

Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning _____, and ending _____

Name of foundation: **Luther I. Replogle Foundation**

Number and street (or P O box number if mail is not delivered to street address): **1720 N Street, NW**

Room/suite: _____

City or town, state or province, country, and ZIP (or foreign postal code): **Washington, DC 20036**

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 11,273,438.**

J Accounting method: Cash, Accrual, Other (specify) _____

A Employer identification number: **36-6141697**

B Telephone number: **202-679-0677**

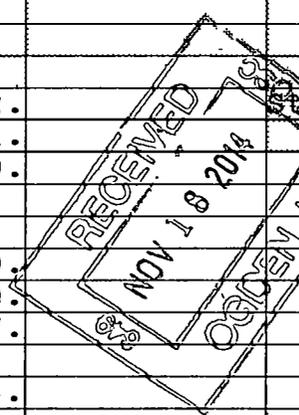
C If exemption application is pending, check here

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

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		4,771.	4,771.		Statement 1
4 Dividends and interest from securities		191,825.	191,825.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		498,083.			
b Gross sales price for all assets on line 6a		2,778,257.			
7 Capital gain net income (from Part IV, line 2)			498,083.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		5,152.	5,152.		Statement 3
12 Total Add lines 1 through 11		699,831.	699,831.		
13 Compensation of officers, directors, trustees, etc		49,280.	0.		49,280.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 4		300.	0.		0.
b Accounting fees Stmt 5		6,900.	6,900.		0.
c Other professional fees Stmt 6		101,911.	100,107.		0.
17 Interest					
18 Taxes Stmt 7		8,494.	4,724.		0.
19 Depreciation and depletion					
20 Occupancy		8,970.	0.		0.
21 Travel, conferences, and meetings		10,324.	0.		0.
22 Printing and publications					
23 Other expenses Stmt 8		21,282.	6,081.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		207,461.	117,812.		49,280.
25 Contributions, gifts, grants paid		413,154.			413,154.
26 Total expenses and disbursements. Add lines 24 and 25		620,615.	117,812.		462,434.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		79,216.			
b Net investment income (if negative, enter -0-)			582,019.		
c Adjusted net income (if negative, enter -0-)				N/A	



SCANNED NOV 20 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	863,288.	790,600.	790,600.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations Stmt 9	964,788.	935,609.	883,744.
	b Investments - corporate stock Stmt 10	6,465,690.	6,730,921.	8,395,230.
	c Investments - corporate bonds	250,000.		
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other Stmt 11	1,153,718.	1,067,050.	1,203,864.	
14 Land, buildings, and equipment basis Stmt 12	24,772.			
Less accumulated depreciation Stmt 12	24,772.			
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	9,697,484.	9,524,180.	11,273,438.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	9,697,484.	9,524,180.	
30 Total net assets or fund balances	9,697,484.	9,524,180.		
31 Total liabilities and net assets/fund balances	9,697,484.	9,524,180.		

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	9,697,484.
2 Enter amount from Part I, line 27a	2	79,216.
3 Other increases not included in line 2 (itemize) Partnership Book/Tax Adjustments	3	15,987.
4 Add lines 1, 2, and 3	4	9,792,687.
5 Decreases not included in line 2 (itemize) Prior period tax basis adjustments	5	268,507.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,524,180.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,778,257.		2,311,265.	498,083.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			498,083.
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 }		2 498,083.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	442,380.	9,371,846.	.047203
2011	515,588.	10,262,486.	.050240
2010	470,658.	10,213,226.	.046083
2009	478,805.	9,072,026.	.052778
2008	689,378.	11,789,543.	.058474

2 Total of line 1, column (d)	2	.254778
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	.050956
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,913,312.
5 Multiply line 4 by line 3	5	556,099.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,820.
7 Add lines 5 and 6	7	561,919.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	462,434.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	1	11,640.
3	Add lines 1 and 2	2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	11,640.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4	0.
6	Credits/Payments	5	11,640.
6a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	19,493.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	19,493.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,853.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 7,853. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.lirf.org
14 The books are in care of Gwenn Gebhard, Executive Director Telephone no 202-679-0677 Located at 1720 N Street, N.W., Washington, DC ZIP+4 20036
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (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)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the 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 2013?
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2013 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 2013.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53 4945-5(d) N/A

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13		49,280.	2,750.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
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	8,734,995.
b	Average of monthly cash balances	1b	826,944.
c	Fair market value of all other assets	1c	1,517,566.
d	Total (add lines 1a, b, and c)	1d	11,079,505.
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	11,079,505.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	166,193.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,913,312.
6	Minimum investment return. Enter 5% of line 5	6	545,666.

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	545,666.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	11,640.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	11,640.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	534,026.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	534,026.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	534,026.

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	462,434.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	462,434.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	462,434.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				534,026.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	104,429.			
b From 2009	27,270.			
c From 2010				
d From 2011	58,129.			
e From 2012				
f Total of lines 3a through e	189,828.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	462,434.			
a Applied to 2012, 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 2013 distributable amount				462,434.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	71,592.			71,592.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	118,236.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	32,837.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	85,399.			
10 Analysis of line 9				
a Excess from 2009	27,270.			
b Excess from 2010				
c Excess from 2011	58,129.			
d Excess from 2012				
e Excess from 2013				

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 2013, enter the date of the ruling

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
3 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 foundation 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 or e-mail address of the person to whom applications should be addressed

See Statement 14

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
See attached schedule				413,154.
Total			▶ 3a	413,154.
b Approved for future payment				
None				
Total			▶ 3b	0.

LUTHER I. REPROGLE FOUNDATION

Grants Paid in Fiscal Year 2013

1/1/2013 through 12/31/2013

Organization Name	Program Name	City, State	Amount
AFS-USA, Inc.	Discretionary Grant	New York, NY	\$500
American Academy Of Rome	Broneer Traveling Fellowship	New York, NY	\$28,774
American School Of Classical Studies At Athens	Corinth Excavation	Princeton, NJ	\$1,380
American School Of Classical Studies At Athens	Isthmia Excavation	Princeton, NJ	\$25,000
Ampersand Families	General Operating Support	Minneapolis, MN	\$5,000
Avenues For Homeless Youth	General Operating Support	Minneapolis, MN	\$10,000
Banyan Community	Operating Support & Scholar	Minneapolis, MN	\$7,500
Breaking Free	General Operating Support	Minneapolis, MN	\$5,000
Bridge For Youth, The	General Operating Support	Minneapolis, MN	\$10,000
Byte Back	General Operating Support	Washington, DC	\$10,000
Community Council For The Homeless At Friendship Place	General Operating Support	Washington, DC	\$1,000
Critical Exposure	General Operating Support	Washington, DC	\$5,000
Dartmouth College	Discretionary Grant	Hanover, NH	\$2,500
DC Creative Writing Workshop	General Operating Support	Washington, DC	\$7,500
DC Rape Crisis Center	General Operating Support	Washington, DC	\$10,000
Family Resource Center	Discretionary Grant	Chicago, IL	\$5,500
Family Resource Center	Discretionary Grant	Chicago, IL	\$1,000
First Presbyterian Church Of Chicago	General Operating Support	Chicago, IL	\$30,000
Foster & Adoptive Parent Advocacy Center	Clinical Rap Groups	Washington, DC	\$10,000
Friends Of Dupont Ice Arena	General Operating Support	Washington, DC	\$5,000
Homeless Children's Playtime Project	General Operating Support	Washington, DC	\$5,000
Hope and a Home	General Operating Support	Washington, DC	\$5,000
Hope Rural School	General Operating Support	Indiantown, FL	\$5,000
Imagination Stage	General Operating Support	Bethesda, MD	\$1,000
Jayne A. Howell	Reprogle Award For Management Improvement	Washington, DC	\$5,000
Jo Daviess Conservation Foundation	Discretionary Grant	Elizabeth, IL	\$6,000
John Carter Brown Library	Discretionary Grant	Providence, RI	\$5,000
John Carter Brown Library	Discretionary Grant	Providence, RI	\$5,000
Little Blue House	General Operating Support	Washington, DC	\$5,000
Little Blue House	General Operating Support	Washington, DC	\$5,000

LUTHER I. REPROGLOE FOUNDATION

Lorene Replogle Counseling Center (Fourth Presbyterian Church of Chicago)	General Operating Support	Chicago, IL	\$25,000
Merit School Of Music	Mary Herron Scholarships	Chicago, IL	\$12,000
Metropolitan Interfaith Council For Affordable Housing	General Operating Support	Minneapolis, MN	\$5,000
One Ministries Unique Learning Center	General Operating Support	Washington, DC	\$5,000
Project Exploration	General Operating Support	Chicago, IL	\$5,000
Reach, Inc.	General Operating Support	Washington, DC	\$10,000
Rebuilding Together	General Operating Support	Washington, DC	\$15,000
Regina Dominican High School	Discretionary Grant	Chicago, IL	\$5,500
Regina Dominican High School	Discretionary Grant	Chicago, IL	\$1,000
ReSET	General Operating Support	Washington, DC	\$5,000
Resources For Inner City Children	General Operating Support	Washington, DC	\$5,000
SAFE Child	Welcome Baby	Raleigh, NC	\$5,000
Schubert Club	Music Education Programs	Minneapolis, MN	\$5,000
South Shore Art Center	Discretionary Grant	Cohasset, MA	\$1,000
South Shore Hospital Foundation	Discretionary Grant	Cohasset, MA	\$5,000
St. Anne's Place	Children & Youth Programs	Minneapolis, MN	\$5,000
St. Stephen's Episcopal Church	Discretionary Grant	Cohasset, MA	\$1,000
Storycatchers Theatre	General Operating Support	Chicago, IL	\$5,000
STRIVE	General Operating Support	Chicago, IL	\$2,000
The Cradle Foundation	Discretionary Grant	Chicago, IL	\$5,000
Twin Cities Habitat For Humanity	Discretionary Grant	Minneapolis, MN	\$5,000
University Of Chicago	Discretionary Grant	Chicago, IL	\$5,000
University Of Pennsylvania	Gordion Archaeological Excavation	Philadelphia, PA	\$25,000
US Naval Academy	Replogle Speaker Series (PoliSciDept)	Annapolis, MD	\$7,500
Words, Beats And Life	General Operating Support	Washington, DC	\$5,000
Yale University	Discretionary Grant	New Haven, CT	\$500
Yale University	Discretionary Grant	New Haven, CT	\$5,000
TOTAL			\$413,154

Luther I. Replogle Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a ML - 4368	P		
b ML - 4368	P		
c ML - 4201	P		
d ML - 4201	P		
e ML - 4366	P		
f ML - 4366	P		
g ML - 4152	P		
h ML - 4152	P		
i ML - 2515	P		
j ML - 2515	P		
k ML - 2556	P		
l ML - 2556	P		
m ML - 2557	P		
n ML - 2557	P		
o Partnership K-1 Gains			

(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 136,952.		139,744.	-2,792.
b 141,720.		139,777.	1,943.
c 2,495.		2,282.	213.
d 110,223.		94,015.	16,208.
e 52,612.		55,048.	-2,436.
f 177,508.		160,040.	17,468.
g 465,213.		428,313.	36,900.
h 1,019,222.		738,885.	280,337.
i 21,697.		21,001.	696.
j 10,600.		10,011.	589.
k 232,195.		221,389.	10,806.
l 6,713.		6,224.	489.
m 348,436.		273,654.	74,782.
n 28,917.		20,882.	8,035.
o			31,091.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-2,792.
b			1,943.
c			213.
d			16,208.
e			-2,436.
f			17,468.
g			36,900.
h			280,337.
i			696.
j			589.
k			10,806.
l			489.
m			74,782.
n			8,035.
o			31,091.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate,
2-story brick warehouse, or common stock, 200 shs MLC Co

(b) How acquired
P - Purchase
D - Donation

(c) Date acquired
(mo, day, yr)

(d) Date sold
(mo, day, yr)

1a	(b)	(c)	(d)
Capital Gains Dividends			
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 23,754.			23,754.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			23,754.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	498,083.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

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

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
BH Opportunity Fund Partners IX	1,549.	1,549.	
BH Opportunity Fund Partners VIII	3.	3.	
Merrill Lynch	436.	436.	
Westminster Fund VI	838.	838.	
Westminster Fund VII	1,945.	1,945.	
Total to Part I, line 3	4,771.	4,771.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Merrill Lynch - Capital Gain Distributions	23,754.	23,754.	0.	0.	
Merrill Lynch - Domestic Dividends	144,396.	0.	144,396.	144,396.	
Merrill Lynch - Foreign Dividends	38,862.	0.	38,862.	38,862.	
Merrill Lynch - US Accrued Interest Paid	-979.	0.	-979.	-979.	
Merrill Lynch - US interest	6,997.	0.	6,997.	6,997.	
Merrill Lynch - US OID	1,602.	0.	1,602.	1,602.	
The Endowment Fund	947.	0.	947.	947.	
To Part I, line 4	215,579.	23,754.	191,825.	191,825.	

Form 990-PF	Other Income	Statement	3
-------------	--------------	-----------	---

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
BH Opportunity Fund Partners VIII, LP	-8,276.	-8,276.	
BH Opportunity Fund Partners IX, LP	-1,886.	-1,886.	
AP Alternative Assets LP	12.	12.	
Westminster Fund VI, LP	-4,517.	-4,517.	
Westminster Fund VII, LP	-7,901.	-7,901.	
Blackrock Global Horizons	27,720.	27,720.	
Total to Form 990-PF, Part I, line 11	5,152.	5,152.	

Form 990-PF	Legal Fees	Statement	4
-------------	------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Registered agent	300.	0.		0.
To Fm 990-PF, Pg 1, ln 16a	300.	0.		0.

Form 990-PF	Accounting Fees	Statement	5
-------------	-----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Gottke & Blumenauer	6,900.	6,900.		0.
To Form 990-PF, Pg 1, ln 16b	6,900.	6,900.		0.

Form 990-PF Other Professional Fees Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll processing fees	1,804.	0.		0.
Merrill Lynch management fees	100,107.	100,107.		0.
To Form 990-PF, Pg 1, ln 16c	101,911.	100,107.		0.

Form 990-PF Taxes Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll taxes	3,770.	0.		0.
Foreign taxes	4,724.	4,724.		0.
To Form 990-PF, Pg 1, ln 18	8,494.	4,724.		0.

Form 990-PF Other Expenses Statement 8

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Partnership K-1 expenses	6,081.	6,081.		0.
Postage and delivery	153.	0.		0.
Telephone	1,022.	0.		0.
Professional development	2,042.	0.		0.
Miscellaneous	11,984.	0.		0.
To Form 990-PF, Pg 1, ln 23	21,282.	6,081.		0.

Form 990-PF U.S. and State/City Government Obligations Statement 9

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Merrill Lynch - US Govt	X		935,609.	883,744.
Total U.S. Government Obligations			935,609.	883,744.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			935,609.	883,744.

Form 990-PF Corporate Stock Statement 10

Description	Book Value	Fair Market Value
Merrill Lynch - stocks	6,730,921.	8,395,230.
Total to Form 990-PF, Part II, line 10b	6,730,921.	8,395,230.

Form 990-PF Other Investments Statement 11

Description	Valuation Method	Book Value	Fair Market Value
Partnerships	COST	1,067,050.	1,203,864.
Total to Form 990-PF, Part II, line 13		1,067,050.	1,203,864.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 12

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Furniture and fixtures	24,772.	24,772.	0.
Total To Fm 990-PF, Part II, ln 14	24,772.	24,772.	0.

Form 990-PF

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

Statement 13

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Gwenn H.S. Gebhard 1720 N Street, NW Washington, DC 20036	Executive Director 40.00	49,280.	2,750.	0.
Sophia Gebhard Anema 1720 N Street, NW Washington, DC 20036	Director 0.00	0.	0.	0.
Elizabeth Gebhard Dickie 1720 N Street, NW Washington, DC 20036	Treasurer 0.00	0.	0.	0.
Paul R.S. Gebhard 1720 N Street, NW Washington, DC 20036	President 2.00	0.	0.	0.
William McClintic 1720 N Street, NW Washington, DC 20036	Secretary 0.00	0.	0.	0.
David Replogle 1720 N Street, NW Washington, DC 20036	Director 0.00	0.	0.	0.
Anne Witkowsky 1720 N Street, NW Washington, DC 20036	Director 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		49,280.	2,750.	0.

• 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. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

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

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

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

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

Gwenn Gebhard, Executive Director

• The books are in the care of **1720 N Street, N.W. - Washington, DC 20036**

Telephone No. **202-679-0677**

Fax No.

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **November 15, 2014**.

5 For calendar year **2013**, or other tax year beginning _____, and ending _____.

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

7 State in detail why you need the extension

Additional time is needed due to unavoidable absence of an individual having sole authority to execute the return

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	19,493.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	19,493.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature

Title **CPA**

Date

- 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. Only file the original (no copies needed).

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

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

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

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

Gwenn Gebhard, Executive Director

- The books are in the care of 1720 N Street, N.W. - Washington, DC 20036
Telephone No. 202-679-0677 Fax No.
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until November 15, 2014.
- For calendar year 2013, or other tax year beginning _____, and ending _____.
- If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- State in detail why you need the extension
Additional time is needed due to unavoidable absence of an individual having sole authority to execute the return

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	19,493.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	19,493.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature Title CPA Date