

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

2007

Department of the Treasury
Internal Revenue Service

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

For calendar year 2007, or tax year beginning _____, **2007, and ending** _____

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Luther I. Replogle Foundation c/o Foundation Source 501 Silverside Rd, Ste 123 Wilmington, DE 19809	A Employer identification number 36-6141697
		B Telephone number (see the instructions) 800-839-1754

H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	C If exemption application is pending, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 13,411,752.	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)	82,000.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	7,749.	7,749.	N/A	
4 Dividends and interest from securities	270,063.	270,063.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	608,244.			
b Gross sales price for all assets on line 6a	4,652,063.			
7 Capital gain net income (from Part IV, line 2)		608,244.		
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	-21,736.	-21,736.		
12 Total. Add lines 1 through 11	946,320.	864,320.		
13 Compensation of officers, directors, trustees, etc	44,280.			44,280.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	6,399.			6,399.
16a Legal fees (attach schedule) See St 2	8,000.			8,000.
b Accounting fees (attach sch)				
c Other prof fees (attach sch) See St 3	36,144.	34,795.		1,349.
17 Interest				
18 Fees (attach schedule) See Stmt 4	20,871.			
19 Depreciation (attach sch) and depletion				
20 Occupancy	3,393.			3,393.
21 Travel, conferences, and meetings	13,903.			13,903.
22 Printing and publications	98.			98.
23 Other expenses (attach schedule) OGDEN, UT See Statement 5	41,196.	5,302.		35,891.
24 Total operating and administrative expenses. Add lines 13 through 23	174,284.	40,097.		113,313.
25 Contributions, gifts, grants paid Part XV	585,550.			585,550.
26 Total expenses and disbursements. Add lines 24 and 25	759,834.	40,097.		698,863.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	186,486.			
b Net investment income (if negative, enter -0-)		824,223.		
c Adjusted net income (if negative, enter -0-)				

SCANNED NOV 24 2003

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	140,720.	436,904.	436,904.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the 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)	397,600.		
	b	Investments – corporate stock (attach schedule) Statement 6	5,899,761.	5,465,169.	9,466,672.
	c	Investments – corporate bonds (attach schedule) Statement 7	2,699,590.	3,127,860.	2,985,175.
	11	Investments – land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) Statement 8	254,421.	548,645.	523,001.	
14	Land, buildings, and equipment: basis ▶ 24,772.				
	Less: accumulated depreciation (attach schedule) See Stmt 9 ▶ 24,772.				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	9,392,092.	9,578,578.	13,411,752.	
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. ▶		<input type="checkbox"/>		
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶		<input checked="" type="checkbox"/>		
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	9,392,092.	9,578,578.	
30	Total net assets or fund balances (see the instructions)	9,392,092.	9,578,578.		
31	Total liabilities and net assets/fund balances (see the instructions)	9,392,092.	9,578,578.		

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	9,392,092.
2	Enter amount from Part I, line 27a	2	186,486.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,578,578.
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	9,578,578.

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	P	Various	Various
b Passthrough K-1 Capital Gain	P	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 4,646,423.		4,043,819.	602,604.
b 5,640.			5,640.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			602,604.
b			5,640.
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	608,244.
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 the 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 the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2006	662,406.	12,597,399.	0.052583
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

2 Total of line 1, column (d)	2	0.251506
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	0.050301
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	4	13,428,929.
5 Multiply line 4 by line 3	5	675,489.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,242.
7 Add lines 5 and 6	7	683,731.
8 Enter qualifying distributions from Part XII, line 4	8	698,863.

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter _____ (attach copy of ruling letter if necessary— see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	8,242.
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	8,242.
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	8,242.
6 Credits/Payments			
a 2007 estimated tax pmts and 2006 overpayment credited to 2007		6a	18,497.
b Exempt foreign organizations -- tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	
d Backup withholding erroneously withheld		6d	101.
7 Total credits and payments. Add lines 6a through 6d		7	18,598.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	10,356.
11 Enter the amount of line 10 to be Credited to 2008 estimated tax. 10,356. 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?		X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1 c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4 b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) IL DC		
8 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? <i>If 'No,' attach explanation</i>	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 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> See Statement 10	X	

Part VII-A Statements Regarding Activities Continued

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)			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?		N/A	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.lirf.org</u>	X		
14	The books are in care of <u>Gwenn Gebhard</u> Telephone no <u>202-679-0677</u> Located at <u>1720 N Street NW Washington DC</u> ZIP + 4 <u>20036</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		
			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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?	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 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2007 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 2007)	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 2007?	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)?

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?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A Yes No

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If 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? Yes No

5b	N/A
6b	X
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 11		44,280.	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.

BAA

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	13,228,134.
b Average of monthly cash balances	1b	81,388.
c Fair market value of all other assets (see instructions)	1c	323,908.
d Total (add lines 1a, b, and c)	1d	13,633,430.
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	13,633,430.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	204,501.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,428,929.
6 Minimum investment return. Enter 5% of line 5	6	671,446.

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	671,446.
2a Tax on investment income for 2007 from Part VI, line 5	2a	8,242.
b Income tax for 2007 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	8,242.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	663,204.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	663,204.
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	663,204.

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	698,863.
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	698,863.
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	8,242.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	690,621.

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 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				663,204.
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2007				
a From 2002	148,273.			
b From 2003	4,245.			
c From 2004				
d From 2005				
e From 2006	48,442.			
f Total of lines 3a through e	200,960.			
4 Qualifying distributions for 2007 from Part XII, line 4 ▶ \$ 698,863.				
a Applied to 2006, 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 2007 distributable amount				663,204.
e Remaining amount distributed out of corpus	35,659.			
5 Excess distributions carryover applied to 2007 (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	236,619.			
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 2006 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2007 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see instructions)	148,273.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	88,346.			
10 Analysis of line 9				
a Excess from 2003	4,245.			
b Excess from 2004				
c Excess from 2005				
d Excess from 2006	48,442.			
e Excess from 2007	35,659.			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, 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)

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

	Tax year				(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
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 12

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	585,550.
Total				▶ 3a 585,550.
b Approved for future payment				
Total				▶ 3b

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545 0047

2007

Name of organization **Luther I. Replogle Foundation**

Employer identification number
36-6141697

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)(____) (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule** (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule – see instructions.)

General Rule –

- For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules –

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II.)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

Name of organization

Employer identification number

Luther I. Replogle Foundation

36-6141697

Part I Contributors (See Specific Instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Virginia C. Cobb Rev. Trust ----- Attn: Frank Fau, Las Olas Place ----- Fort Lauderdale, FL 33301 -----	\$ 82,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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

Total \$ -21,736.
Total \$ -21,736.

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	\$ 8,000.			\$ 8,000.
Total	\$ <u>8,000.</u>	\$ <u>0.</u>		\$ <u>8,000.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management fees	\$ 34,795.	\$ 34,795.		
Payroll processing fees	1,349.			\$ 1,349.
Total	\$ <u>36,144.</u>	\$ <u>34,795.</u>		\$ <u>1,349.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Backup withholding	\$ 101.			
Excise tax	20,770.			
Total	\$ <u>20,871.</u>	\$ <u>0.</u>		\$ <u>0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative Fees	\$ 30,006.			\$ 30,006.
Bank charges	3,976.	\$ 3,976.		
Develop & maintain website	565.			565.
Dues and memberships	2,495.			2,495.
Equipment purchase and maintenance	260.			260.
	1,329.	1,326.		
Postage	527.			527.
Site visit expenses	205.			205.
State or local filing fees	108.			108.
Supplies	1,725.			1,725.
Total	<u>\$ 41,196.</u>	<u>\$ 5,302.</u>		<u>\$ 35,891.</u>

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate stock - see attachment	Cost	\$ 5,465,169.	\$ 9,466,672.
	Total	<u>\$ 5,465,169.</u>	<u>\$ 9,466,672.</u>

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate bonds - see attachment	Cost	\$ 3,127,860.	\$ 2,985,175.
	Total	<u>\$ 3,127,860.</u>	<u>\$ 2,985,175.</u>

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Westminster Fund VI LP	Cost	\$ 185,544.	\$ 185,544.
Westminster Fund VII LP	Cost	72,147.	72,147.
MLP AP Alternative Assets LP	Cost	100,942.	75,000.
BH Opportunity Fund Partners	Cost	190,012.	190,310.
	Total	<u>\$ 548,645.</u>	<u>\$ 523,001.</u>

Statement 9
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

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

Statement 10
Form 990-PF, Part VII-A, Line 10
Substantial Contributors During the Tax Year

<u>Name of Substantial Contributor</u>	<u>Address of Substantial Contributor</u>
Virginia C. Cobb Revocable Trust	Attn: Frank O. Fau, Las Olas Place Fort Lauderdale, FL 33301

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

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Anne Witkowsky 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Director < 1 hr/wk	\$ 0.	\$ 0.	\$ 0.
David Replogle 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Director < 1 hr/wk	0.	0.	0.
Sophia Gebhard Anema 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Director < 1 hr/wk	0.	0.	0.
Paul R. S. Gebhard 501 Silverside Rd, Ste 123 Wilmington, DE 19809	President < 1 hr/wk	0.	0.	0.
William O. Petersen 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Secretary < 1 hr/wk	0.	0.	0.
Elizabeth R. Dickie 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Treasurer < 1 hr/wk	0.	0.	0.

Statement 11 (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
Gwenn H.S. Gebhard 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Exec. Dir. 40 hrs/wk	\$ 44,280.	\$ 3,000.	\$ 0.
Total		<u>\$ 44,280.</u>	<u>\$ 3,000.</u>	<u>\$ 0.</u>

Statement 12
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, 2007****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	\$168,450.00
2000	AMGEN INC (AMGN)	\$135,628.80	\$92,880.00
6000	American Express Co (AXP)	\$72,266.53	\$312,120.00
1500	Bank of America Corp (BAC)	\$63,025.05	\$61,890.00
2000	Caterpillar Inc. (CAT)	\$77,648.90	\$145,120.00
30000	CONSECO INC WT EXP SER A (CNO-WT)	\$137,587.40	\$1,200.00
5000	ConocoPhillips (COP)	\$119,829.41	\$441,500.00
3000	COSTCO WHOLESALE CORP NEW (COST)	\$123,773.50	\$209,280.00
3000	ENI S P.A (E)	\$39,456.00	\$217,290.00
2000	ISHARES MSCI EMERGING MARKETS INDEX FD (EEM)	\$153,346.00	\$300,600.00
4950	ISHARES MSCI EAFE (EFA)	\$227,897.22	\$388,575.00
4000	Estee Lauder Companies Inc (EL)	\$137,900.00	\$174,440.00
10000	EMC CORP-MASS (EMC)	\$100,600.00	\$185,300.00
2000	Entergy Corp New (ETR)	\$113,399.00	\$239,040.00
20000	Entravision Communications Corp (EVC)	\$144,659.00	\$156,600.00
4000	GENERAL ELECTRIC CO (GE)	\$106,660.00	\$148,280.00
10000	Corning Inc (GLW)	\$206,746.00	\$239,900.00
1500	International Business Machines (IBM)	\$151,476.15	\$162,150.00
2000	INTEL CORP (INTC)	\$2,381.20	\$53,320.00
2700	ISHARES RUSSELL 2000 (IWM)	\$100,554.86	\$204,984.00
3000	JC PENNEY (JCP)	\$84,651.56	\$131,970.00
4000	JOHNSON & JOHNSON (JNJ)	\$59,232.96	\$266,800.00
10000	JP MORGAN CHASE & CO (JPM)	\$92,870.00	\$436,500.00
4000	Nordstrom Inc (JWN)	\$74,830.00	\$146,920.00
10000	Kite Rlty Group Trust (KRG)	\$151,582.55	\$152,700.00
4000	QUICKSILVER RES INC (KWK)	\$50,965.33	\$238,360.00
1000	LOCKHEED MARTIN CORP (LMT)	\$19,756.30	\$105,260.00
3000	LUXOTTICA GP SPA (LUX)	\$91,077.30	\$94,470.00

Luther I. Replogle Foundation
 EIN: 36-6141697
 Taxable Year Ending December 31, 2007

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
2000	Medtronic Inc (MDT)	\$72,637.50	\$100,540.00
4000	Microsoft Corporation (MSFT)	\$109,860.00	\$142,400.00
3000	MURPHY OIL CP HLDG (MUR)	\$64,051.54	\$254,520.00
2000	NEWELL FINCL TR I 5 25PFD (NEFIO PK)	\$88,500.00	\$92,760.00
2000	Northrop Grumman Corp (NOC)	\$94,991.52	\$157,280.00
3000	Nestle S.A. (NSRGY.PK)	\$158,715.00	\$343,500.00
8000	Old Rep Intl Corp (ORI)	\$27,646.58	\$123,280.00
4000	PAYCHEX INC COM (PAYX)	\$36,872.71	\$144,880.00
4000	PDL Biopharma Inc (PDLI)	\$84,020.40	\$70,080.00
6000	Pfizer Inc. (PFE)	\$183,532.50	\$136,380.00
2500	PROCTER GAMBLE CO (PG)	\$80,056.10	\$183,550.00
3000	PUBLIC STORAGE INC (PSA)	\$52,740.00	\$220,230.00
6000	PUGET ENERGY HOLDING (PSD)	\$148,271.80	\$164,580.00
2500	QUALCOMM INC (QCOM)	\$84,143.50	\$98,375.00
10000	Sara Lee Corp (SLE)	\$165,556.00	\$160,600.00
5000	Staples Inc. (SPLS)	\$129,851.50	\$115,350.00
4000	AT&T Corp Com New (T)	\$80,411.84	\$166,240.00
2080	Telefonica S A Adr (TEF)	\$13,274.60	\$202,987.20
3000	Teva Pharmaceutical Sp Adr (TEVA)	\$75,171.00	\$139,440.00
30000	TRANSWITCH CORPORATION (TXCC)	\$72,019.50	\$26,400.00
4000	Texas Instruments Inc. (TXN)	\$126,197.60	\$133,600.00
2000	Walgreen Co (WAG)	\$86,840.00	\$76,160.00
200	Washingtn Post Co B (WPO)	\$176,176.32	\$158,286.00
5000	WRIGLEY WM JR CO (WWY)	\$116,575.00	\$292,750.00
2000	EXXON MOBIL CORP (XOM)	\$72,725.00	\$187,380.00
1500	ZIMMER HOLDINGS INC (ZMH)	\$101,202.00	\$99,225.00
	TOTAL:	\$5,465,169	\$9,466,672

Luther I. Replogle Foundation
 EIN: 36-6141697
 Taxable Year Ending December 31, 2007

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

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
200000	BEMIS CO 6 5% 08/15/2008 (081434AA0)	\$203,360.00	\$201,777.00
150000	BROWNING FERRIS SR NOTES DUE 01/15/2008 06.375% (115885AM7)	\$154,500.00	\$150,000.00
200000	Credit Suisse International 0% 12/30/11 (22546KAM2)	\$200,000.00	\$204,140.00
100000	CREDIT SUISSE INTL BOND 0.000% 09/21/2009 ZERO (22546KAR1)	\$100,000.00	\$94,990.00
200000	CREDIT SUISSE INLT NOTE 0.000% 10/21/2009 ZERO (22546KAW0)	\$200,000.00	\$200,000.00
300000	CREDIT SUISSE INTL MTN 0.000% 10/30/2012 ZERO (22546KAY6)	\$300,000.00	\$283,080.00
100000	CS FIRST BOSTON NY BRH SR MTN 0.000% 07/30/2010 (2254C0LC9)	\$100,000.00	\$102,240.00
250000	CREDIT SUISSE NEW YORK SER MTN 0 000% 04/30/2010 V (2254C0LJ4)	\$250,000.00	\$258,350.00
100000	CS FIRST BOSTON NY BRH SR MTN 0.000% 05/31/2011 ZE (2254C0NQ6)	\$100,000.00	\$98,710.00
250000	Credit Suisse New York 0% 09/30/10 (2254C0NZ6)	\$250,000.00	\$232,812.50
200000	Credit Suisse International 0% 07/29/11 (2254C0PQ4)	\$200,000.00	\$168,680.00
100000	Credit Suisse New York 0% 09/30/10 (2254C0QH3)	\$100,000.00	\$99,630.00
200000	DEAN FOODS CO 6.625% 05/15/09 (242361AC7)	\$216,250.00	\$198,000.00
200000	JPMORGAN CHASE BK NEW YORK 0% 05/30/2012 ZERO LKD (4662A0A27)	\$200,000.00	\$159,778.15
250000	JPMorgan Chase BAnk NA 0% 10/29/10 (4662A0F30)	\$250,000.00	\$232,500.00
200000	JPMORGAN CHASE BK NY 0.0% 06/30/2011 ZERO LKD (4662A0H79)	\$200,000.00	\$200,000.00
100000	Union Carbide 6 75% Due 4-1-09 (905581AV6)	\$103,750.00	\$100,487.00
	TOTAL	\$3,127,860	\$2,985,175

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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 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
AMERICAN SOCIETY OF MARINE ARTISTS PO BOX 369, AMBLER, PA 19002-0369	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$500 00
AVENUES FOR HOMELESS YOUTH 1708 OAK PARK AVE N, MINNEAPOLIS, MN 55411-3944	N/A	509(a)(1)	HOMELESS YOUTH SHELTER PROGRAM	\$5,000 00
BANYAN FOUNDATION 2647 BLOOMINGTON AVE S 300, MINNEAPOLIS, MN 55407- 1137	N/A	509(a)(1)	MULTI-PURPOSE GRANT	\$12,500 00
BRIDGE FOR RUNAWAY YOUTH INC 2200 EMERSON AVE S, MINNEAPOLIS, MN 55405-2628	N/A	509(a)(1)	INDEPENDENT 365 PROJECT	\$10,000 00
BRIGHT BEGINNINGS INC 128 M STREET NW, WASHINGTON, DC 20001	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 THE ARCHAEOLOGICAL HOLDINGS FROM THE PALACE OF MINOS AT KNOSSOS, CRETE	\$5,000 00
BROWN UNIVERSITY PETRA GREAT TEMPLE EXCAVATION BOX 1921, PROVIDENCE, RI 02912	N/A	509(a)(1)	PETRA GREAT TEMPLE EXCAVATION	\$75,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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)	ANNUAL FUND	\$1,000 00
CARIDAD CENTER INC 8645 W BOYNTON BEACH BLVD, BOYNTON BEACH, FL 33472-4415	N/A	509(a)(1)	X-RAY ROOM FUND	\$16,000 00
CHICAGO YOUTH CENTERS 104 S MICHIGAN AVE STE 1400, CHICAGO, IL 60603-5916	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,500 00
CHICAGO YOUTH CENTERS 104 S MICHIGAN AVE STE 1400, CHICAGO, IL 60603-5916	N/A	509(a)(1)	MENTORING PROGRAM	\$5,000 00
COMMUNITY COUNCIL FOR THE HOMELESS AT FRIENDSHIP PLACE 4713 WISCONSIN AVE NW, WASHINGTON, DC 20016-4609	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 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	\$7,500.00
DARTMOUTH COLLEGE FUND 6066 DEVELOPMENT OFFICE, HANOVER, NH 03755	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 00
EMERGENCY FUND 208 S LASALLE STREET, CHICAGO, IL 60604-1230	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
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
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
FIRST TIME COMPUTERS 6407 32ND ST NW, WASHINGTON, DC 20015-2305	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$10,000 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
FRIENDS OF WOODSTOCK SCHOOL INC PO BOX 1661, MUKILTEO, WA 98275-7861	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$500 00
GENEVA LAKE CONSERVANCY INC PO BOX 588, FONTANA, WI 53125-0588	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
GIRL SCOUT COUNCIL OF THE NATION'S CAPITAL 4301 CONNECTICUT AVE NW STE M2, WASHINGTON, DC 20008-2388	N/A	509(a)(1)	SUMMER CAMP PROGRAMS	\$5,000 00
GIVE AN HOUR NONPROFIT CORPORATION 6101 BURBIN RD, BETHESDA, MD 20817-6181	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 00
GOOD SHEPHERD MINISTRIES INC 1640 COLUMBIA ROAD, N W , WASHINGTON, DC 20009	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
HOLY FAMILY MINISTRIES 790 FRONTAGE ROAD, NORTHFIELD, IL 60093-1204	N/A	509(a)(1)	HOLY FAMILY SCHOOL	\$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
HULL HOUSE ASSOCIATION 1030 W VAN BUREN ST, CHICAGO, IL 60607-2916	N/A	509(a)(1)	JAHHA YOUTH DEVELOPMENT PROGRAM	\$7,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
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)	GENERAL & UNRESTRICTED	\$1,000.00
INTERNATIONAL RESCUE COMMITTEE INC 122 EAST 42ND STREET, NEW YORK, NY 10168-0002	N/A	509(a)(1)	RELIEF FOR VICTIMS OF OCT 8, 2005 EARTHQUAKE IN NORTHWEST PAKISTAN FUND	\$10,000 00
JO DAVIESS CONSERVATION FOUNDATION INC 126 N MAIN ST, ELIZABETH, IL 61028-8801	N/A	509(a)(1)	WITKOWSKY STATE WILDLIFE AREA, INCLUDING EDUCATIONAL AND OTHER ACTIVITIES THAT WILL PROMOTE THE APPRECIATION AND EFFECTIVE PRESERVATION OF THE NATURAL RESOURCES IN THIS BEAUTIFUL AREA	\$5,000.00
JUBILEE JOBS INC 2712 ONTARIO RD NW, WASHINGTON, DC 20009-2154	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,500 00
JUVENILE PROTECTIVE ASSOCIATION 1707 N HALSTED ST, CHICAGO, IL 60614-5501	N/A	509(a)(2)	TO RENOVATE THE JPA BUILDING	\$10,000 00
KAREN CLARK STANTON, C/O LUTHER I REPLOGLE FOUNDATION, WILMINGTON, DE 19809	NONE	N/A	AWARD FOR MANAGEMENT IMPROVEMENT	\$5,000 00
KATAHDIN INC 2318 PARK AVE, MINNEAPOLIS, MN 55404-3712	N/A	509(a)(1)	STRUCTURED DAY TREATMENT PROGRAM	\$10,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
LAKE GENEVA FRESH AIR ASSOCIATION PO BOX 10, WILLIAMS BAY, WI 53191-0010	N/A	509(a)(2)	HOLIDAY HOME CAMP FUND	\$3,000 00
MACALESTER COLLEGE 1600 GRAND AVE, ST PAUL, MN 55105-1801	N/A	509(a)(1)	2007 KENCHREAI CEMETERY PROJECT	\$5,000 00
MANNA FOOD CENTER INC 614 LOFSTRAND LN, ROCKVILLE, MD 20850-1313	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$500 00
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)	GENERAL & UNRESTRICTED	\$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, MINNEAPOLIS, MN 55406-1843	N/A	509(a)(1)	SOUTH CAMPUS CAPITAL CAMPAIGN	\$5,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
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
NEW YORK AVENUE FOUNDATION 1313 NEW YORK AVE NW, WASHINGTON, DC 20005-4701	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,500 00
NEW YORK AVENUE PRESBYTERIAN CHURCH 1313 NEW YORK AVE NW, WASHINGTON, DC 20005-4701	N/A	509(a)(1)	CAPITAL CAMPAIGN	\$20,000 00
ONE MINISTRIES INC PO BOX 26089, WASHINGTON, DC 20001-0089	N/A	509(a)(1)	UNIQUE LEARNING CENTER	\$5,000 00
PALISADES COMMUNITY FUND/CFNCR P O BOX 40603, PALISADES STATION, WASHINGTON, DC 20016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000.00
PARKS & TRAILS COUNCIL OF MINNESOTA 275 4TH ST E STE 642, ST PAUL, MN 55101-1651	N/A	509(a)(1)	THE PLANTING OF WHITE PINE AND WHITE CEDAR AT TETTEGOUCHE STATE PARK	\$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

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
PERRY SCHOOL COMMUNITY SERVICES CENTER INC 128 M STREET NW, WASHINGTON, DC 20001-1205	N/A	509(a)(1)	SUMMER CAMP AND SCHOOL PROGRAMS	\$2,500 00
PHILADELPHIA MUSEUM OF ART PO BOX 7646, PHILADELPHIA, PA 19101-7646	N/A	509(a)(1)	CARL ZIGROSSER FELLOWSHIP	\$30,000 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	\$7,000.00
PLANNED PARENTHOOD OF ILLINOIS 18 S MICHIGAN AVE 6TH FLR, CHICAGO, IL 60603-3200	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,000 00
RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN RD, HIGHLAND PARK, IL 60035-5031	N/A	509(a)(1)	MARY HERRON REPLOGLE SCHOLARSHIP	\$5,000 00
REBUILDING TOGETHER OF WASHINGTON DC INC 2233 WISCONSIN AVE NW STE 414, WASHINGTON, DC 20007-4122	N/A	509(a)(1)	YEAR ROUND FREE HOME REPAIRS FOR LOW INCOME DC HOMEOWNERS AND COMMUNITY FACILITIES, SPECIALIZING IN HANDICAPPED ACCESSIBILITY	\$15,000 00
RECORDING FOR THE BLIND & DYSLEXIC INC 5225 WISCONSIN AVE NW STE 312, WASHINGTON, DC 20015-2055	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
RESOURCES FOR INNER CITY CHILDREN 3522 DAVENPORT ST NW, WASHINGTON, DC 20008-4943	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
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	\$10,000 00
SECURITY ON CAMPUS INC 133 IVY LN STE 200, KING OF PRUSSIA, PA 19406-2101	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$500 00
SGA YOUTH & FAMILY SERVICES NFP 11 E ADAMS, CHICAGO, IL 60603-6301	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
SOUTH SHORE ART CENTER INC 119 RIPLEY RD, COHASSET, MA 02025-1744	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 00
SOUTH SHORE HOSPITAL INC 55 FOGG ROAD, SOUTH WEYMOUTH, MA 02190-2432	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
SOUTHWEST YOUTH SERVICES COLLABORATIVE 6400 S KEDZIE AVE, CHICAGO, IL 60629-2830	N/A	509(a)(1)	CHICAGO YOUTH ROWING CLUB PROGRAM	\$4,600 00

Luther I. Replogle Foundation**EIN: 36-6141697****Taxable Year Ending December 31, 2007****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
ST LEONARD'S MINISTRIES 2100 W WARREN BLVD, CHICAGO, IL 60612-2310	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
ST STEPHEN'S EPISCOPAL CHURCH 16 HIGHLAND AVENUE, COHASSET, MA 02025-1819	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 00
STRIVE 5001 S ELLIS AVE, CHICAGO, IL 60615-2711	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,000 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
THE ORIENTAL INSTITUTE 1155 EAST 58TH STREET, CHICAGO, IL 60637-1540	N/A	509(a)(1)	"EUROPEAN CARTOGRAPHERS AND THE OTTOMAN WORLD, 1500-1750" PROJECT	\$5,000 00
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6-8 CHARLTON ST, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	GENNADEION LIBRARY DIVISION	\$450 00
UNITED STATES NAVAL ACADEMY POLITICAL SCIENCE DEPARTMENT, ANNAPOLIS, MD 21402	N/A	509(a)(1)	LUTHER I REPLOGLE SPEAKERS PROGRAM	\$7,500 00
UNIVERSITY OF CHICAGO LIBRARY 1100 EAST 57TH STREET, CHICAGO, IL 60637-1502	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,500 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2007

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
WALWORTH COUNTY HISTORICAL SOCIETY PO BOX 273, ELKHORN, WI 53121-0273	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,000 00
WASHINGTON INTERNATIONAL SCHOOL 3100 MACOMB ST NW, WASHINGTON, DC 20008-3324	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$1,500 00
WELLESLEY COLLEGE 106 CENTRAL STREET, WELLESLEY, MA 02481-8268	N/A	509(a)(1)	MARY MCIVAIN REPROGLE FUND	\$10,000 00
WOMEN EMPOWERED AGAINST VIOLENCE INC 1111 16TH ST NW STE 200, WASHINGTON, DC 20036-4835	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
YALE UNIVERSITY ALUMNI FUND P.O BOX 1890, NEW HAVEN, CT 06508-1890	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$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:				\$585,550

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return

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

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

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

Section 501(c) 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) 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	Employer identification number
	Luther I. Replogle Foundation	36-6141697
	Number, street, and room or suite number. If a P O box, see instructions	
	501 Silverside Rd, Ste 123	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Wilmington, DE 19809	

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

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the 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 will cover.

1 I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until 8/15, 2008, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year 2007 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	\$ 8,588.
3b 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	\$ 18,497.
3c 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	\$ 0.

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.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

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

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

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

Part II Additional (not automatic) 3-Month Extension of Time. 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. 501 Silverside Rd, Ste 123	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Wilmington, DE 19809	

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

- Form 990
- 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**08**.
- 5 For calendar year **2007**, 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 \$	8,588.
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 \$	18,497.
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 **[Signature]** Title **Authorized Person** Date **AUG 12 2008**

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 _____

Director _____ By _____ 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