

**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

**2005**

Department of the Treasury  
Internal Revenue Service

*Note: The organization may be able to use a copy of this return to satisfy state reporting requirements*

**For calendar year 2005, or tax year beginning** \_\_\_\_\_, **2005, and ending** \_\_\_\_\_

**G** Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label otherwise, print or type. See Specific Instructions.	Luther I. Replogle Foundation 1900 L Street, NW #205 Washington, DC 20036-5002	<b>A</b> Employer identification number 36-6141697
		<b>B</b> Telephone number (see instructions) 202-679-0677
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 12,536,244.		<b>D 1</b> Foreign organizations, check here <input type="checkbox"/>
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		<b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc. received (att sch)				
	<b>2</b> Ch <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments	60,966.	60,966.	N/A	
	<b>4</b> Dividends and interest from securities	343,769.	343,643.		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10	442,011.			
	<b>b</b> Gross sales price for all assets on line 6a	2,155,535.			
	<b>7</b> Capital gain net income (from Part IV, line 2)		442,011.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>ADMINISTRATIVE EXPENSES</b>	<b>10a</b> Gross sales less returns and allowances			
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit/(loss) (att sch)					
<b>11</b> Other income (attach schedule) See Statement 1		-3,682.			
<b>12 Total.</b> Add lines 1 through 11		843,064.	846,620.		
<b>13</b> Compensation of officers, directors, trustees etc		41,000.			41,000.
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits		5,650.			5,650.
<b>16a</b> Legal fees (attach schedule) See St 2		9,860.			9,860.
<b>b</b> Accounting fees (attach sch)					
<b>c</b> Other prof fees (attach sch) See St 3		43,977.	42,634.		1,343.
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) See Stmt 4	12,126.				
<b>19</b> Depreciation (attach schedule) and depletion					
<b>20</b> Occupancy	11,176.			11,176.	
<b>21</b> Travel, conferences, and meetings	27,333.			27,333.	
<b>22</b> Printing and publications	29.			29.	
<b>23</b> Other expenses (attach schedule) See Statement 5	32,194.	2,079.		30,072.	
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	183,345.	44,713.		126,463.	
<b>25</b> Contributions, gifts, grants paid Part XV	425,745.			425,745.	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	609,090.	44,713.		552,208.	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements</b>	233,974.				
<b>b Net investment income</b> (if negative, enter 0)		801,907.			
<b>c Adjusted net income</b> (if negative, enter 0)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		417,463.	196,677.	196,677.
	3	Accounts receivable	4,189.			
		Less allowance for doubtful accounts			4,189.	4,189.
	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 sch)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – US and state government obligations (attach schedule) Statement 6		397,600.	493,465.	492,583.
	b	Investments – corporate stock (attach schedule) Statement 7		4,530,793.	4,935,845.	8,364,903.
	c	Investments – corporate bonds (attach schedule) Statement 8		3,536,072.	3,398,360.	3,353,642.
	11	Investments – land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule) Statement 9		36,884.	124,250.	124,250.	
14	Land, buildings, and equipment: basis	24,772.				
	Less accumulated depreciation (attach schedule) See Stmt 10	24,772.				
15	Other assets (describe )					
16	<b>Total assets</b> (to be completed by all filers – see instructions. Also, see page 1, item I)		8,918,812.	9,152,786.	12,536,244.	
L I A B I L I T I E S	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe )				
	23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.	
N F U N D A S S E T A S S O C I E S	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		8,918,812.	9,152,786.	
30	<b>Total net assets or fund balances</b> (see instructions)		8,918,812.	9,152,786.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		8,918,812.	9,152,786.		

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	8,918,812.
2	Enter amount from Part I, line 27a	2	233,974.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	9,152,786.
5	Decreases not included in line 2 (itemize)	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6	9,152,786.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See attachment	P	Various	Various
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 2,155,535.		1,713,524.	442,011.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			442,011.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	442,011.
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. <span style="float:right">]</span>	3	0.

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

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

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

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

If 'Yes,' the organization does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2004	474,598.	11,593,776.	0.040936
2003	529,966.	10,706,570.	0.049499
2002	683,876.	10,850,812.	0.063025
2001	924,472.	11,928,888.	0.077499
2000	926,685.	13,612,102.	0.068078

2 Total of line 1, column (d)	2	0.299037
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	0.059807
4 Enter the net value of noncharitable-use assets for 2005 from Part X, line 5	4	12,146,187.
5 Multiply line 4 by line 3	5	726,427.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,019.
7 Add lines 5 and 6	7	734,446.
8 Enter qualifying distributions from Part XII, line 4	8	552,208.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary— see instructions)			
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	16,038.
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	16,038.
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	16,038.
6 Credits/Payments			
a 2005 estimated tax pmts and 2004 overpayment credited to 2005	6a	11,100.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	11,100.	
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	4,938.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount on line 10 to be Credited to 2006 estimated tax	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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 organization in connection with the activities</i>		X
1 c Did the organization file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the organization $\$$ 0. (2) On organization managers $\$$ 0.		
3 Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers $\$$ 0.		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
4 b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
8 b If the answer is 'Yes' to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2005 or the taxable year beginning in 2005 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address $\blacktriangleright$ <u>www.lirf.org</u>	X	
12 The books are in care of $\blacktriangleright$ <u>Gwenn Gebhard</u> Telephone no $\blacktriangleright$ <u>800-839-1754</u> Located at $\blacktriangleright$ <u>1900 L Street, NW, Suite 205, Washington DC</u> ZIP + 4 $\blacktriangleright$ <u>20036-5002</u>		
13 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 $\blacktriangleright$ 13		N/A

**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 organization (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No
- (6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)  Yes  No

b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here

c Did the organization 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 2005?

2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2005, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2005?  Yes  No  
If 'Yes,' list the years  20\_\_ , 20\_\_ , 20\_\_ , 20\_\_

b Are there any years listed in 2a for which the organization is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20\_\_ , 20\_\_ , 20\_\_ , 20\_\_

3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  No

b If 'Yes,' did it have excess business holdings in 2005 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2005)

4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the organization 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 2005?

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

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

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

b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
If you answered 'Yes' to 6b, also file Form 8870

	Yes	No
1a		
1b		X
1c		X
2		
2a		N/A
2b		N/A
3a		
3b		N/A
4a		X
4b		X
5a		
5b		N/A
5c		
6a		
6b		X

**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
See Statement 11		41,000.	2,000.	0.

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

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

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

**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		

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> 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	12,052,400.
b Average of monthly cash balances	1b	154,504.
c Fair market value of all other assets (see instructions)	1c	124,250.
d Total (add lines 1a, b and c)	1d	12,331,154.
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	12,331,154.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	184,967.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,146,187.
6 Minimum investment return. Enter 5% of line 5	6	607,309.

**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	607,309.
2a Tax on investment income for 2005 from Part VI, line 5	2a	16,038.
b Income tax for 2005 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	16,038.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	591,271.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	591,271.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	591,271.

**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	552,208.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	552,208.
5 Organizations 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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	552,208.

**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 2004	(c) 2004	(d) 2005
<b>1</b> Distributable amount for 2005 from Part XI, line 7				591,271.
<b>2</b> Undistributed income, if any, as of the end of 2004				
<b>a</b> Enter amount for 2004 only			0.	
<b>b</b> Total for prior years 20 __, 20 __, 20 __		0.		
<b>3</b> Excess distributions carryover, if any, to 2005				
<b>a</b> From 2000	283,170.			
<b>b</b> From 2001	336,352.			
<b>c</b> From 2002	148,273.			
<b>d</b> From 2003	4,245.			
<b>e</b> From 2004				
<b>f</b> Total of lines 3a through e	772,040.			
<b>4</b> Qualifying distributions for 2005 from Part XII, line 4 ▶ \$ 552,208.				
<b>a</b> Applied to 2004, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)	0.			
<b>d</b> Applied to 2005 distributable amount				552,208.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2005 (If an amount appears in column (d), the same amount must be shown in column (a))	39,063.			39,063.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	732,977.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions		0.		
<b>e</b> Undistributed income for 2004 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
<b>f</b> Undistributed income for 2005 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2006				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	0.			
<b>8</b> Excess distributions carryover from 2000 not applied on line 5 or line 7 (see instructions)	244,107.			
<b>9</b> Excess distributions carryover to 2006. Subtract lines 7 and 8 from line 6a	488,870.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2001	336,352.			
<b>b</b> Excess from 2002	148,273.			
<b>c</b> Excess from 2003	4,245.			
<b>d</b> Excess from 2004				
<b>e</b> Excess from 2005				



**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2005, enter the date of the ruling

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2005	(b) 2004	(c) 2003	
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 organization had \$5,000 or more in assets at any time during the year.)

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) )

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

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

Check here  if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the organization 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 of the person to whom applications should be addressed

See attachment or [www.lirf.org](http://www.lirf.org)

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

See attachment or [www.lirf.org](http://www.lirf.org)

c Any submission deadlines:

None

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

None

**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
<i>a Paid during the year</i> See attachment	N/A	Public	See attachment	425,745.
<b>Total</b>				▶ <b>3a</b> 425,745.
<i>b Approved for future payment</i>				
<b>Total</b>				▶ <b>3b</b>



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?

Table with 2 columns: Yes, No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, and 1c Sharing of facilities.

a Transfers from the reporting organization 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 organization. If the organization 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

Schedule table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. First row contains N/A.

2a Is the organization 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 (X) No

b If 'Yes,' complete the following schedule

Schedule table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. First row contains N/A.

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 or fiduciary) is based on all information of which preparer has any knowledge.

SIGN HERE

Signature of officer or trustee

Preparer's signature
Firm's name (or yours if self-employed), address, and ZIP code
Foundation Source
55 Walls Drive, 3rd Floor
Fairfield, CT 06824

BAA

**Underpayment of Estimated Tax by Corporations**

**2005**

Department of the Treasury  
Internal Revenue Service

▶ See separate instructions.  
▶ Attach to the corporation's tax return.

Name **Luther I. Replogle Foundation** Employer identification number **36-6141697**

**Note:** Generally, the corporation is not 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 34 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	16,038.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1		
2b	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		
2c	Credit for Federal tax paid on fuels (see instructions)		
2d	<b>Total.</b> 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 does not owe the penalty.	3	16,038.
4	Enter the tax shown on the corporation's 2004 income tax return (see instructions). <b>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.</b>	4	11,011.
5	<b>Required Annual Payment.</b> 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	11,011.

**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 does not 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 <b>Installment due dates.</b> 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	5/15/05	6/15/05	9/15/05	12/15/05
10 <b>Required installments.</b> If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule 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% of line 5 above in each column.	10	1,235.	4,270.	2,753.	2,753.
11 <b>Estimated tax paid or credited for each period</b> (see instructions). For column (a) only, enter the amount from line 11 on line 15.	11	11,100.			
<b>Complete lines 12 through 18 of one column before going to the next column.</b>					
12 Enter amount, if any, from line 18 of the preceding column	12		9,865.	5,595.	2,842.
13 Add lines 11 and 12	13		9,865.	5,595.	2,842.
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	11,100.	9,865.	5,595.	2,842.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 <b>Underpayment.</b> 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 <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column.	18	9,865.	5,595.	2,842.	

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.

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) <b>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month)</b>	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 4/15/2005 and before 10/1/2005	21			
22 Underpayment on line 17 $\times \frac{\text{Number of days on line 21}}{365} \times 6\%$	22			
23 Number of days on line 20 after 9/30/2005 and before 4/1/2006	23			
24 Underpayment on line 17 $\times \frac{\text{Number of days on line 23}}{365} \times 7\%$	24			
25 Number of days on line 20 after 3/31/2006 and before 7/1/2006	25			
26 Underpayment on line 17 $\times \frac{\text{Number of days on line 25}}{365} \times \text{\%}$	26			
27 Number of days on line 20 after 6/30/2006 and before 10/1/2006	27			
28 Underpayment on line 17 $\times \frac{\text{Number of days on line 27}}{365} \times \text{\%}$	28			
29 Number of days on line 20 after 9/30/2006 and before 1/1/2007	29			
30 Underpayment on line 17 $\times \frac{\text{Number of days on line 29}}{365} \times \text{\%}$	30			
31 Number of days on line 20 after 12/31/2006 and before 2/16/2007	31			
32 Underpayment on line 17 $\times \frac{\text{Number of days on line 31}}{365} \times \text{\%}$	32			
33 Add lines 22, 24, 26, 28, 30, and 32	33			
34 <b>Penalty.</b> Add columns (a) through (d) of line 33. Enter the total here and on Form 1120, line 33, Form 1120-A, line 29, or the comparable line for other income tax returns	34			0.

**\*For underpayments paid after March 31, 2006:** For lines 26, 28, 30, and 32, 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](http://www.irs.gov). You can also call 1-800-829-4933 to get interest rate information.

<b>Part II Annualized Income Installment Method</b>		(a)	(b)	(c)	(d)	
<b>20</b>	Annualization periods (see instructions)	20	First 2 months	First 3 months	First 6 months	First 9 months
<b>21</b>	Enter taxable income for each annualization period (see instructions)	21	41,177.	191,708.	409,165.	589,596.
<b>22</b>	Annualization amounts (see instructions)	22	6	4	2	1.33333
<b>23</b>	Annualized taxable income Multiply line 21 by line 22	23	247,062.	766,832.	818,330.	786,126.
<b>24</b>	Figure the tax on the amount on line 23 using the instructions for Form 1120, Schedule J, line 3 (or comparable line of corporation's return)	24	4,941.	15,337.	16,367.	15,723.
<b>25</b>	Enter any alternative minimum tax for each payment period (see instructions)	25				
<b>26</b>	Enter any other taxes for each payment period (see instructions)	26				
<b>27</b>	Total tax Add lines 24 through 26	27	4,941.	15,337.	16,367.	15,723.
<b>28</b>	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
<b>29</b>	Total tax after credits Subtract line 28 from line 27. If zero or less, enter -0-	29	4,941.	15,337.	16,367.	15,723.
<b>30</b>	Applicable percentage	30	25%	50%	75%	100%
<b>31</b>	Multiply line 29 by line 30	31	1,235.	7,669.	12,275.	15,723.

**Part III Required Installments**

**Note:** Complete lines 32 through 38 of one column before completing the next column

		1st installment	2nd installment	3rd installment	4th installment	
<b>32</b>	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the <b>smaller</b> of the amounts in each column from line 19 or line 31	32	1,235.	7,669.	12,275.	15,723.
<b>33</b>	Add the amounts in all preceding columns of line 32 (see instructions)	33		1,235.	5,505.	8,258.
<b>34</b>	<b>Adjusted seasonal or annualized income installments.</b> Subtract line 33 from line 32. If zero or less, enter -0-	34	1,235.	6,434.	6,770.	7,465.
<b>35</b>	Enter 25% of line 5 on page 1 of Form 2220 in each column ( <b>Note:</b> 'Large corporations,' see the instructions for line 10 for the amounts to enter.)	35	2,752.	2,753.	2,753.	2,753.
<b>36</b>	Subtract line 38 of the preceding column from line 37 of the preceding column	36		1,517.	0.	0.
<b>37</b>	Add lines 35 and 36	37	2,752.	4,270.	2,753.	2,753.
<b>38</b>	<b>Required installments</b> Enter the <b>smaller</b> of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	1,235.	4,270.	2,753.	2,753.

Form 2220 (2005)

Luther I. Replogle Foundation

36-6141697

**Statement 1**  
Form 990-PF, Part I, Line 11  
Other Income

Rental income - K-1

Total	\$	-3,682.
	\$	<u>-3,682.</u>

**Statement 2**  
Form 990-PF, Part I, Line 16a  
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
General governance matters & counseling	\$ 9,860.			\$ 9,860.
Total	<u>\$ 9,860.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 9,860.</u>

**Statement 3**  
Form 990-PF, Part I, Line 16c  
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management fees	\$ 42,634.	\$ 42,634.		
Payroll processing fees	1,343.			\$ 1,343.
Total	<u>\$ 43,977.</u>	<u>\$ 42,634.</u>	<u></u>	<u>\$ 1,343.</u>

**Statement 4**  
Form 990-PF, Part I, Line 18  
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	\$ 12,126.			
Total	<u>\$ 12,126.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 0.</u>

**Statement 5**  
Form 990-PF, Part I, Line 23  
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative Fees	\$ 24,473.			\$ 24,473.
Bank Charges	2,079.	\$ 2,079.		
Computer and software expense	359.			359.



Luther I. Replogle Foundation

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**Statement 5 (continued)**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	\$ 275.			\$ 275.
K-1 expenses	43.			
Memberships	400.			400.
Postage	1,629.			1,629.
State filing fee	20.			20.
Supplies	1,504.			1,504.
Website expenses	1,412.			1,412.
<b>Total</b>	<b>\$ 32,194.</b>	<b>\$ 2,079.</b>		<b>\$ 30,072.</b>

**Statement 6**  
**Form 990-PF, Part II, Line 10a**  
**Investments - U.S. and State Government Obligations**

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
Fed Farm Cr Bks 5% Due 05-12-2011	Cost	\$ 297,600.	\$ 296,718.
US Treasury Bill 01-12-2006	Cost	195,865.	195,865.
		<b>\$ 493,465.</b>	<b>\$ 492,583.</b>
	<b>Total</b>	<b>\$ 493,465.</b>	<b>\$ 492,583.</b>

**Statement 7**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate stock - see attachment	Cost	\$ 4,935,845.	\$ 8,364,903.
	<b>Total</b>	<b>\$ 4,935,845.</b>	<b>\$ 8,364,903.</b>

**Statement 8**  
**Form 990-PF, Part II, Line 10c**  
**Investments - Corporate Bonds**

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Corporate bonds - see attachment	Cost	\$ 3,398,360.	\$ 3,353,642.
	<b>Total</b>	<b>\$ 3,398,360.</b>	<b>\$ 3,353,642.</b>

## Luther I. Replogle Foundation

36-6141697

**Statement 9**  
**Form 990-PF, Part II, Line 13**  
**Investments - Other**

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Value</u>	<u>Fair Market Value</u>
Westminster Fund	Cost	\$ 124,250.	\$ 124,250.
<b>Total</b>		<b>\$ 124,250.</b>	<b>\$ 124,250.</b>

**Statement 10**  
**Form 990-PF, Part II, Line 14**  
**Land, Buildings, and Equipment**

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Furniture and Fixtures	\$ 24,772.	\$ 24,772.	\$ 0.	\$ 0.
<b>Total</b>	<b>\$ 24,772.</b>	<b>\$ 24,772.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

**Statement 11**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contribution to EBP &amp; DC</u>	<u>Expense Account/Other</u>
Anne Witkowsky 1900 L Street, NW, #205 Washington, DC 20036-5002	Director < 1 hour/week	\$ 0.	\$ 0.	\$ 0.
David Replogle 1900 L Street, NW, #205 Washington, DC 20036-5002	Director < 1 hour/week		0.	0.
Sophia Gebhard Anema 1900 L Street, NW, #205 Washington, DC 20036-5002	Director < 1 hour/week		0.	0.
Paul Gebhard 1900 L Street, NW, #205 Washington, DC 20036-5002	President < 1 hour/week		0.	0.
William Petersen 1900 L Street, NW, #205 Washington, DC 20036-5002	Secretary < 1 hour/week		0.	0.
Elizabeth Dickie 1900 L Street, NW, #205 Washington, DC 20036-5002	Treasurer < 1 hour/week		0.	0.

Luther I. Replogle Foundation

36-6141697

Statement 11 (continued)  
 Form 990-PF, Part VIII, Line 1  
 List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
Virginia Cobb 1900 L Street, NW, #205 Washington, DC 20036-5002	Director < 1 hour/week	\$ 0.	\$ 0.	\$ 0.
Gwenn H.S. Gebhard 1900 L Street, NW, #205 Washington, DC 20036-5002	Executive Direc 40 hours/week	41,000.	2,000.	0.
	Total	<u>\$ 41,000.</u>	<u>\$ 2,000.</u>	<u>\$ 0.</u>

Luther I. Replogle Foundation

36-6141697

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Cur 179 Bonus	Special Depr. Allow.	Prior 179/ Bonus/ Sp. Depr.	Prior Dec. Bal. Depr.	Salvage /Basis Reductn.	Depr. Basis	Prior Depr.	Method	Life	Rate	Current Depr.
Form 990/990-PF																
Furniture and Fixtures																
1	Furniture and equipment	Various		24,772							24,772	24,772	S/L	5		0
	Total Furniture and Fixtures			24,772		0	0	0	0	0	24,772	24,772				0
	Total Depreciation			<u>24,772</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>24,772</u>	<u>24,772</u>				<u>0</u>
	Grand Total Depreciation			<u>24,772</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>24,772</u>	<u>24,772</u>				<u>0</u>

**Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock**

<u>Shares</u>	<u>Description/Symbol</u>	<u>Column (b) Book Value</u>	<u>Column (c) Fair Market Value</u>
3,000 Sh.	Abbott Labs	\$ 123,328	\$ 118,290
6,000 Sh	American Express Co.	72,267	308,760
1,200 Sh	Ameriprise Finan WI	10,433	49,200
1,000 Sh	Amgen Inc	61,289	78,860
4,000 Sh	AT&T Corp Com New	80,412	97,960
1,500 Sh.	Bank of America Corp	63,025	69,225
10,000 Sh.	BEA Systems, Inc	90,100	94,000
3,000 Sh.	Beckman Coulter Inc.	82,588	170,700
3,000 Sh	Caterpillar Inc.	117,588	173,310
2,500 Sh	Chesapeake Energy Corporation	33,900	79,325
2,000 Sh	Chubb Corp Convertible Preferred	56,860	70,360
2,000 Sh	Colgate-Palmolive Company	99,997	109,700
5,000 Sh.	ConocoPhillips	119,829	290,900
15,000 Sh.	Conseco Inc Wt Exp Ser A	93,346	41,250
5,000 Sh.	Corning Inc	87,576	98,300
3,000 Sh	Costco Wholesale Corp New	123,774	148,410
2,000 Sh	ENI S P.A.	65,760	278,920
2,000 Sh	Entergy Corp New	113,399	137,300
2,800 Sh.	Equity Office Pptys Tr	58,800	84,924
4,000 Sh	Estee Lauder Companies Inc	137,900	133,920
2,000 Sh.	Exxon Mobil Corp	72,725	112,340
4,000 Sh.	General Electric Co	106,660	140,200
1,200 Sh.	I Shares TR MSC I Emerging Markets	64,970	105,900
13,000 Sh	Intel Corp	15,478	324,480
3,000 Sh	International Business Machines	285,145	246,600
3,150 Sh	IShares MSCI EAFE	101,112	187,205
5,000 Sh	IShares MSCI-JAPAN	51,650	67,600
2,700 Sh.	IShares Russell 2000	100,663	180,144
4,000 Sh.	JC Penney	112,869	222,400
4,000 Sh.	Johnson & Johnson	59,233	240,400
10,560 Sh.	JP Morgan Chase & Co	98,071	419,126
1,500 Sh	Lockheed Martin Corp	29,634	95,445
2,000 Sh	Medtronic Inc	72,638	115,140
6,000 Sh	Microsoft Corporation	202,922	156,900
3,000 Sh	Murphy Oil Cp Hldg	64,052	161,970
3,000 Sh	Nestle S.A.	158,715	224,250
2,000 Sh	Newell Fincl TR I 5.25Pfd	87,125	82,000
4,000 Sh.	Nordstrom Inc	74,830	149,600
2,000 Sh	Northrop Grumman Corp	94,992	120,220
3,000 Sh.	Office Depot Inc	56,250	94,200
9,000 Sh	Old Rep Intl Corp	38,567	236,340
2,800 Sh.	Oracle Corp	32,396	34,188
4,000 Sh	Paychex Inc Com	36,873	152,480
3,000 Sh	Pfizer Inc.	110,153	69,960
2,925 Sh.	Procter Gamble Co	93,582	169,299
4,000 Sh.	Public Storage Inc	70,320	270,880
6,000 Sh.	Puget Energy Holding	148,272	122,520
2,500 Sh	Qualcomm Inc	84,144	107,700
4,000 Sh	Quicksilver Res Inc	50,965	168,040

**Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock**

<u>Shares</u>	<u>Description/Symbol</u>	<u>Column (b) Book Value</u>	<u>Column (c) Fair Market Value</u>
2,080 Sh	Telefonica S A Adr	13,275	93,642
10,000 Sh.	Tellabs, Inc	92,280	109,000
3,000 Sh.	Teva Pharmeceutical Sp Adr	75,171	129,030
3,000 Sh.	Tribune Co	118,140	90,780
3,000 Sh.	Vodafone Group PLC	27,575	64,410
2,000 Sh	Walt Disney Holdings Co.	49,480	47,940
200 Sh.	Washingtn Post Co B	176,176	153,000
4,000 Sh	Wrigley Wm Jr Co	116,575	265,960
	<b>TOTAL:</b>	<b>\$ 4,935,845</b>	<b>\$ 8,364,903</b>

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**Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds**

<u>Shares</u>	<u>Description/Symbol/CUSIP Number</u>	<u>Column (b) Book Value</u>	<u>Column (c) Fair Market Value</u>
150,000 Sh	Caremark RX 7.375% Due 10/1/06	\$ 161,970	\$ 152,557
100,000 Sh.	Union Carbide Corp 6.7% Due 4/1/09	103,750	103,334
50,000 Sh.	Allied Waste North Amer 8.5% 12/01/08	55,500	52,500
200,000 Sh.	Bemis Co 6.5% 08/15/2008	203,360	206,912
150,000 Sh.	Browning Ferris Sr Notes Due 01/15/2008 06.375%	154,500	150,375
200,000 Sh.	Caterpillar Finl Svcs Corp 3.125% Due 08-15-07	196,654	194,124
200,000 Sh.	DaimlerChrysler NA Holding Corp 7.25% 1/18/2006	207,000	200,170
200,000 Sh	Dean Foods Co 6.625% 05/15/09	216,250	203,750
100,000 Sh	Ford Mtr Global LNMK 6.875% 02/01/06	103,790	99,785
200,000 Sh	Georgia Pac Corp 7.5% 05/15/06	212,500	201,250
200,000 Sh	Gillette Co 3.5% 10/15/07	200,000	195,737
300,000 Sh	Hanover Compressor Co Sr Nt Conv 4.75% 3/15/08	286,625	285,000
200,000 Sh	HSBC Finance Corp	200,000	192,642
200,000 Sh.	HSBC Finance Corp	200,000	198,430
100,000 Sh	Int'l Rectifier Corp Sub Nt Conv 4.25% 07/15/2007	85,690	96,875
250,000 Sh	International Paper Co 0% DUE 6/20/21	143,231	137,500
400,000 Sh	LSI Logic Corp Conv Sbnt 04.000% MAY 15 2010	381,500	383,500
100,000 Sh.	Pvtpl Int'l Rectifier Corp Nt 144A 4.25% 07/15/07	79,000	96,875
200,000 Sh.	Sears Roebuck Accep Corp 6.7% 09/18/07	207,040	202,326
<b>TOTAL:</b>		<b>\$ 3,398,360</b>	<b>\$ 3,353,642</b>

**Part IV, Line 1 - Capital Gains and Losses for Tax on Investment Income**

	Description of Property Sold	How Acq.	Date Acq.	Date Sold	Gross Sales Price	Cost Basis	Gain/ Loss
331,000	Sh CIT Group Inc Med Term 5 91 11/23/2005	P	12/31/2004	11/23/2005	\$ 331,000	347,533	\$ (16,533)
100,000	Sh Mercury Int Corpnotes 04 750% Jul 01 2007	P	08/05/2005	12/13/2005	95,000	99,875	(4,875)
150,000	Sh Adaptec Inc Sub Nt Conv 3 0% 03-05-2007	P	12/31/2004	2/14/2005	148,125	149,250	(1,125)
100,000	Sh Bisys Group Inc Conv Sub Nt 4 0% 03/15/2006	P	12/31/2004	6/27/2005	98,500	98,500	-
2,500	Sh Chesapeake Energy Corporation	P	12/31/2004	8/15/2005	71,752	33,825	37,927
3,000	Sh First Data Corp	P	12/31/2004	10/12/2005	118,167	122,820	(4,653)
100,000	Sh Federal Home Ln Bks Bd 4 7% 10/08/2010	P	12/31/2004	5/18/2005	99,438	100,000	(563)
2,000	Sh Gannett Co Inc	P	12/31/2004	3/14/2005	157,617	37,476	120,141
2,000	Sh Gannett Co Inc	P	12/31/2004	4/15/2005	159,679	36,725	122,954
-	IShares Russell 2000 - Cap Gain Distrib	N/A	N/A	N/A	(372)	N/A	(372)
1,017	Sh JC Penney	P	12/31/2004	4/15/2005	49,999	28,697	21,302
2,000	Sh JC Penney	P	12/31/2004	12/13/2005	108,809	56,434	52,374
500	Sh Quicksilver Res Inc	P	12/31/2004	10/12/2005	20,223	6,371	13,852
1,000	Sh Lockheed Martin Corp	P	12/31/2004	7/1/2005	63,938	49,625	14,313
1,500	Sh Lockheed Martin Corp	P	12/31/2004	7/28/2005	93,539	49,699	43,840
200	Sh Murphy Oil Cp Hldg	P	12/31/2004	10/12/2005	8,940	4,260	4,680
400	Sh Northrop Grumman Corp	P	12/31/2004	10/12/2005	21,019	20,688	332
3,000	Sh. NTL Inc Del Wt Ser A Exp	P	12/31/2004	6/30/2005	2,221	29,700	(27,479)
2,000	Sh Office Depot Inc	P	12/31/2004	7/28/2005	57,216	35,580	21,636
1,500	Sh Pfizer Inc	P	12/31/2004	9/19/2005	38,893	59,903	(21,009)
100,000	Sh Sci Sys Inc Sub Nt Conv 3 0% 03/15/07	P	12/31/2004	4/28/2005	95,250	95,620	(370)
500,000	Sh Supervalu Inc Liquid Yld 0% 11/02/2031	P	12/31/2004	3/22/2005	166,719	168,198	(1,479)
1,500	Sh TXU Cp Income Prides	P	12/31/2004	10/12/2005	125,605	75,000	50,605
1,000	Sh Vodafone Group PLC	P	12/31/2004	7/1/2005	24,259	7,746	16,513
					<u>\$ 2,155,535</u>	<u>1,713,524</u>	<u>\$ 442,011</u>



**Attachment to Part XV, Line 2**

The Luther I. Replogle Foundation\* supports direct service efforts, as well as advocacy at the local, state, and/or federal levels (but not lobbying as defined under 501(c)(3) of the Internal Revenue Code) The Replogle Foundation provides grants for (1) general operating support, (2) new projects, and (3) capital campaigns (limited). The Replogle Foundation gives preference to organizations with small or modest operating budgets located in the following geographic areas: Chicago, Minneapolis, Palm Beach County (FL), and Washington, DC. The Replogle Foundation makes grants only to organizations that are tax-exempt under Section 501(c)(3) of the Internal Revenue Code. The Replogle Foundation does not make grants to individuals, except to the recipient of the Award for Management Improvement, which is implemented through the United States Department of State. The Replogle Foundation welcomes letters of inquiry before organizations submit fully developed proposals. All requests for funds are expected to use a Common Application form, such as the one developed by the Washington Grantmakers, the Minnesota Council on Foundations, or the Donors Forum of Chicago. If the application succeeds in the initial review stage, it will be reviewed at the next Board meeting for a final decision. Please be advised that even if an application has passed initial review, the Board occasionally will defer review of a request to a subsequent Board meeting to ensure a thoughtful, informed decision. The Board of the Replogle Foundation meets twice a year to make funding decisions, once in the autumn and once in the spring.

**Timetable**

<b>All proposals and applications due by:</b>	<b>For consideration at the:</b>
March 15	April meeting
September 15	October meeting

**Please Send All Letters of Inquiry and Proposals to:**

Luther I. Replogle Foundation  
c/o Foundation Source  
55 Walls Drive, 3rd Floor  
Fairfield, CT 06824

*\*The pronunciation of the name is: Rep' low-gul*

**Luther I. Replogle Foundation**  
**2005 Form 990-PF**

**36-6141697**

**Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient Name and address (home or business)	Foundation status of recipient	Purpose of grant or contribution or contribution	Amount
American Research Center in Sofia Inc Cornell Univ, Ithaca, NY 14853-0000	509(a)(1)	General Support	\$ 10,000
American School of Classical Studies at Athens 6-8 Charlton Street, Princeton, NJ 08540-5203	509(a)(1)	General Support	800
American School of Classical Studies at Athens 6-8 Charlton Street, Princeton, NJ 08540-5203	509(a)(1)	Excavation at Isthmia Project	30,000
Americans For UNFPA Inc 220 East 42nd Street, New York, NY 10017-5806	509(a)(1)	34 Million Friends of UNFPA Fund	500
Archaeological Institute of America 656 Beacon St, Boston, MA 02215-2006	509(a)(2)	American Journal of Archaeology Fund	500
Art Institute of Chicago 116 S Michigan Ave, Chicago, IL 60603-6095	509(a)(1)	General Support	435
Association of Small Foundations 4905 Del Ray Ave Ste 308, Bethesda, MD 20814-2558	509(a)(2)	General Support	600
Banyan Foundation 2524 16th Ave S, Minneapolis, MN 55404-3906	509(a)(1)	General Support	500
Banyan Foundation 2524 16th Ave S, Minneapolis, MN 55404-3906	509(a)(1)	\$2,500 Scholarship	7,500
Bright Beginnings Inc 8405 Greensboro Drive 7th Flr, McLean, VA 22102-5104	509(a)(1)	General Support	5,000
British School at Athens Foundation PO Box 991, Groton, MA 01450-0991	509(a)(1)	Conservation of the archaeological holdings at Knossos, Crete Project	5,000
Brown University Annual Fund Brown University, Box 1976, Providence, RI 02912	509(a)(1)	Annual Fund Program	1,000
Brown University Petra Great Temple Excavation Box 1921, Providence, RI 02912	509(a)(3)	General Support	45,000
Center For Strategic and Budgetary Assessments 1730 Rhode Island Ave NW Ste 912, Washington, DC 20036-3113	509(a)(1)	General Support	250
Chicago Public Library/Blackstone Branch Library 4904 South Lake Park Avenue, Chicago, IL 60615	509(a)(1)	General Support	707
Chicago Child Care Society 5467 S University Ave, Chicago, IL 60615-5114	509(a)(1)	Daycare Program for Homeless Children Program	7,500

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Recipient Name and address (home or business)	Foundation status of recipient	Purpose of grant or contribution or contribution	Amount
Chicago Youth Centers 104 S Michigan Ave 14th Floor, Chicago, IL 60603-5902	509(a)(1)	Teen Workshops -- Teen pregnancy prevention and drug abuse prevention	7,000
Christ Child Society 5101 Wisc Ave NW 304, Washington, DC 20016-4138	509(a)(1)	School Counseling Project	2,500
Columbia University, Mailman School of Public Health 722 West 168th St, Ste 1406, New York, NY 10032-2603	509(a)(1)	Granville Sewell Lecture Fund	500
Concerned Citizens Incorporated 321 N Mason Ave, Chicago, IL 60644-2130	509(a)(1)	Mother's House Program	2,500
Dartmouth College Fund 6066 Development Office, Hanover, NH 03755-9987	509(a)(1)	General Support	2,500
Emergency Fund 208 S LaSalle Ste 776, Chicago, IL 60604-1091	509(a)(1)	General Support	2,000
First Presbyterian Church of Chicago 6400 South Kimbark Avenue, Chicago, IL 60637	509(a)(1)	General Support	24,996
FLOC Inc (For Love of Children Inc) 1763 Columbia Rd NW, Washington, DC 20009-2834	509(a)(1)	Hope and A Home Program	5,000
Florida Southern College 111 Lake Hollingsworth Drive, Lakeland, FL 33801-5607	509(a)(1)	Ken Martone Scholarship	1,500
Fourth Presbyterian Church of Chicago 126 East Chestnut Street, Chicago, IL 60611-2094	509(a)(1)	Lorene Replogle Counseling Center Division	25,000
Franklin Community Library 1314 E Franklin Avenue, Minneapolis, MN 55404	509(a)(1)	General Support	707
US Department of State, Recipient of the 2005 Luther I Replogle Award for Management Improvement, Frederck Bishop Cook	509(a)(1)	Award for Management Improvement Program	2,500
Friends of Fort Dupont Ice Arena Inc 3779 Ely Pl SE, Washington, DC 20019-3043	509(a)(1)	General Support	3,000
Friends of The Minneapolis Public Library 250 Marquette Ave, Minneapolis, MN 55401-2180	509(a)(1)	Franklin Library Division	500
Girl Scout Council of The Nation's Capital 4301 Connecticut Ave NW Ste M2, Washington, DC 20008-2388	509(a)(1)	Community based summer camps	5,000

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Guatemalan Tomorrow Fund Inc PO Box 3636, Tequesta, FL 33469-1010	509(a)(1)	General Support	5,000
Hellenic Foundation 5700 N Sherdan Rd, Chicago, IL 60660-8769	509(a)(3)	Hellenic Family and Community Services Division	10,000
Hofstra University 205 Hofstra University HRC Rm 116, Hempstead, NY 11549-2050	509(a)(1)	Stephen P Salzman Scholarship	1,000
Holy Family Ministries Foundation 790 Frontage Rd 318, Northfield, IL 60093-1204	509(a)(1)	Holy Family Lutheran School Program	25,000
Hope Rural School Inc 15929 SW 150th Street, Indiantown, FL 34956-3406	509(a)(1)	General Support	7,000
Housing Opportunities & Maintenance For The Elderly Inc 5414 B W Roosevelt Rd, Chicago, IL 60644-0000	509(a)(1)	General Support	7,000
Hull House Association 10 S Riverside Plaza Ste 1720, Chicago, IL 60606-3801	509(a)(1)	Ounce of Prevention program at the LeClaire Hearst Community Center Program	7,000
Imagination Stage Inc 7300 Whittier Blvd, Bethesda, MD 20817-6179	509(a)(1)	General Support	5,000
Jo Daviess Conservation Foundation Inc 126 N Main Street, Elizabeth, IL 61028-8801	509(a)(1)	General Support	2,000
US Department of State, Recipient of the 2005 Luther I Replogle Award for Management Improvement, Jo Ellen Powell	509(a)(1)	Award for Management Improvement Program	2,500
Juvenile Protective Association 1707 N Halsted St, Chicago, IL 60614-5501	509(a)(2)	General Support	5,000
K W International Inc 724 2nd St, Mukilteo, WA 98275-1577	509(a)(1)	General Support	500
Lutheran Church Missouri Synod-St Paul Lutheran Church 701 W Palmetto Park Rd, Boca Raton, FL 33486-3561	509(a)(1)	General Support	2,500
Manna Food Center Inc 614 Lofstrand Ln, Rockville, MD 20850-1313	509(a)(1)	General Support	250
Manomet Center For Conservation Sciences PO Box 1770, Manomet, MA 02345-1770	509(a)(2)	General Support	500
Matador Boxing Club Inc 1055 W Columbia Ave, Chicago, IL 60626-4555	509(a)(1)	General Support	4,000

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**Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient Name and address (home or business)	Foundation status of recipient	Purpose of grant or contribution or contribution	Amount
Merrit School of Music 38 S Peoria St, Chicago, IL 60607-2628	509(a)(1)	\$10,000 - Marry Herron Replogle Scholarship, \$5,000 for general operating support	15,000
Metropolitan Interfaith Council on Affordable Housing 122 W Franklin Ave Ste 310, Minneapolis, MN 55404-2452	509(a)(1)	General Support	5,000
Migrant Association of South Florida Inc 8645 W Boynton Beach Blvd, Boynton Beach, FL 33437-4415	509(a)(1)	General Support	6,000
Minnehaha Academy 3100 W River Pkwy, Minneapolis, MN 55406-1843	509(a)(1)	General Support	2,000
Minnesota Housing Partnership 1821 University Ave W Ste 137, St Paul, MN 55104-2891	509(a)(1)	General Support	5,000
Montgomery Housing Partnership Inc 11160 Viers Mill Rd Ste 503, Wheaton, MD 20902-2572	509(a)(3)	General Support	250
N Street Village Inc 1333 N St NW, Washington, DC 20005-3601	509(a)(2)	General Support	2,500
New York Avenue Foundation 1313 New York Avenue NW, Washington, DC 20005-4713	509(a)(1)	General Support	1,500
One Ministries Inc PO Box 26089, Washington, DC 20001-0089	509(a)(1)	General Support	4,000
Palisades Community Fund/CFNCR P O Box 40603, Palisades Station, Washington, DC 20016	509(a)(1)	General Support	500
Park Avenue Foundation 3400 Park Ave, Minneapolis, MN 55407-2020	509(a)(1)	The summer children's Program	500
Pennsylvania State University Office of University Development, 5 Old Main, University Park, PA 16802	509(a)(1)	Publication of Kenchreai manuscript	5,000
Pentagon Memorial Fund Inc 5185 Macarthur Boulevard N W , Suite 115, Washington, DC 20016	509(a)(1)	General Support	1,000
Perry School Community Services Center Inc 128 M St NW, Washington, DC 20001-1205	509(a)(1)	General Support	2,500
Planned Parenthood Association of Metropolitan Washington DC Inc 1108 16th St NW, Washington, DC 20036-4802	509(a)(2)	General Support	5,000

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Planned Parenthood Chicago Area 18 S Michigan Ave, Chicago, IL 60603-3200	509(a)(1)	General Support	7,000
Prairie Enthusiasts Inc PO Box 620556, Middleton, WI 53562-0556	509(a)(1)	the Jo Daviess County Natural Area Guardians Program	1,000
Ravina Festival Association 418 Sheridan Rd, Highland Park, IL 60035-5031	509(a)(1)	Mary Herron Replogle Memorial Scholarship at the Steans Institute for Young Artists	5,000
Rebuilding Together With Christmas In April of Washington DC Inc 2233 Wisconsin Ave NW Ste 414, Washington, DC 20007-4122	509(a)(1)	General Support	5,000
Recording For The Blind & Dyslexic Inc 5225 Wisconsin Ave NW Ste 312, Washington, DC 20015-2055	509(a)(1)	Outreach to DC Public Schools & students Initiative	2,000
Resources For Inner City Children 3522 Davenport St NW, Washington, DC 20008-4943	509(a)(1)	General Support	1,500
Schubert Club Inc 302 Landmark Center, St Paul, MN 55102-1423	509(a)(1)	\$2,500 for the Annual Fund and \$500 for the 125th Anniversary Fund	3,000
Schubert Club Inc 302 Landmark Center, St Paul, MN 55102-1423	509(a)(1)	125th Anniversary Campaign Bridge Fund Initiative	10,000
Smart Kids With Learning Disabilities Inc 38 Kings Hwy N, Westport, CT 06880-3001	509(a)(1)	2004-2005 Educational Newsletter	2,500
South Chicago Rowing Club Inc 9531 Longwood Dr, Chicago, IL 60643-1111	509(a)(2)	General Support	4,000
South Shore Art Center Inc 119 Ripley Rd, Cohasset, MA 02025-1744	509(a)(1)	General Support	1,000
South Shore Health and Educational Corp 55 Fogg Rd, S Weymouth, MA 02190-2432	509(a)(3)	Leadership Fund	5,000
Southern Mutual Help Association Inc 3602 Old Jeanerette Rd, New Iberna, LA 70563-3131	509(a)(1)	Rural Recovery Fund Project	1,000
St Leonard's Ministries 2100 W Warren Blvd, Chicago, IL 60612-2310	509(a)(3)	General Support	5,000
St Gregory's Episcopal Church PO Box 1503, Boca Raton, FL 33432-1503	509(a)(1)	General Support	2,500
St Mary's Episcopal Church 306 South Prospect Avenue, Park Ridge, IL 60068	509(a)(1)	General Support	1,000

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St Stephen's Episcopal Church 16 Highland Avenue, Cohasset, MA 02025-1819	509(a)(1)	Capital Fund Division	1,000
Starfish Learning Center 1543 W Howard Street, Chicago, IL 60626	509(a)(1)	General Support	5,000
STRIVE 5001 S Ellis Ave, Chicago, IL 60615-2711	509(a)(1)	General Support	1,000
Swedish American Museum Association of Chicago 5211 N Clark St, Chicago, IL 60640-2101	509(a)(1)	Children's Museum of Immigration Project	5,000
The Friends of The Palisades Library 49th and V Sts NW, Washington, DC 20007-0000	509(a)(1)	General Support	500
Twin Cities Habitat For Humanity Cmunity Housing Development Org 3001 4th St SE, Minneapolis, MN 55414-3301	509(a)(3)	General Support	500
US Committee of The International Institute For Strategic Studies 1275 Pennsylvania Ave NW 10th Flr, Washington, DC 20004-2404	509(a)(1)	Gerald Segal Research Fellowship in Asian Studies Program	1,000
University of Chicago Office of Dev & Alumni Rel, 5801 S Ellis Ave, 4th Fl, Chicago, IL 60637	509(a)(1)	Annual Fund	500
University of Minnesota - Curtis L Carlson School of Management 321 19th Avenue South, Suite 4-300, Minneapolis, MN 55455	509(a)(1)	General Support	500
Urban Shutterbugs 10202 Greenspire Way, Bowie, MD 20721-2715	509(a)(1)	General Support	1,000
Washington International School 3100 Macomb St NW, Washington, DC 20008-3324	509(a)(1)	Annual Fund Program	1,250
Yale University Alumni Fund P O Box 1890, New Haven, CT 06508-1890	509(a)(1)	General Support	500
Yale University, Yale Women's Crew Pia Sass Fund 265 Church Street, New Haven, CT 06510-7003	509(a)(1)	Yale Women's Crew Pia Sass Fund	1,000
Youth Expressions Inc 7901 N E 2nd Avenue, Miami, FL 33138	509(a)(1)	General Support	10,000
<b>TOTAL</b>			<b>\$ <u>425,745</u></b>