.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	5,000.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

