

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

2010

Department of the Treasury
 Internal Revenue Service

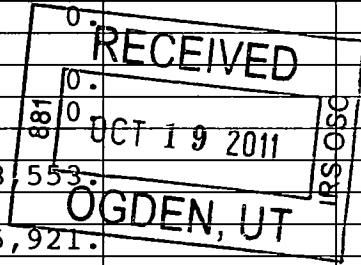
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning _____, and ending _____

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

Name of foundation Luther I. Replogle Foundation		A Employer identification number 36-6141697
Number and street (or P O box number if mail is not delivered to street address) 1720 N Street, NW	Room/suite	B Telephone number 202-679-0677
City or town, state, and ZIP code Washington, DC 20036		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 11,106,245. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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		18,005.	18,005.		Statement 1
4 Dividends and interest from securities		183,595.	183,595.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-10,162.			
b Gross sales price for all assets on line 6a		1,683,388.			
7 Capital gain net income (from Part IV, line 2)			0.		
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		-51,738.	-51,738.		Statement 3
12 Total. Add lines 1 through 11		139,700.	149,862.		
13 Compensation of officers, directors, trustees, etc		44,280.			44,280.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		3,250.			3,250.
16a Legal fees Stmt 4		139.			0.
b Accounting fees					
c Other professional fees Stmt 5		45,091.	43,553.		1,538.
17 Interest					
18 Taxes Stmt 6		13,326.	5,921.		3,405.
19 Depreciation and depletion					
20 Occupancy		10,755.	0.		10,755.
21 Travel, conferences, and meetings		15,426.	0.		15,426.
22 Printing and publications					
23 Other expenses Stmt 7		8,080.	5,016.		3,064.
24 Total operating and administrative expenses. Add lines 13 through 23		140,347.	54,490.		81,718.
25 Contributions, gifts, grants paid		388,940.			388,940.
26 Total expenses and disbursements. Add lines 24 and 25		529,287.	54,490.		470,658.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-389,587.			
b Net investment income (if negative, enter -0-)			95,372.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	310,452.	60,266.	60,266.
	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			
	b Investments - corporate stock Stmt 9	5,056,825.	5,048,755.	8,279,188.
	c Investments - corporate bonds Stmt 10	1,989,440.	1,889,440.	1,751,641.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 11	776,645.	745,314.	1,015,150.	
14 Land, buildings, and equipment basis ▶ 24,772.				
Less accumulated depreciation Stmt 12 ▶ 24,772.				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	8,133,362.	7,743,775.	11,106,245.	
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	8,133,362.	7,743,775.		
30 Total net assets or fund balances	8,133,362.	7,743,775.		
31 Total liabilities and net assets/fund balances	8,133,362.	7,743,775.		

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	8,133,362.
2 Enter amount from Part I, line 27a	2	-389,587.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,743,775.
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	7,743,775.

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 Northern Trust	P	Various	Various
b Northern Trust	P	Various	Various
c Partnership capital gains	P	Various	Various
d Partnership capital gains	P	Various	Various
e Capital Gains Dividends			

(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 479,013.		445,061.	33,952.
b 1,198,191.		1,248,489.	-50,298.
c 662.			662.
d 1,691.			1,691.
e 3,831.			3,831.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			33,952.
b			-50,298.
c			662.
d			1,691.
e			3,831.

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	-10,162.
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 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))
2009	478,805.	9,072,026.	.052778
2008	689,378.	11,789,543.	.058474
2007	690,621.	13,428,929.	.051428
2006	662,406.	12,597,399.	.052583
2005	552,208.	12,146,187.	.045463

2 Total of line 1, column (d)	2	.260726
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	.052145
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	10,213,226.
5 Multiply line 4 by line 3	5	532,569.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	954.
7 Add lines 5 and 6	7	533,523.
8 Enter qualifying distributions from Part XII, line 4 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	8	470,658.

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	1,907.
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	1,907.
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	1,907.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4,000.
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	9,000.
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	7,093.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 4,000. Refunded <input type="checkbox"/>	11	3,093.

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.lirf.org</u>	13	X	
14	The books are in care of ▶ <u>Gwenn Gebhard, Executive Director</u> Telephone no ▶ <u>202-679-0677</u> Located at ▶ <u>1720 N Street, N.W., Washington, DC</u> ZIP+4 ▶ <u>20036</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		<input type="checkbox"/>
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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.

		Yes	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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 2010?	4b	X

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

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

(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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

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		44,280.	3,250.	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."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	8,794,426.
b	Average of monthly cash balances	1b	236,704.
c	Fair market value of all other assets	1c	1,337,627.
d	Total (add lines 1a, b, and c)	1d	10,368,757.
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	10,368,757.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	155,531.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,213,226.
6	Minimum investment return. Enter 5% of line 5	6	510,661.

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	510,661.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,907.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,907.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	508,754.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	508,754.
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	508,754.

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	470,658.
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	470,658.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	470,658.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				508,754.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006	48,442.			
c From 2007	35,659.			
d From 2008	104,429.			
e From 2009	27,270.			
f Total of lines 3a through e	215,800.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 470,658.				
a Applied to 2009, 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 2010 distributable amount				470,658.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	38,096.			38,096.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	177,704.			
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 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	177,704.			
10 Analysis of line 9				
a Excess from 2006	10,346.			
b Excess from 2007	35,659.			
c Excess from 2008	104,429.			
d Excess from 2009	27,270.			
e Excess from 2010				

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 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation 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) 2010	(b) 2009	(c) 2008	(d) 2007	
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					
3 Subtract line 2d from line 2c					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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

a The name, address, and telephone number of the person to whom applications should be addressed

See Statement 14

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 <i>Paid during the year</i> See attached schedule				388,940.
Total				388,940.
b <i>Approved for future payment</i> None				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

(See worksheet in line 13 instructions to verify calculations)

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.

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... 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...

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

b If "Yes," complete the following schedule. 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 or fiduciary) is based on all information of which preparer has any knowledge. Signature of officer or trustee

Paid Preparer Use Only Print/Type preparer's name: Robert C. Gottke, CPA. Preparer's signature: Robert C. Gottke. Firm's name: Gottke & Blumenauer, P.C. Firm's address: 1495 Chain Bridge Road, McLean, VA 22101

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues and memberships	524.	0.		524.
	5,016.	5,016.		0.
Postage and delivery	1,307.	0.		1,307.
Office expense	657.	0.		657.
Telephone	576.	0.		576.
To Form 990-PF, Pg 1, ln 23	8,080.	5,016.		3,064.

Footnotes

Statement 8

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

Source	Amount
AP Alternative Assets	492.
BH Opportunity Fund Partners IX	1,595.
BH Opportunity Fund Partners VIII	6.
Northern Trust Money Market	12,049.
Westminster Fund VI	773.
Westminster Fund VII	3,090.
Total to Form 990-PF, Part I, line 3, Column A	18,005.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Northern Trust - capital gain dividends	3,831.	3,831.	0.
Northern Trust - domestic dividends	138,323.	0.	138,323.
Northern Trust - foreign dividends	45,272.	0.	45,272.
Total to Form 990-PF, Part I, ln 4	187,426.	3,831.	183,595.

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	-20,077.	-20,077.	
BH Opportunity Fund Partners IX, LP	-14,342.	-14,342.	
AP Alternative Assets LP	897.	897.	
Westminster Fund VI, LP	-21,177.	-21,177.	
Westminster Fund VII, LP	-9,735.	-9,735.	
US tax refund	12,092.	12,092.	
Miscellaneous	604.	604.	
Total to Form 990-PF, Part I, line 11	-51,738.	-51,738.	

Form 990-PF	Legal Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Registered agent	139.	0.		0.
To Form 990-PF, Pg 1, ln 16a	139.	0.		0.

Form 990-PF	Other Professional Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll processing fees	1,538.	0.		1,538.
Gottke & Blumenauer	6,000.	6,000.		0.
Gofen & Glossberg investment management fees	30,735.	30,735.		0.
Northern Trust account management fees	6,818.	6,818.		0.
To Form 990-PF, Pg 1, ln 16c	45,091.	43,553.		1,538.

Form 990-PF	Taxes	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
US excise tax	4,000.	0.		0.
Payroll taxes	3,405.	0.		3,405.
Foreign taxes	5,921.	5,921.		0.
To Form 990-PF, Pg 1, ln 18	13,326.	5,921.		3,405.

Form 990-PF	Corporate Stock	Statement	9
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<u>Description</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Northern Trust - stocks	5,048,755.	8,279,188.
Total to Form 990-PF, Part II, line 10b	<u>5,048,755.</u>	<u>8,279,188.</u>

Form 990-PF	Corporate Bonds	Statement	10
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<u>Description</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Northern Trust - bonds	1,889,440.	1,751,641.
Total to Form 990-PF, Part II, line 10c	<u>1,889,440.</u>	<u>1,751,641.</u>

Form 990-PF	Other Investments	Statement	11
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<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Partnerships	COST	745,314.	1,015,150.
Total to Form 990-PF, Part II, line 13		<u>745,314.</u>	<u>1,015,150.</u>

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	12
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<u>Description</u>	<u>Cost or Other Basis</u>	<u>Accumulated Depreciation</u>	<u>Book Value</u>
Furniture and fixtures	24,772.	24,772.	0.
Total To Fm 990-PF, Part II, ln 14	<u>24,772.</u>	<u>24,772.</u>	<u>0.</u>

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 13

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Gwenn H.S. Gebhard 1720 N Street, NW Washington, DC 20036	Executive Director 40.00	44,280.	3,250.	0.
Sophia Gebhard Anema 1720 N Street, NW Washington, DC 20036	Director 0.00	0.	0.	0.
Elizabeth Gebhard Dickie 1720 N Street, NW Washington, DC 20036	Treasurer 0.00	0.	0.	0.
Paul R.S. Gebhard 1720 N Street, NW Washington, DC 20036	President 2.00	0.	0.	0.
William McClintic 1720 N Street, NW Washington, DC 20036	Secretary 0.00	0.	0.	0.
David Replogle 1720 N Street, NW Washington, DC 20036	Director 0.00	0.	0.	0.
Anne Witkowsky 1720 N Street, NW Washington, DC 20036	Director 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		44,280.	3,250.	0.

Form 990-PF

Grant Application Submission Information
Part XV, Lines 2a through 2d

Statement 14

Name and Address of Person to Whom Applications Should be Submitted

Gwenn Gebhard, Executive Director
1720 N Street, NW
Washington, DC 20036

Telephone Number

202-679-0677

Form and Content of Applications

Applications should be in writing, outlining the purpose for which the grant is requested. Application forms may be obtained by contacting the Foundation.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None

Luther I Replogle Foundation
Grants Paid 2010
EIN: 36-6141697

American Field Service	New York, NY	\$1,000
American School Of Classical Studies At Athens	Princeton, NJ	\$8,000
Ascension Place	Minneapolis, MN	\$5,000
Avenues For Homeless Youth	Minneapolis, MN	\$10,000
Banyan Community	Minneapolis, MN	\$7,500
Bridge For Youth	Minneapolis, MN	\$10,000
Bright Beginnings	Washington, DC	\$10,000
Brown University	Providence, RI	\$51,000
Chicago Youth Centers	Chicago, IL	\$6,000
Children's Law Center of Minnesota	Saint Paul, MN	\$1,500
Community Council For The Homeless At Friendship Place	Washington, DC	\$1,000
Dartmouth College Fund	Hanover, NH	\$5,000
DC Creative Writing Workshop	Washington, DC	\$10,000
DC Rape Crisis Center	Washington, DC	\$10,000
Emergency Fund	Chicago, IL	\$5,000
Family Resource Center	Chicago, IL	\$5,000
First Presbyterian Church Of Chicago	Chicago, IL	\$32,500
First Time Computers	Washington, DC	\$5,000
Fourth Presbyterian Church Of Chicago	Chicago, IL	\$25,000
Franklin Public Library	Franklin, NH	\$500
Freeport West	Minneapolis, MN	\$10,000
Friends Of The Fort Dupont Ice Arena	Washington, DC	\$3,000
Friends Of The Palisades Library	Washington, DC	\$500
Geneva Lake Conservancy	Fontana, WI	\$1,000
Hope And A Home	Washington, DC	\$5,000
Imagination Stage	Bethesda, MD	\$2,500
International Institute For Strategic Studies - US	Washington, DC	\$1,000
Jo Daviess Conservation Foundation	Elizabeth, IL	\$6,000
Juvenile Protective Association	Chicago, IL	\$5,000
Kimbark Revitalization Fund	Chicago, IL	\$5,000
Lake Geneva Fresh Air Association	Williams Bay, WI	\$1,000
Little Blue House	Washington, DC	\$5,000
Manna Food Center	Gaithersburg, MD	\$1,500
Manomet Center For Conservation Sciences	Manomet, MA	\$500
Merit School Of Music	Chicago, IL	\$9,000
Metropolitan Interfaith Council on Affordable Housing	Minneapolis, MN	\$5,000
Minnehaha Academy	Minneapolis, MN	\$5,000
Minnesota Housing Partnership	Minneapolis, MN	\$5,000
Naval Academy	Annapolis, MD	\$1,090
One Ministries	Washington, DC	\$5,000
Palisades Community Fund	Washington, DC	\$250
Pancreatic Cancer Action Network	Manhattan Beach, CA	\$10,000
Pine Manor College	Chestnut Hill, MA	\$2,000
Rebuilding Together	Washington, DC	\$15,000
Regina Dominican High School	Wilmette, IL	\$5,000
Resources For Inner City Children	Washington, DC	\$5,000
Schubert Club	Saint Paul, MN	\$13,000
SGA Youth And Family Services	Chicago, IL	\$1,000
South Shore Art Center	Cohasset, MA	\$1,000
South Shore Hospital Inc	South Weymouth, MA	\$5,000
Southwest Youth Collaborative	Chicago, IL	\$5,600
St Stephen's Episcopal Church	Cohasset, MA	\$1,000
Steve Callahan	Washington, DC	\$5,000
STRIVE	Chicago, IL	\$2,000
Studies Abroad for Global Education	Fort Collins, CO	\$2,000
The Cradle	Evanston, IL	\$5,000
The Dickey Center for International Understanding	Hanover, NH	\$2,500
Traveling Players Ensemble	Great Falls, VA	\$5,000
Twin Cities Habitat For Humanity	Minneapolis, MN	\$5,500
Twin Rivers Interfaith Food Pantry	Franklin, NH	\$1,000
University Of Chicago Library	Chicago, IL	\$1,000
University of Chicago Press	Chicago, IL	\$2,000
Walworth County Historical Society	Elkhorn, WI	\$1,000
WAMU -- 88.5FM	Washington, DC	\$500
Washington International School	Washington, DC	\$1,000
Washington Latin Public Charter School	Washington, DC	\$3,000
Women In International Security Studies	Washington, DC	\$1,000
Yale Alumni Fund	New Haven, CT	\$500
Yale University	New Haven, CT	\$1,000

Total =	\$388,940
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Gofen and Glossberg LLC
REALIZED GAINS AND LOSSES

R 288

Luther I. Replogle Foundation

From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
04-15-04	01-11-10	4,000.000	Nordstrom	74,830.00	150,813.25		75,983.25
12-28-99	02-01-10	1,000.000	Medtronic	36,350.00	43,164.58		6,814.58
10-11-99	02-01-10	1,000.000	Medtronic	36,287.50	43,164.58		6,877.08
11-09-94	02-17-10	1,000.000	AT&T	15,045.59	25,368.67		10,323.08
06-24-09	03-23-10	200,000.000	CS Pro Notes Bsk Eq Indices 0.000% Due 09-30-14	200,000.00	206,700.00	6,700.00	
02-21-07	04-30-10	150,000.000	CS Tremont EDS V/R 0.000% Due 04-30-10	150,000.00	139,142.70		-10,857.30
03-12-07	04-30-10	100,000.000	CS Tremont EDS V/R 0.000% Due 04-30-10	100,000.00	92,761.80		-7,238.20
03-26-09	05-19-10	100,000.000	SunTrust Bk CD S&P 500 1.500% Due 03-31-14	100,000.00	102,880.00		2,880.00
12-16-08	07-12-10	1,000.000	Gilead Sciences	47,500.00	34,499.84		-13,000.16
11-04-09	07-12-10	500.000	Gilead Sciences	22,085.00	17,249.92	-4,835.08	
03-09-09	07-12-10	500.000	Gilead Sciences	21,949.00	17,249.91		-4,699.09
09-10-09	07-16-10	0.600	Exxon Mobil	33.25	33.38	0.13	
09-25-09	07-21-10	100,000.000	HSBC CD on EEM 0.000% Due 09-30-14	100,000.00	102,030.00	2,030.00	
06-25-09	07-21-10	200,000.000	Suntrust Bk CDDJUBS Cmd Idx 0.000% Due 06-28-13	200,000.00	202,600.00		2,600.00
06-05-09	07-22-10	20,000.000	UBS 100% PPN USD vs Curr Bsk 0.000% Due 06-11-12	200,000.00	201,400.00		1,400.00
11-04-09	07-27-10	500.000	Cummins	22,905.00	39,809.33	16,904.33	
02-17-04	07-27-10	500.000	Caterpillar	19,969.45	34,174.42		14,204.97
12-12-01	07-28-10	1,500.000	Pfizer	59,902.50	22,844.61		-37,057.89
06-10-03	07-28-10	1,500.000	Pfizer	50,250.00	22,844.61		-27,405.39

Gofen and Glossberg LLC
REALIZED GAINS AND LOSSES

R 288

Luther I. Replogle Foundation

From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-08-07	07-28-10	3,000.000	Pfizer	73,380.00	45,689.23		-27,690.77
02-17-10	09-08-10	0.800	Schlumberger Ltd	38.10	43.82	5.72	
10-12-05	10-11-10	1,500.000	Bank of America	63,025.05	19,592.46		-43,432.59
05-25-10	10-18-10	10,000.000	UBS PS-CP DJUBS 0.000% Due 05-29-15	100,000.00	113,147.00	13,147.00	
TOTAL GAINS						38,787.18	121,082.96
TOTAL LOSSES						-4,835.08	-171,381.39
TOTAL REALIZED GAIN/LOSS				-16,346.33	1,693,550.44	1,677,204.11	33,952.10

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which 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 and click on *e-file for Charities & Nonprofits*.

Part I: Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

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

Type or print	Name of exempt organization Luther I. Replogle Foundation	Employer identification number 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	
	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)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	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, D.C. - 20036**
 Telephone No. ▶ **202-679-0677** 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 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year **2010** 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	9,000.
b If this application is for Form 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	\$	4,000.
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 fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2011)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print <small>File by the extended due date for filing your return. See instructions.</small>	Name of exempt organization Luther I. Replogle Foundation
	Employer identification number 36-6141697
	Number, street, and room or suite no. If a P.O. box, see instructions. 1720 N Street, NW
	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)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

Gwenn Gebhard, Executive Director

• The books are in the care of **1720 N Street, N.W. - Washington, DC 20036**
 Telephone No. **202-679-0677** 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.

4 I request an additional 3-month extension of time until **November 15, 2011**.

5 For calendar year **2010**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
Additional time is requested to obtain information which is necessary to prepare a complete and accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	9,000.
b If this application is for Form 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 and any amount paid previously with Form 8868.	8b	\$	9,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Title **CPA** Date