Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2006

For calendar year 2006, or tax year beginning , 2006, and ending ,

G Check all that apply [ ] Initial return [ ] Final return [ ] Amended return [X] Address change [ ] Name change

Use the IRS label. Otherwise, print or type See Specific Instructions

Luther I. Replogle Foundation
PO Box 33873
Washington, DC 20033

A Employer identification number: 36-6141697

B Telephone number (see instructions): 202-679-0677

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 13,330,926.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	5,970.	5,970.	N/A	
	4 Dividends and interest from securities	351,559.	351,559.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	612,581.			
	b Gross sales price for all assets on line 6a 4,229,414.				
	7 Capital gain net income (from Part IV, line 2)		612,581.		
	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/(loss) (att sch)				
	11 Other income (attach schedule) See Statement 1	-3,246.	-3,246.		
	12 **Total.** Add lines 1 through 11	966,864.	966,864.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	45,032.			45,032.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	6,545.			6,545.
	16a Legal fees (attach schedule) See St 2	10,037.			10,037.
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) See St 3	39,785.	38,456.		1,329.
	17 Interest				
	18 Taxes (attach schedule) See Stmt 4	21,071.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	9,827.			9,827.
	21 Travel, conferences, and meetings	17,338.			17,338.
	22 Printing and publications	49.			49.
	23 Other expenses (attach schedule) See Statement 5	37,724.	8,125.		29,599.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	187,408.	46,581.		119,756.
	25 Contributions, gifts, grants paid Part XV	542,650.			542,650.
	26 **Total expenses and disbursements.** Add lines 24 and 25	730,058.	46,581.		662,406.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	236,806.			
	b **Net investment income** (if negative, enter -0-)		920,283.		
	c **Adjusted net income** (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
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	196,677.	140,720.	140,720.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►	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 – U S and state government obligations (attach schedule) Statement 6	493,465.	397,600.	395,813.
	b	Investments – corporate stock (attach schedule) Statement 7	4,935,845.	5,899,761.	9,827,755.
	c	Investments – corporate bonds (attach schedule) Statement 8	3,398,360.	2,699,590.	2,707,321.
	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) Statement 9	124,250.	254,421.	259,317.
	14	Land, buildings, and equipment basis ► 24,772.			
		Less accumulated depreciation (attach schedule) See Stmt 10 ► 24,772.			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	9,152,786.	9,392,092.	13,330,926.
LIABILITIES	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	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	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	9,152,786.	9,392,092.	
	30	Total net assets or fund balances (see instructions)	9,152,786.	9,392,092.	
	31	Total liabilities and net assets/fund balances (see instructions)	9,152,786.	9,392,092.	

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	9,152,786.
2	Enter amount from Part I, line 27a	2	236,806.
3	Other increases not included in line 2 (itemize) ► See Statement 11	3	2,500.
4	Add lines 1, 2, and 3	4	9,392,092.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	9,392,092.

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	Publicly-traded securities		Various	Various
b	Passthrough K-1 Capital Gain		Various	Various
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	4,229,242.		3,616,833.	612,409.
b	172.			172.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				612,409.
b				172.
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	612,581.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	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 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 (column (b) divided by column (c))
2005	552,208.	12,146,187.	0.045463
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

2	**Total** of line 1, column (d)	2	0.276422
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	0.055284
4	Enter the net value of noncharitable-use assets for 2006 from Part X, line 5	4	12,597,399.
5	Multiply line 4 by line 3	5	696,435.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,203.
7	Add lines 5 and 6	7	705,638.
8	Enter qualifying distributions from Part XII, line 4	8	662,406.

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 ► [ ] and enter 'N/A' on line 1. Date of ruling letter ________ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [ ] and enter 1% of Part I, line 27b		1	18,406.
c All other domestic foundations 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	18,406.
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	18,406.
6 Credits/Payments			
a 2006 estimated tax pmts and 2005 overpayment credited to 2006	6a 16,070.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 2,700.		
d Backup withholding erroneously withheld	6d 63.		
7 Total credits and payments. Add lines 6a through 6d		7	18,833.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	427.
11 Enter the amount of line 10 to be: **Credited to 2007 estimated tax** ► 427.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is 'Yes' to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If 'Yes,' attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2006 or the taxable year beginning in 2006 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *Continued*

			Yes	No
11a	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)	**11a**		X
b	If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a?	**11b**	N/A	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	**12**		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**	X	

Website address ► www.lirf.org

14 The books are in care of ► Gwenn Gebhard Telephone no ► 202-679-0677

Located at ► 1720 N Street NW, Washington DC ZIP + 4 ► 20036

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 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.

				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?	☐ 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 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)	☐ 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)?		**1b**		X
	Organizations relying on a current notice regarding disaster assistance check here	► ☐			
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 2006?		**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 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)		**2b**	N/A	
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 foundation 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 2006 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 2006)*		**3b**	N/A	
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 2006?		**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)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If you answered 'Yes' to 6b, also 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? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 12		45,032.	3,000.	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 ► 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– (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 ►		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 (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	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities	1a	12,473,749.
b Average of monthly cash balances	1b	120,965.
c Fair market value of all other assets (see instructions)	1c	194,524.
d **Total** (add lines 1a, b, and c)	1d	12,789,238.
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	12,789,238.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	191,839.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,597,399.
6 **Minimum investment return.** Enter 5% of line 5	6	629,870.

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	629,870.
2a Tax on investment income for 2006 from Part VI, line 5 — 2a: 18,406.		
b Income tax for 2006 (This does not include the tax from Part VI) — 2b:		
c Add lines 2a and 2b	2c	18,406.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	611,464.
4 Recoveries of amounts treated as qualifying distributions	4	2,500.
5 Add lines 3 and 4	5	613,964.
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	613,964.

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	662,406.
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	662,406.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	662,406.

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 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7				613,964.
2 Undistributed income, if any, as of the end of 2005				
a Enter amount for 2005 only			0.	
b Total for prior years. 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2006.				
a From 2001 336,352.				
b From 2002 148,273.				
c From 2003 4,245.				
d From 2004				
e From 2005				
f **Total** of lines 3a through e	488,870.			
4 Qualifying distributions for 2006 from Part XII, line 4 ► $ 662,406.				
a Applied to 2005, 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 2006 distributable amount				613,964.
e Remaining amount distributed out of corpus	48,442.			
5 Excess distributions carryover applied to 2006 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	537,312.			
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 2005 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2006 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2007				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2001 not applied on line 5 or line 7 (see instructions)	336,352.			
9 **Excess distributions carryover to 2007.** Subtract lines 7 and 8 from line 6a	200,960.			
10 Analysis of line 9				
a Excess from 2002 148,273.				
b Excess from 2003 4,245.				
c Excess from 2004				
d Excess from 2005				
e Excess from 2006 48,442.				

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 2006, 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)

	Tax year	Prior 3 years			
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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 13

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

See Statement for Line 2a

c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See attachment	N/A	Public	See attachment	542,650.
Total			► **3a**	542,650.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5,970.	
4 Dividends and interest from securities			14	351,559.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	612,581.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Passthrough K-1 Income			14	-3,246.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				966,864.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 966,864.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	**1a (1)**		X
(2) Other assets.	**1a (2)**		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	**1b (1)**		X
(2) Purchases of assets from a noncharitable exempt organization	**1b (2)**		X
(3) Rental of facilities, equipment, or other assets	**1b (3)**		X
(4) Reimbursement arrangements	**1b (4)**		X
(5) Loans or loan guarantees	**1b (5)**		X
(6) Performance of services or membership or fundraising solicitations	**1b (6)**		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
N/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 [redacted]

Signature of officer or trustee

Paid Preparer's Use Only

Preparer's signature

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

BAA

TEEA0503 [redacted]

SCHEDULE O (Form 8865)

Department of the Treasury
Internal Revenue Service

Transfer of Property to a Foreign Partnership
(under section 6038B)

▶ Attach to Form 8865. See Instructions for Form 8865.

OMB No 1545-1668

2006

Name of transferor: Luther I. Replogle Foundation

Filer's identifying number: 36-6141697

Name of foreign partnership: AP Alternative Assets, L.P.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	6/8/06		100,000				.005178%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions).

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? . . . ▶ ☐ Yes ☑ No

Form **8865**

Department of the Treasury
Internal Revenue Service

Return of U.S. Persons With Respect to Certain Foreign Partnerships

▶ **Attach to your tax return. See separate instructions.**

Information furnished for the foreign partnership's tax year beginning , 2006, and ending , 20

OMB No 1545-1668

2006

Attachment Sequence No **118**

Name of person filing this return	Filer's identifying number
Luther I. Replogle Foundation	**36-6141697**

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see **Categories of Filers** in the instructions and check applicable box(es))
1 ☐ 2 ☐ 3 ☑ 4 ☐

B Filer's tax year beginning 1/1, 20 06, and ending 12/31, 20 06

C Filer's share of liabilities Nonrecourse $ 0 Qualified nonrecourse financing $ 0 Other $ 0

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent

Name | EIN

Address

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es) Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership

AP Alternative Assets, L.P.
Trafalgar Court, Les Banques
St Peter Port, Guernsey, GY1 3QL

2 EIN (if any) **98-0495844**

3 Country under whose laws organized **Guernsey**

4 Date of organization	5 Principal place of business	6 Principal business activity code number	7 Principal business activity	8a Functional currency	8b Exchange rate (see instr)
5/31/06	Guernsey	523900	Investments	USD	N/A

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States

N/A

2 Check if the foreign partnership must file
☐ Form 1042 ☐ Form 8804 ☑ Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed
Ogden, UT

3 Name and address of foreign partnership's agent in country of organization, if any

Northern Trust International Fund Admin Services
Trafalgar Court, Les Banques
St. Peter Port, Guernsey, GY1 3QL

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

Same

5 Were any special allocations made by the foreign partnership? . . . ▶ ☐ Yes ☑ No

6 Enter the number of Forms 8858, Information Return of U.S Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions). . . . ▶ **None**

7 How is this partnership classified under the law of the country in which it is organized? . . ▶ **Partnership**

8 Did the partnership own any separate units within the meaning of Regulations section 1 1503-2(c)(3) or (4)? . . ▶ ☐ Yes ☑ No

9 Does this partnership meet **both** of the following requirements?

- The partnership's total receipts for the tax year were less than $250,000 and
- The value of the partnership's total assets at the end of the tax year was less than $600,000

If "Yes," **do not** complete Schedules L, M-1, and M-2. . . . . ▶ ☐ Yes ☑ No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge

▶ Signature of general partner or limited liability company member ▶ Date

Paid Preparer Sign and Complete Only If Form is Filed Separately.

Preparer's signature ▶	Date	Check if self-employed ▶ ☐	Preparer's SSN or PTIN
Firm's name (or yours if self-employed), address, and ZIP code ▶		EIN ▶	
		Phone no ( )	

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a ☑ Owns a direct interest b ☐ Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? . . . ☐ Yes ☐ No

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
AAA Investments, L.P.	Trafalgar Court	98-0495850		✓
	Les Banques			
	St. Peter Port, Guernsey, GY1 3QL			

Schedule B **Income Statement—Trade or Business Income**

Caution. *Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.*

Income

1a	Gross receipts or sales	1a			
b	Less returns and allowances	1b		1c	
2	Cost of goods sold			2	
3	Gross profit. Subtract line 2 from line 1c			3	
4	Ordinary income (loss) from other partnerships, estates, and trusts *(attach statement)*			4	
5	Net farm profit (loss) *(attach Schedule F (Form 1040))*			5	
6	Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6	
7	Other income (loss) *(attach statement)*			7	
8	**Total income (loss).** Combine lines 3 through 7			8	

Deductions (see instructions for limitations)

9	Salaries and wages (other than to partners) (less employment credits)			9	
10	Guaranteed payments to partners			10	
11	Repairs and maintenance			11	
12	Bad debts			12	
13	Rent			13	
14	Taxes and licenses			14	
15	Interest			15	
16a	Depreciation *(if required, attach Form 4562)*	16a			
b	Less depreciation reported elsewhere on return	16b		16c	
17	Depletion (**Do not** deduct oil and gas depletion.)			17	
18	Retirement plans, etc.			18	
19	Employee benefit programs			19	
20	Other deductions *(attach statement)*			20	
21	**Total deductions.** Add the amounts shown in the far right column for lines 9 through 20.			21	
22	**Ordinary business income (loss)** from trade or business activities. Subtract line 21 from line 8			22	

Schedule D Capital Gains and Losses

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

(a) Description of property (e g , 100 shares of "Z" Co)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1					

2 Short-term capital gain from installment sales from Form 6252, line 26 or 37	2	
3 Short-term capital gain (loss) from like-kind exchanges from Form 8824	3	
4 Partnership's share of net short-term capital gain (loss), including specially allocated short-term capital gains (losses), from other partnerships, estates, and trusts	4	
5 **Net short-term capital gain or (loss).** Combine lines 1 through 4 in column (f). Enter here and on Form 8865, Schedule K, line 8 or 11	5	

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

(a) Description of property (e g , 100 shares of "Z" Co)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6					

7 Long-term capital gain from installment sales from Form 6252, line 26 or 37	7	
8 Long-term capital gain (loss) from like-kind exchanges from Form 8824	8	
9 Partnership's share of net long-term capital gain (loss), including specially allocated long-term capital gains (losses), from other partnerships, estates, and trusts	9	
10 Capital gain distributions	10	
11 **Net long-term capital gain or (loss).** Combine lines 6 through 10 in column (f) Enter here and on Form 8865, Schedule K, line 9a or 11	11	

Schedule K Partners' Distributive Share Items

					Total amount
Income (Loss)	1	Ordinary business income (loss) (page 2, line 22)		1	
	2	Net rental real estate income (loss) *(attach Form 8825)*		2	
	3a	Other gross rental income (loss)	3a		
	b	Expenses from other rental activities *(attach statement)*	3b		
	c	Other net rental income (loss) Subtract line 3b from line 3a		3c	
	4	Guaranteed payments		4	
	5	Interest income		5	
	6	Dividends: a Ordinary dividends		6a	
		b Qualified dividends	6b		
	7	Royalties		7	
	8	Net short-term capital gain (loss)		8	
	9a	Net long-term capital gain (loss)		9a	
	b	Collectibles (28%) gain (loss)	9b		
	c	Unrecaptured section 1250 gain *(attach statement)*	9c		
	10	Net section 1231 gain (loss) *(attach Form 4797)*		10	
	11	Other income (loss) *(see instructions)* Type ▶		11	
Deductions	12	Section 179 deduction *(attach Form 4562)*		12	
	13a	Contributions		13a	
	b	Investment interest expense		13b	
	c	Section 59(e)(2) expenditures (1) Type ▶ (2) Amount ▶		13c(2)	
	d	Other deductions *(see instructions)* Type ▶		13d	
Self-Employment	14a	Net earnings (loss) from self-employment		14a	
	b	Gross farming or fishing income		14b	
	c	Gross nonfarm income		14c	
Credits	15a	Low-income housing credit (section 42(j)(5))		15a	
	b	Low-income housing credit (other)		15b	
	c	Qualified rehabilitation expenditures (rental real estate) *(attach Form 3468)*		15c	
	d	Other rental real estate credits (see instructions) Type ▶		15d	
	e	Other rental credits (see instructions) Type ▶		15e	
	f	Other credits *(see instructions)* Type ▶		15f	
Foreign Transactions	16a	Name of country or U.S possession ▶			
	b	Gross income from all sources		16b	
	c	Gross income sourced at partner level		16c	
		Foreign gross income sourced at partnership level			
	d	Passive ▶ e Listed categories *(attach statement)* ▶ f General limitation ▶		16f	
		Deductions allocated and apportioned at partner level			
	g	Interest expense ▶ h Other ▶		16h	
		Deductions allocated and apportioned at partnership level to foreign source income			
	i	Passive ▶ j Listed categories *(attach statement)* ▶ k General limitation ▶		16k	
	l	Total foreign taxes (check one): ▶ ☐ Paid ☐ Accrued		16l	
	m	Reduction in taxes available for credit *(attach statement)*		16m	
	n	Other foreign tax information *(attach statement)*			
Alternative Minimum Tax (AMT) Items	17a	Post-1986 depreciation adjustment		17a	
	b	Adjusted gain or loss		17b	
	c	Depletion (other than oil and gas)		17c	
	d	Oil, gas, and geothermal properties—gross income		17d	
	e	Oil, gas, and geothermal properties—deductions		17e	
	f	Other AMT items *(attach statement)*		17f	
Other Information	18a	Tax-exempt interest income		18a	
	b	Other tax-exempt income		18b	
	c	Nondeductible expenses		18c	
	19a	Distributions of cash and marketable securities		19a	
	b	Distributions of other property		19b	
	20a	Investment income		20a	
	b	Investment expenses		20b	
	c	Other items and amounts *(attach statement)*			

Schedule L **Balance Sheets per Books.** (Not required if Item G9, page 1, is answered "Yes.")

	Beginning of tax year		End of tax year	
Assets	**(a)**	**(b)**	**(c)**	**(d)**
1 Cash				
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S government obligations				
5 Tax-exempt securities				
6 Other current assets *(attach statement)*				
7 Mortgage and real estate loans				
8 Other investments *(attach statement)*				
9a Buildings and other depreciable assets				
b Less accumulated depreciation				
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets *(attach statement)*				
14 **Total** assets				
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities *(attach statement)*				
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities *(attach statement)*				
21 Partners' capital accounts				
22 **Total** liabilities and capital				

Schedule M **Balance Sheets for Interest Allocation**

	(a) Beginning of tax year	(b) End of tax year
1 Total U.S. assets		
2 Total foreign assets:		
a Passive income category		
b Listed categories *(attach statement)*		
c General limitation income category		

Schedule M-1 **Reconciliation of Income (Loss) per Books With Income (Loss) per Return.** (Not required if Item G9, page 1, is answered "Yes.")

1 Net income (loss) per books		6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11 not recorded on books this year (itemize):		a Tax-exempt interest $	
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 13d, and 16l not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a Depreciation $	
a Depreciation $			
b Travel and entertainment $		8 Add lines 6 and 7	
5 Add lines 1 through 4		9 Income (loss). Subtract line 8 from line 5	

Schedule M-2 **Analysis of Partners' Capital Accounts.** (Not required if Item G9, page 1, is answered "Yes.")

1 Balance at beginning of year		6 Distributions: **a** Cash	
2 Capital contributed:		**b** Property	
a Cash		7 Other decreases (itemize):	
b Property			
3 Net income (loss) per books			
4 Other increases (itemize).		8 Add lines 6 and 7	
5 Add lines 1 through 4		9 Balance at end of year. Subtract line 8 from line 5	

Schedule N Transactions Between Controlled Foreign Partnership and Partners or Other Related Entities

Important: Complete a separate Form 8865 and Schedule N for each controlled foreign partnership. Enter the totals for each type of transaction that occurred between the foreign partnership and the persons listed in columns (a) through (d)

Transactions of foreign partnership	(a) U S person filing this return	(b) Any domestic corporation or partnership controlling or controlled by the U S person filing this return	(c) Any other foreign corporation or partnership controlling or controlled by the U S person filing this return	(d) Any U S person with a 10% or more direct interest in the controlled foreign partnership (other than the U S person filing this return)
1 Sales of inventory				
2 Sales of property rights (patents, trademarks, etc.)				
3 Compensation received for technical, managerial, engineering, construction, or like services				
4 Commissions received				
5 Rents, royalties, and license fees received				
6 Distributions received				
7 Interest received				
8 Other				
9 Add lines 1 through 8				
10 Purchases of inventory				
11 Purchases of tangible property other than inventory				
12 Purchases of property rights (patents, trademarks, etc.)				
13 Compensation paid for technical, managerial, engineering, construction, or like services				
14 Commissions paid				
15 Rents, royalties, and license fees paid				
16 Distributions paid				
17 Interest paid				
18 Other				
19 Add lines 10 through 18				
20 Amounts borrowed (enter the maximum loan balance during the year)—see instructions				
21 Amounts loaned (enter the maximum loan balance during the year)—see instructions				

Form **2220**

Department of the Treasury
Internal Revenue Service

Underpayment of Estimated Tax by Corporations

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

OMB No 1545-0142

2006

Name	Employer identification number
Luther I. Replogle Foundation	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	18,406.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a			
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b			
c	Credit for Federal tax paid on fuels (see instructions)	2c			
d	**Total.** Add lines 2a through 2c			2d	
3	Subtract line 2d from line 1 If the result is less than $500, **do not** complete or file this form The corporation does not owe the penalty			3	18,406.
4	Enter the tax shown on the corporation's 2005 income tax return (see instructions) **Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5**			4	16,038.
5	**Required annual payment.** Enter the **smaller** of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3			5	16,038.

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 [X] The corporation is using the annualized income installment method.

8 [ ] The corporation is a 'large corporation' figuring its first required installment based on the prior year's tax

Part III Figuring the Underpayment

			(a)	(b)	(c)	(d)
9	**Installment due dates.** Enter in columns (a) through (d) the 15th day of the 4th **(Form 990 — PF filers:** Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	5/15/06	6/15/06	9/15/06	12/15/06
10	**Required installments.** 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 Special rules apply to corporations with assets of $1 billion or more (see instructions)	10	3,925.	4,012.	4,015.	4,086.
11	Estimated tax paid or credited for each period (see instructions) For column (a) only, enter the amount from line 11 on line 15	11	8,570.		3,500.	4,000.
	Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column	12		4,645.	633.	118.
13	Add lines 11 and 12	13		4,645.	4,133.	4,118.
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	8,570.	4,645.	4,133.	4,118.
16	If the amount on line 15 is zero, subtract line 13 from line 14 Otherwise, enter -0-	16		0.	0.	
17	**Underpayment.** If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column Otherwise, go to line 18	17				
18	**Overpayment.** If line 10 is less than line 15, subtract line 10 from line 15 Then go to line 12 of the next column	18	4,645.	633.	118.	

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). **(Form 990-PF and Form 990-T filers:** Use 5th month instead of 3rd month.)	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 4/15/2006 and before 7/1/2006	21				
22 Underpayment on line 17 X Number of days on line 21 / 365 X 7%	22				
23 Number of days on line 20 after 6/30/2006 and before 4/1/2007	23				
24 Underpayment on line 17 X Number of days on line 23 / 365 X 8%	24				
25 Number of days on line 20 after 3/31/2007 and before 7/1/2007	25				
26 Underpayment on line 17 X Number of days on line 25 / 365 X ____*%	26				
27 Number of days on line 20 after 6/30/2007 and before 10/1/2007	27				
28 Underpayment on line 17 X Number of days on line 27 / 365 X ____*%	28				
29 Number of days on line 20 after 9/30/2007 and before 1/1/2008	29				
30 Underpayment on line 17 X Number of days on line 29 / 365 X ____*%	30				
31 Number of days on line 20 after 12/31/2007 and before 2/16/2008	31				
32 Underpayment on line 17 X Number of days on line 31 / 366 X ____*%	32				
33 Add lines 22, 24, 26, 28, 30, and 32	33				

34 **Penalty.** 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, 2007:** 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.** You can also call 1-800-829-4933 to get interest rate information.

Part II Annualized Income Installment Method

			(a)	(b)	(c)	(d)
20	Annualization periods (see instructions)	20	First 2 months	First 3 months	First 6 months	First 9 months
21	Enter taxable income for each annualization period (see instructions)	21	130,843.	198,413.	398,412.	638,314.
22	Annualization amounts (see instructions)	22	6	4	2	1.33333
23	Annualized taxable income Multiply line 21 by line 22	23	785,058.	793,652.	796,824.	851,083.
24	Figure the tax on the amount on line 23 using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	15,701.	15,873.	15,936.	17,022.
25	Enter any alternative minimum tax for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period (see instructions)	26				
27	Total tax Add lines 24 through 26	27	15,701.	15,873.	15,936.	17,022.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29	Total tax after credits Subtract line 28 from line 27 If zero or less, enter -0-	29	15,701.	15,873.	15,936.	17,022.
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	3,925.	7,937.	11,952.	17,022.

Part III Required Installments

			1st installment	2nd installment	3rd installment	4th installment
	Note: *Complete lines 32 through 38 of one column before completing the next column*					
32	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 **smaller** of the amounts in each column from line 19 or line 31	32	3,925.	7,937.	11,952.	17,022.
33	Add the amounts in all preceding columns of line 38 (see instructions)	33		3,925.	7,937.	11,952.
34	**Adjusted seasonal or annualized income installments.** Subtract line 33 from line 32 If zero or less, enter -0-	34	3,925.	4,012.	4,015.	5,070.
35	Enter 25% of line 5 on page 1 of Form 2220 in each column **Note:** *Corporations with assets of $1 billion or more and 'large corporations,' see the instructions for line 10 for the amounts to enter*	35	4,009.	4,009.	4,010.	4,010.
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		84.	81.	76.
37	Add lines 35 and 36	37	4,009.	4,093.	4,091.	4,086.
38	**Required installments.** Enter the **smaller** of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	3,925.	4,012.	4,015.	4,086.

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

Passthrough K-1 Income		$ -3,246.
	Total	$ -3,246.

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	$ 10,037.			$ 10,037.
Total	$ 10,037.	$ 0.		$ 10,037.

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	$ 38,456.	$ 38,456.		
Payroll processing fees	1,329.			$ 1,329.
Total	$ 39,785.	$ 38,456.		$ 1,329.

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
Backup withholding	$ 63.			
Excise tax	21,008.			
Total	$ 21,071.	$ 0.		$ 0.

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	$ 22,893.			$ 22,893.
Bank Charges	7,013.	$ 7,013.		
Develop & maintain website	456.			456.
Foundation Dues & Memberships	2,475.			2,475.
K-1 expenses	1,112.	1,112.		
Other communications	478.			478.
Postage	614.			614.
State or local filing fees	15.			15.
Supplies	2,668.			2,668.
Total	$ 37,724.	$ 8,125.		$ 29,599.

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.	$ 295,875.
Fed Home Loan Note 5.4% Due 06-20-2008	Cost	100,000.	99,938.
		$ 397,600.	$ 395,813.
	Total	$ 397,600.	$ 395,813.

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	$ 5,899,761.	$ 9,827,755.
	Total	$ 5,899,761.	$ 9,827,755.

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	$ 2,699,590.	$ 2,707,321.
	Total	$ 2,699,590.	$ 2,707,321.

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

Other Investments	Valuation Method	Book Value	Fair Market Value
Westminster Fund VI LP	Cost	$ 129,232.	$ 133,900.
Westminster Fund VII LP	Cost	23,883.	24,111.
MLP AP Alternative Assets LP	Cost	101,306.	101,306.
	Total	$ 254,421.	$ 259,317.

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

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	$ 24,772.	$ 24,772.	$ 0.	$ 0.
Total	$ 24,772.	$ 24,772.	$ 0.	$ 0.

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

Returned grants	$ 2,500.
Total	$ 2,500.

Statement 12
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Anne Witkowsky PO Box 33873 Washington, DC 20033	Director < 1 hour/week	$ 0.	$ 0.	$ 0.
David Replogle PO Box 33873 Washington, DC 20033	Director < 1 hour/week	0.	0.	0.
Sophia Gebhard Anema PO Box 33873 Washington, DC 20033	Director < 1 hour/week	0.	0.	0.

Statement 12 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Paul R. S. Gebhard PO Box 33873 Washington, DC 20033	President < 1 hour/week	$ 0.	$ 0.	$ 0.
William O. Petersen PO Box 33873 Washington, DC 20033	Secretary < 1 hour/week	0.	0.	0.
Elizabeth R. Dickie PO Box 33873 Washington, DC 20033	Treasurer < 1 hour/week	0.	0.	0.
Virginia Cobb PO Box 33873 Washington, DC 20033	Director < 1 hour/week (From January to October)	0.	0.	0.
Gwenn H.S. Gebhard PO Box 33873 Washington, DC 20033	Executive Direc 40 hours/week	45,032.	3,000.	0.
	Total	$ 45,032.	$ 3,000.	$ 0.

Statement 13
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name:	Gwenn Gebhard
Care Of:	Luther I. Replogle Foundation
Street Address:	PO Box 33873
City, State, Zip Code:	Washington, DC 20033
Telephone:	202-679-0677
Form and Content:	Go to www.fsrequests.com/lirf to apply online.
Submission Deadlines:	Go to www.lirf.org for information.
Restrictions on Awards:	Go to www.lirf.org for information.

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
3000	Abbott Labs (ABT)	$123,328.05	$146,130.00
2000	AMGEN INC (AMGN)	$135,628.80	$136,620.00
6000	American Express Co. (AXP)	$72,266.53	$364,020.00
1500	Bank of America Corp (BAC)	$63,025.05	$80,085.00
2000	Caterpillar Inc. (CAT)	$77,648.90	$122,660.00
2500	Chesapeake Energy Corporation (CHK)	$33,900.00	$72,625.00
30000	CONSECO INC WT EXP SER A (CNO-WT)	$137,587.40	$22,800.00
5000	ConocoPhillips (COP)	$119,829.41	$359,750.00
3000	COSTCO WHOLESALE CORP NEW (COST)	$123,773.50	$158,610.00
5000	ENI S.P.A. (E)	$65,760.00	$336,400.00
2000	I Shares TR MSC I Emerging Markets (EEM)	$153,346.00	$228,340.00
4950	ISHARES MSCI EAFE (EFA)	$227,897.22	$362,439.00
4000	Estee Lauder Companies Inc (EL)	$137,900.00	$163,280.00
22000	EMC CORP-MASS (EMC)	$262,135.00	$290,400.00
2000	Entergy Corp New (ETR)	$113,399.00	$184,640.00
30000	Entravision Communications Corp (EVC)	$227,276.00	$246,600.00
4000	GENERAL ELECTRIC CO (GE)	$106,660.00	$148,840.00
10000	Corning Inc (GLW)	$206,746.00	$187,100.00
1500	International Business Machines (IBM)	$151,476.15	$145,725.00
5000	INTEL CORP (INTC)	$5,953.00	$101,250.00
2700	ISHARES RUSSELL 2000 (IWM)	$100,554.86	$210,681.00
4000	JC PENNEY (JCP)	$112,868.75	$309,440.00
4000	JOHNSON & JOHNSON (JNJ)	$59,232.96	$264,080.00
10000	JP MORGAN CHASE & CO (JPM)	$92,870.00	$483,000.00
4000	Nordstrom Inc (JWN)	$74,830.00	$197,360.00
10000	Kite Rlty Group Trust (KRG)	$154,743.83	$186,200.00
4000	QUICKSILVER RES INC (KWK)	$50,965.33	$146,360.00
1500	LOCKHEED MARTIN CORP (LMT)	$29,634.45	$138,105.00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
5000	L S I LOGIC CP (LSI)	$52,139.00	$45,000.00
2000	Medtronic Inc (MDT)	$72,637.50	$107,020.00
6000	Microsoft Corporation (MSFT)	$202,922.40	$179,160.00
3000	MURPHY OIL CP HLDG (MUR)	$64,051.54	$152,550.00
5000	NEWELL FINCL TR I 5.25PFD (NEFIO)	$219,250.00	$236,250.00
2000	Northrop Grumman Corp (NOC)	$94,991.52	$135,400.00
3000	Nestle S.A. (NSRGY.PK)	$158,715.00	$267,000.00
10250	Old Rep Intl Corp (ORI)	$35,206.58	$238,620.00
4000	PAYCHEX INC COM (PAYX)	$36,872.71	$158,160.00
4000	PDL Biopharma Inc (PDLI)	$84,020.40	$80,560.00
3000	Pfizer Inc. (PFE)	$110,152.50	$77,700.00
2925	PROCTER GAMBLE CO (PG)	$93,582.00	$187,989.75
4000	PUBLIC STORAGE INC (PSA)	$70,320.00	$390,000.00
6000	PUGET ENERGY HOLDING (PSD)	$148,271.80	$152,160.00
2500	QUALCOMM INC (QCOM)	$84,143.50	$94,475.00
5000	Staples Inc. (SPLS)	$129,851.50	$133,500.00
4000	AT&T Corp Com New (T)	$80,411.84	$143,000.00
2080	Telefonica S A Adr (TEF)	$13,274.60	$132,600.00
3000	Teva Pharmeceutical Sp Adr (TEVA)	$75,171.00	$93,240.00
30000	TRANSWITCH CORPORATION (TXCC)	$72,019.50	$42,000.00
4000	Texas Instruments Inc. (TXN)	$126,197.60	$115,200.00
2000	Walgreen Co (WAG)	$86,840.00	$91,780.00
5000	Western Digital Corp (WDC)	$100,803.90	$102,300.00
200	Washingtn Post Co B (WPO)	$176,176.32	$149,120.00
5000	WRIGLEY WM JR CO (WWY)	$116,575.00	$258,600.00
2000	EXXON MOBIL CORP (XOM)	$72,725.00	$153,260.00
1500	ZIMMER HOLDINGS INC (ZMH)	$101,202.00	$117,570.00
	TOTAL.	**$5,899,760.90**	**$9,827,754.75**

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
AMERICAN ACADEMY IN ROME 7 E 60TH ST, NEW YORK, NY 10022-1001	N/A	509(a)(1)	BRONEER TRAVELING FELLOWSHIP PROJECT	$23,000 00
AMERICAN RESEARCH CENTER IN SOFIA INC CORNELL UNIVERSITY DEPARTMENT OF CLASSICS, GOLDWIN SMITH 120, ITHACA, NY 14853	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
AN THANH LE C/O LUTHER I REPLOGLE FOUNDATION, WASHINGTON, DC 20036-5002	None	N/A	AWARD FOR MANAGEMENT IMPROVEMENT PROGRAM	$5,000 00
BANYAN FOUNDATION 2528 16TH AVE S, MINNEAPOLIS, MN 55404-3906	N/A	509(a)(1)	SCHOLARSHIP FOR BANYAN STUDENT TO GO TO DELASALLE HIGH SCHOOL	$7,500 00
BRIGHT BEGINNINGS INC 128 M STREET NW, MCLEAN, VA 22102-5104	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
BRITISH SCHOOL AT ATHENS FOUNDATION PO BOX 991, GROTON, MA 01450-0991	N/A	509(a)(1)	CONSERVATION OF ARTIFACTS FROM THE PALACE OF MINOS ON CRETE PROJECT	$5,000 00
BROADTREE ADVENTURE IN EDUCATION NFP 1508 NORTH DAMEN, SUITE 4N, CHICAGO, IL 60622	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
BROWN UNIVERSITY PETRA GREAT TEMPLE EXCAVATION BOX 1921, PROVIDENCE, RI 02912	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$75,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
BROWN UNIVERSITY, ANNUAL FUND BOX 1976, PROVIDENCE, RI 02912	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
CARIDAD CENTER INC 8645 W BOYNTON BEACH BLVD, BOYNTON BEACH, FL 33437-4415	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$6,000 00
CHICAGO CHILD CARE SOCIETY 5467 S UNIVERSITY AVE, CHICAGO, IL 60615-5114	N/A	509(a)(1)	HOMELESS DAYCARE PROJECT	$7,500 00
CHICAGO YOUTH CENTERS 104 S MICHIGAN AVENUE 14TH FLOOR, CHICAGO, IL 60603-5902	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
CHICAGO YOUTH CENTERS 104 S MICHIGAN AVENUE 14TH FLOOR, CHICAGO, IL 60603-5902	N/A	509(a)(1)	MAKING MENTORING MEANINGFUL PROGRAM	$5,000 00
COLUMBIA UNIVERSITY, MAILMAN SCHOOL OF PUBLIC HEALTH 722 WEST 168TH ST, STE 1406, NEW YORK, NY 10032-2603	N/A	509(a)(1)	GRANVILLE SEWELL LECTURE FUND	$1,000 00
CONCERNED CITIZENS INCORPORATED 321 N MASON AVE, CHICAGO, IL 60644-2130	N/A	509(a)(1)	MOTHER'S HOUSE PROGRAM	$2,500 00
D C RAPE CRISIS CENTER 1625 K ST NW STE 700, WASHINGTON, DC 20006-1616	N/A	509(a)(1)	CHILDREN'S ABUSE PREVENTION AND COUNSELING PROGRAM	$5,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
DARTMOUTH COLLEGE FUND 6066 DEVELOPMENT OFFICE, HANOVER, NH 03755	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
EMERGENCY FUND 208 S LASALLE STREET, CHICAGO, IL 60604-1091	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00
EMMAUS SERVICES FOR THE AGING INC 1426 9TH STREET NW, WASHINGTON, DC 20001-3330	N/A	509(a)(1)	FAIR HOUSING PROGRAM	$5,000 00
ENTERPRISING KITCHEN INC 4426 N RAVENSWOOD AVE, CHICAGO, IL 60640-5803	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
FIRST PRESBYTERIAN CHURCH OF CHICAGO 6400 SOUTH KIMBARK AVENUE, CHICAGO, IL 60637	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$30,000 00
FIRST PRESBYTERIAN CHURCH OF CHICAGO, KIMBARK REVITALIZATION FUND 6400 SOUTH KIMBARK AVE , CHICAGO, IL 60637	N/A	509(a)(1)	KIMBARK REVITALIZATION FUND	$5,000 00
FOURTH PRESBYTERIAN CHURCH OF CHICAGO 126 EAST CHESTNUT STREET, CHICAGO, IL 60611-2094	N/A	509(a)(1)	LORENE REPLOGLE COUNSELING CENTER DIVISION	$25,000 00
FRIENDS OF FORT DUPONT ICE ARENA INC 3779 ELY PL SE, WASHINGTON, DC 20019-3043	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$3,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
GENEVA LAKE CONSERVANCY INC 398 MILL ST, FONTANA, WI 53125-1277	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00
GIRL SCOUT COUNCIL OF THE NATION'S CAPITAL 4301 CONNECTICUT AVE NW STE M2, WASHINGTON, DC 20008-2388	N/A	509(a)(1)	COMMUNITY BASED SUMMER CAMPS PROGRAM	$5,000 00
GOOD SHEPHERD MINISTRIES INC 1640 COLUMBIA ROAD, N W , WASHINGTON, DC 20009	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
HELLENIC FOUNDATION 5700 N SHERIDAN RD, CHICAGO, IL 60660-8769	N/A	509(a)(3)	HELLENIC FAMILY AND COMMUNITY SERVICES DIVISION	$10,000.00
HOLY FAMILY MINISTRIES 790 FRONTAGE ROAD, NORTHFIELD, IL 60093-1204	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$25,000 00
HOPE AND A HOME-INC 1439 R ST NW, WASHINGTON, DC 20009-3853	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
HOPE RURAL SCHOOL INC 15929 SW 150TH ST, INDIANTOWN, FL 34956-3406	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,000 00
HOUSING OPPORTUNITIES & MAINTENANCE FOR THE ELDERLY INC 5414 B W ROOSEVELT RD, CHICAGO, IL 60644-0000	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
HULL HOUSE ASSOCIATION 1030 W VAN BUREN ST, CHICAGO, IL 60607-2916	N/A	509(a)(1)	PREVENTION EDUCATION AT HEARST COMMUNITY SCHOOL PROJECT	$7,000 00
IMAGINATION STAGE INC 4908 AUBORN AVE , BETHESDA, MD 20814	N/A	509(a)(1)	CHRISTOPHER REEVE INITIATIVE	$2,500 00
INTERNATIONAL INSTITUTE FOR STRATEGIC STUDIES - U S 1850 K STREET N W ,, SUITE 300, WASHINGTON, DC 20006	N/A	509(a)(1)	GERALD SEGAL RESEARCH FELLOWSHIP IN ASIAN STUDIES PROGRAM	$1,000 00
JO DAVIESS CONSERVATION FOUNDATION INC PO BOX 216, ELIZABETH, IL 61028-0216	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
JUVENILE PROTECTIVE ASSOCIATION 1707 N HALSTED ST, CHICAGO, IL 60614-5501	N/A	509(a)(2)	RENOVATION OF JPA BUILDING CAMPAIGN	$10,000 00
LAKE GENEVA FRESH AIR ASSOCIATION PO BOX 10, WILLIAMS BAY, WI 53191-0010	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$2,500.00
LAKE GENEVA FRESH AIR ASSOCIATION PO BOX 10, WILLIAMS BAY, WI 53191-0010	N/A	509(a)(2)	HOLIDAY HOME CAMP FUND	$2,500 00
MACALESTER COLLEGE 1600 GRAND AVE, ST PAUL, MN 55105-1801	N/A	509(a)(1)	KENCHREAI CEMETERY PROJECT	$5,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2006

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
MANOMET CENTER FOR CONSERVATION SCIENCES PO BOX 1770, MANOMET, MA 02345-1770	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$500 00
MATADOR BOXING CLUB INC 2234 W AINSLIE STREET, CHICAGO, IL 60625	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$4,000 00
MERIT SCHOOL OF MUSIC 38 SOUTH PEORIA STREET, CHICAGO, IL 60607-2628	N/A	509(a)(1)	$10,000 GOES TO THE MARY HERRON REPLOGLE SCHOLARSHIP, AND $5,000 FOR GENERAL OPERATING SUPPORT SCHOLARSHIP	$15,000 00
METROPOLITAN INTERFAITH COUNCIL ON AFFORDABLE HOUSING 122 W FRANKLIN AVE STE 310, MINNEAPOLIS, MN 55404-2452	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
MINNEHAHA ACADEMY 3100 W RIVER PKWY, MINNEADOLIS, MN 55406-1843	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$6,000 00
MINNESOTA COUNCIL ON FOUNDATIONS 100 PORTLAND AVE STE 225, MINNEAPOLIS, MN 55401-2575	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
MINNESOTA HOUSING PARTNERSHIP 2446 UNIVERSITY AVE W STE 140, ST PAUL, MN 55114-1740	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
N STREET VILLAGE INC 1333 N ST NW, WASHINGTON, DC 20005-3601	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$2,500 00

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NEW YORK AVENUE FOUNDATION 1313 NEW YORK AVE NW, WASHINGTON, DC 20005-4701	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
ONE MINISTRIES INC PO BOX 26089, WASHINGTON, DC 20001-0089	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$4,000 00
PALISADES COMMUNITY FUND/CFNCR P O BOX 40603, PALISADES STATION, WASHINGTON, DC 20016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
PATRICIA M SITAR CENTER FOR THE ARTS 1700 KALORAMA RD NW STE 101, WASHINGTON, DC 20009-3574	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
PENTAGON MEMORIAL FUND INC 5185 MACARTHUR BOULEVARD N W , SUITE 115, WASHINGTON, DC 20016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
PERRY SCHOOL COMMUNITY SERVICES CENTER INC 128 M STREET NW, WASHINGTON, DC 20001-1205	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
PLANNED PARENTHOOD ASSOCIATION OF METROPOLITAN WASHINGTON D C INC 1108 16TH ST NW, WASHINGTON, DC 20036-4802	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$5,000 00
PLANNED PARENTHOOD CHICAGO AREA 18 S MICHIGAN AVE 6TH FLR, CHICAGO, IL 60603-3200	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,000 00

Luther I. Replogle Foundation
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Taxable Year Ending December 31, 2006

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RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN RD, HIGHLAND PARK, IL 60035-5031	N/A	509(a)(1)	MARY HERRON REPLOGLE MEMORIAL SCHOLARSHIP AT THE STEANS INSTITUTE FOR YOUNG ARTISTS SCHOLARSHIP	$5,000 00
REBUILDING TOGETHER WITH CHRISTMAS IN APRIL OF WASHINGTON D C INC 2233 WISCONSIN AVE NW STE 414, WASHINGTON, DC 20007-4122	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
RECORDING FOR THE BLIND & DYSLEXIC INC 5225 WISCONSIN AVE NW STE 312, WASHINGTON, DC 20015-2055	N/A	509(a)(1)	DC AFTERSCHOOL OUTREACH PROGRAM	$2,000 00
RESOURCES FOR INNER CITY CHILDREN 3522 DAVENPORT ST NW, WASHINGTON, DC 20008-4943	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
SCHUBERT CLUB INC 302 LANDMARK CENTER, ST PAUL, MN 55102-1423	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
SCHUBERT CLUB INC 302 LANDMARK CENTER, ST PAUL, MN 55102-1423	N/A	509(a)(1)	125TH ANNIVERSARY BRIDGE INITIATIVE CAMPAIGN	$10,000 00
SGA YOUTH & FAMILY SERVICES NFP 1 E ADAMS SUITE 1500, CHICAGO, IL 60603-5603	N/A	509(a)(1)	INCARCERATED HOMELESS YOUTH PROJECT	$1,000 00
SMART KIDS WITH LEARNING DISABILITIES INC 38 KINGS HWY N, WESTPORT, CT 06880-3001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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SOUTH CHICAGO ROWING CLUB INC 9531 S LONGWOOD DR, CHICAGO, IL 60643-1111	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$4,000 00
SOUTH SHORE ART CENTER INC 119 RIPLEY RD, COHASSET, MA 02025-1744	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
SOUTH SHORE HEALTH AND EDUCATIONAL CORP 55 FOGG RD, S WEYMONTH, MA 02190-2432	N/A	509(a)(3)	GENERAL & UNRESTRICTED	$5,000 00
ST LEONARD'S MINISTRIES 2100 W WARREN BLVD, CHICAGO, IL 60612-2310	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
STARFISH LEARNING CENTER 1543 W HOWARD STREET, CHICAGO, IL 60626	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
STRIVE 5001 5 EILIS ARNUE, CHICAGO, IL 60615-0000	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
SWEDISH AMERICAN MUSEUM ASSOCIATION OF CHICAGO 5211 N CLARK ST, CHICAGO, IL 60640-2101	N/A	509(a)(1)	CHILDREN'S MUSEUM OF IMMIGRATION PROJECT	$5,000 00
THE FRIENDS OF THE PALISADES LIBRARY 49TH AND V STS NW, WASHINGTON, DC 20007-0000	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00

Luther I. Replogle Foundation
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6 CHARLTON ST # 8, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	2005-2006 OSCAR BRONEER TRAVELING FELLOWSHIP PROGRAM	$22,500 00
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6 CHARLTON ST # 8, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	GENNADEION LIBRARY DIVISION	$400 00
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6 CHARLTON ST # 8, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	ISTHMIA EXCAVATION PROJECT	$10,000 00
UNITED STATES NAVAL ACADEMY POLITICAL SCIENCE DEPARTMENT, ANNAPOLIS, MD 21402	N/A	509(a)(1)	THE SPEAKERS PROGRAM OF THE POLITICAL SCIENCE DEPARTMENT DIVISION	$7,500 00
UNIVERSITY OF CHICAGO LIBRARY 1100 EAST 57TH STREET, CHICAGO, IL 60637-1502	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000.00
UNIVERSITY OF MINNESOTA FOUNDATION 200 OAK STREET SE NO 500, MINNEAPOLIS, MN 55455-2010	N/A	509(a)(1)	PHYSICS FORCE PROGRAM	$500 00
URBAN SHUTTERBUGS 3649 ELDER OAKS BLVD, BOWIE, MD 20716	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
WALWORTH COUNTY HISTORICAL SOCIETY PO BOX 273, ELKHORN, WI 53121-0273	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WASHINGTON INTERNATIONAL SCHOOL 3100 MACOMB ST NW, WASHINGTON, DC 20008-3324	N/A	509(a)(1)	ANNUAL FUND	$1,500 00
WOMEN EMPOWERED AGAINST VIOLENCE INC 1111 16TH ST NW STE 410, WASHINGTON, DC 20036-4834	N/A	509(a)(1)	TEEN DATING VIOLENCE PROGRAM	$5,000 00
YALE UNIVERSITY ALUMNI FUND P O BOX 1890, NEW HAVEN, CT 06508-1890	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
YALE UNIVERSITY, YALE WOMEN'S CREW PIA SASS FUND 265 CHURCH STREET, NEW HAVEN, CT 06510-7003	N/A	509(a)(1)	YALE WOMEN'S CREW PIA SASS FUND	$1,000 00
YOUTH EXPRESSIONS INC 7901 N E 2ND AVENUE, MIAMI, FL 33138	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
			TOTAL:	$542,650.00

Form **8868** (Rev December 2006)

Department of the Treasury Internal Revenue Service

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 ► [X]
- 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.

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

Section 501(c)(3) corporations 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.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c)(3) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print File by the due date for filing your return See instructions.	Name of Exempt Organization Luther I. Replogle Foundation c/o Charles Wiggins at Veddar, Price, et	**Employer identification number** 36-6141697
	Number, street, and room or suite number If a P O box, see instructions 222 North La Salle Street	
	City, town or post office For a foreign address, see instructions Chicago, IL 60601	state ZIP code

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► Gwenn Gebhard

Telephone No. ► 800-839-1754 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 will cover.

1 I request an automatic 3-month (6 months for a section 501(c)(3) corporation required to file Form 990-T) extension of time until 8/15, 20 07, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

► [X] calendar year 20 06 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If this tax year 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**	$ 18,770.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 16,070.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	**3c**	$ 2,700.

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.

- If you are filing for an **Additional (not automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

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. You must file original and one copy.

Type or print

File by the extended due date for filing the return See instructions

Name of Exempt Organization: Luther I. Replogle Foundation	Employer identification number: 36-6141697
Number, street, and room or suite number. If a P.O. box, see instructions.: PO Box 33873	For IRS use only
City, town or post office, state, and ZIP code. For a foreign address, see instructions: Washington, DC 20033	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

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

- The books are in care of ► Gwenn Gebhard

  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 11/15 , 20 07.

5 For calendar year 2006 , or other tax year beginning ______ , 20 __ , and ending ______ , 20 __ .

6 If this tax year 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 ... Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax 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	$ 18,661.
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	$ 18,770.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs	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 ► AUTHORIZED PERSON Date ► AUG 10 2007

Notice to Applicant. (To be Completed by the IRS)

[ ] We **have** approved this application. Please attach this form to the organization's return.

[ ] We **have not** approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely filed return. Please attach this form to the organization's return.

[ ] We **have not** approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.

[ ] We **cannot consider** this application because it was filed after the extended due date of the return for which an extension was requested.

[ ] Other

By.

Director Date

Alternate Mailing Address. Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above.

Type or print

Name: Foundation Source
Number and street (include suite, room, or apartment number) or a P.O. box number: 55 Walls Drive
City or town, province or state, and country (including postal or ZIP code): Fairfield, CT 06824