Form **990-PF**

Department of the Treasury Internal Revenue Service (77)

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning , 2008, and ending ,

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

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

Luther I. Replogle Foundation
1720 N. Street NW
Washington, DC 20036

A Employer identification number: 36-6141697

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

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

D 1 Foreign organizations, check here ► [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 9,487,559.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	6,000.			
	2 Ck ► [ ] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	2,569.	2,569.	N/A	
	4 Dividends and interest from securities	277,077.	277,077.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	37,623.			
	b Gross sales price for all assets on line 6a 2,213,805.				
	7 Capital gain net income (from Part IV, line 2)		37,623.		
	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	-56,424.	-42,881.		
	12 **Total.** Add lines 1 through 11	266,845.	274,388.		
ADMINISTRATIVE OPERATING AND EXPENSES	13 Compensation of officers, directors, trustees, etc	42,435.			42,435.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	6,524.			6,524.
	16a Legal fees (attach schedule) See St 2	2,522.			2,522.
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) See St 3	45,112.	43,765.		1,347.
	17 Interest				
	18 Taxes (attach schedule) See Stmt 4	7,035.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy	12,111.			12,111.
	21 Travel, conferences, and meetings	16,562.			16,562.
	22 Printing and publications	20.			20.
	23 Other expenses (attach schedule) See Statement 5	57,010.	4,264.		52,746.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	189,331.	48,029.		134,267.
	25 Contributions, gifts, grants paid Part XV	557,375.			557,375.
	26 **Total expenses and disbursements.** Add lines 24 and 25	746,706.	48,029.		691,642.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-479,861.			
	b **Net investment income** (if negative, enter -0-)		226,359.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	436,904.	306,809.	306,809.
	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)			
	b Investments – corporate stock (attach schedule) Statement 6	5,465,169.	5,281,374.	5,982,780.
	c Investments – corporate bonds (attach schedule) Statement 7	3,127,860.	2,723,473.	2,078,606.
	11 Investments – land, buildings, and equipment basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) Statement 8	548,645.	787,061.	1,119,364.
	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)	9,578,578.	9,098,717.	9,487,559.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	9,578,578.	9,098,717.	
	30 **Total net assets or fund balances** (see the instructions)	9,578,578.	9,098,717.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	9,578,578.	9,098,717.	

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	9,578,578.
2	Enter amount from Part I, line 27a	2	-479,861.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	9,098,717.
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	9,098,717.

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	2,213,017.		2,176,182.	36,835.
b	788.			788.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				36,835.
b				788.
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** 37,623.

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))
2007	690,621.	13,428,929.	0.051428
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

2	**Total** of line 1, column (d)	2	0.239909
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	0.047982
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	11,789,543.
5	Multiply line 4 by line 3	5	565,686.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,264.
7	Add lines 5 and 6	7	567,950.
8	Enter qualifying distributions from Part XII, line 4	8	691,642.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling letter: _______ (attach copy of ruling letter if necessary — see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b		1	2,264.
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	2,264.
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	2,264.
6	Credits/Payments			
a	2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 17,356.		
b	Exempt foreign organizations — tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	17,356.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ 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	15,092.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ► 3,000. **Refunded** ►		11	12,092.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	If the answer is 'Yes' to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		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? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► IL DC			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A | Statements Regarding Activities *Continued*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► www.lirf.org

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

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

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

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see 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. ► 20__ , 20__ , 20__ , 20__				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2008 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 2008.)*		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 2008?		4b		X

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

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

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

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

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

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

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

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

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

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

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

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

If you answered 'Yes' to 6b, also file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		42,435.	3,000.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services– (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1a	10,864,931.
b Average of monthly cash balances	1b	216,247.
c Fair market value of all other assets (see instructions)	1c	887,901.
d **Total** (add lines 1a, b, and c)	1d	11,969,079.
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	11,969,079.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	179,536.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,789,543.
6 **Minimum investment return.** Enter 5% of line 5	6	589,477.

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	589,477.
2a Tax on investment income for 2008 from Part VI, line 5 — 2a: 2,264.		
b Income tax for 2008 (This does not include the tax from Part VI) — 2b:		
c Add lines 2a and 2b	2c	2,264.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	587,213.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	587,213.
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	587,213.

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	691,642.
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	691,642.
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	2,264.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	689,378.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				587,213.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			0.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2008.				
a From 2003 — 4,245.				
b From 2004				
c From 2005				
d From 2006 — 48,442.				
e From 2007 — 35,659.				
f **Total** of lines 3a through e	88,346.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► $ 691,642.				
a Applied to 2007, 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 2008 distributable amount				587,213.
e Remaining amount distributed out of corpus	104,429.			
5 Excess distributions carryover applied to 2008 *(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	192,775.			
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 2007 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				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 2003 not applied on line 5 or line 7 (see instructions)	4,245.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	188,530.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006 — 48,442.				
d Excess from 2007 — 35,659.				
e Excess from 2008 — 104,429.				

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 2008, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a 'Assets' alternative test — enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 11

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	557,375.
Total			► **3a**	557,375.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,569.	
4 Dividends and interest from securities			14	277,077.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	37,623.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a K-1 Income	525990	-13,543.	14	-42,881.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-13,543.		274,388.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	260,845.

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

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

SIGN HERE

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

▶ Signature of officer or trustee [redacted]

Paid Preparer's Use Only

Preparer's signature ▶ [redacted]

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

BAA

TEEA0503L

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ and 990-PF**
► **See separate instructions.**

OMB No 1545-0047

2008

Name of the organization	Employer identification number
Luther I. Replogle Foundation	36-6141697

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ
- [ ] 501(c)(_____) (enter number) organization
- [ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- [ ] 527 political organization

Form 990-PF
- [X] 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 –

[X] 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 (1) $5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 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** answer 'No' on Part IV, line 2 of their Form 990, or check the box in the heading of their 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).

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

Part I **Contributors** (see 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	$ 6,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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

K-1 Income (Non-UBI)	-42,881
K-1 Income (UBI)	-13,543
Total K-1 Income	-56,424

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
K-1 Income	$ -56,424.	$ -42,881.	
Total	$ -56,424.	$ -42,881.	$ 0.

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/counsel	$ 2,522.			$ 2,522.
Total	$ 2,522.	$ 0.		$ 2,522.

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	$ 43,765.	$ 43,765.		
Payroll processing fees	1,347.			$ 1,347.
Total	$ 45,112.	$ 43,765.		$ 1,347.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	$ 7,000.			
IRS miscellaneous fee	35.			
Total	$ 7,035.	$ 0.		$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative fees	$ 46,295.			$ 46,295.
Bank charges and fees	1,204.	$ 1,204.		
Charitable-use property insurance	325.			325.
Develop & maintain website	552.			552.
Dues and memberships	4,045.			4,045.
K-1 expenses	3,060.	3,060.		
Postage	455.			455.
State or local filing fees	315.			315.
Supplies	759.			759.
Total	$ 57,010.	$ 4,264.		$ 52,746.

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

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate stock - see attachment	Cost	$ 5,281,374.	$ 5,982,780.
	Total	$ 5,281,374.	$ 5,982,780.

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

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Corporate bonds - see attachment	Cost	$ 2,723,473.	$ 2,078,606.
	Total	$ 2,723,473.	$ 2,078,606.

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

Other Investments	Valuation Method	Book Value	Fair Market Value
Westminster Fund VI LP	Cost	$ 187,726.	$ 328,002.
Westminster Fund VII LP	Cost	158,082.	343,940.
MLP AP Alternative Assets LP	Cost	99,049.	103,650.
BH Opportunity Fund Partners	Cost	156,351.	158,139.
B.H. Opportunity Fund Partners IX, LP	Cost	185,853.	185,633.
	Total	$ 787,061.	$ 1,119,364.

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

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

Statement 10
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Anne Witkowsky 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 2 hrs/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.
Gwenn H.S. Gebhard 501 Silverside Rd, Ste 123 Wilmington, DE 19809	Exec. Dir. 40 hrs/wk	42,435.	3,000.	0.
	Total	$ 42,435.	$ 3,000.	$ 0.

Statement 11
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name:	Gwenn Gebhard
Care Of:	Luther I. Replogle Foundation
Street Address:	1720 N Street NW
City, State, Zip Code:	Washington, DC 20036

Statement 11 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

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, 2008

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	$160,110.00
2000	AMGEN INC (AMGN)	$135,628.80	$115,500 00
6000	American Express Co. (AXP)	$72,266.53	$111,300.00
1500	Bank of America Corp (BAC)	$63,025.05	$21,120.00
2000	Caterpillar Inc. (CAT)	$77,648.90	$89,340.00
1500	Celgene Corp (CELG)	$76,920.00	$82,920 00
5000	CONOCOPHILLIPS (COP)	$119,829 41	$259,000.00
3000	COSTCO WHOLESALE CORP NEW (COST)	$123,773.50	$157,500.00
1000	DEERE CO (DE)	$61,476.00	$38,320.00
3000	Walt Disney Holdings Co (DIS)	$65,455.50	$68,070.00
2000	ENI S.P.A. (E)	$26,304.00	$95,640 00
6000	ISHARES MSCI EMERGING MARKETS INDEX FD (EEM)	$153,346.00	$149,820.00
4950	ISHARES TRUST MSCI EAFE INDEX FUND (EFA)	$227,897.22	$222,057.00
10000	EMC CORP-MASS (EMC)	$100,600.00	$104,700.00
2000	Entergy Corp New (ETR)	$113,399.00	$166,260.00
40000	Entravision Communications Corp (EVC)	$215,833.00	$62,400.00
4000	GENERAL ELECTRIC CO (GE)	$106,660.00	$64,800.00
1000	Gilead Sciences Inc. (GILD)	$47,500.00	$51,140.00
10000	Corning Inc (GLW)	$206,746 00	$95,300.00
4000	GREAT PLAINS ENERGY (GXP)	$105,818 00	$77,320.00
1500	International Business Machines (IBM)	$151,476.15	$126,240.00
2000	INTEL CORP (INTC)	$2,381.20	$29,320.00
2700	ISHARES RUSSELL 2000 (IWM)	$100,554.86	$132,948 00
4000	JOHNSON & JOHNSON (JNJ)	$59,232.96	$239,320.00
10000	JP MORGAN CHASE & CO (JPM)	$92,870 00	$315,300.00
4000	Nordstrom Inc (JWN)	$74,830 00	$53,240.00
10000	Kite Rlty Group Trust (KRG)	$151,582 55	$55,600.00
6000	QUICKSILVER RES INC (KWK)	$38,224.00	$33,420.00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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
1000	LOCKHEED MARTIN CORP (LMT)		$19,756.30	$84,080.00
3000	LUXOTTICA GP SPA (LUX)		$91,077.30	$54,360 00
2000	Medtronic Inc (MDT)		$72,637.50	$62,840 00
1000	MONSANTO CO (MON)		$103,186.00	$70,350.00
4000	Microsoft Corporation (MSFT)		$109,860.00	$77,760.00
3000	MURPHY OIL CP HLDG (MUR)		$64,051.54	$133,050.00
2000	NEWELL FINCL TR I 5.25PFD (NEFIO.PK)		$88,500 00	$52,000.00
2000	Northrop Grumman Corp (NOC)		$94,991 52	$90,080.00
7500	Nestle S.A. (NSRGY.PK)		$158,715.00	$297,750.00
8000	Old Rep Intl Corp (ORI)		$27,646.58	$95,360.00
4000	PAYCHEX INC COM (PAYX)		$36,872.71	$105,120 00
6000	Pfizer Inc (PFE)		$183,532.50	$106,260 00
2500	PROCTER GAMBLE CO (PG)		$80,056.10	$154,550 00
2500	PUBLIC STORAGE INC (PSA)		$43,950.00	$198,750.00
6000	PUGET ENERGY HOLDING (PSD)		$148,271.80	$163,620 00
4000	QUALCOMM INC (QCOM)		$137,253 80	$143,320.00
10000	Sara Lee Corp (SLE)		$165,556.00	$97,900.00
5000	Staples Inc. (SPLS)		$129,851.50	$89,600.00
4000	AT&T Corp Com New (T)		$80,411.84	$114,000.00
1500	Telefonica S A Adr (TEF)		$9,573.03	$101,085.00
3000	Teva Pharmeceutical Sp Adr (TEVA)		$75,171 00	$127,710.00
30000	TRANSWITCH CORPORATION (TXCC)		$72,019 50	$8,400 00
2000	UNITED TECHNOLOGIES CORP (UTX)		$133,059.00	$107,200.00
2000	Walgreen Co (WAG)		$86,840.00	$49,340.00
2000	EXXON MOBIL CORP (XOM)		$72,725 00	$159,660.00
1500	ZIMMER HOLDINGS INC (ZMH)		$101,202 00	$60,630 00
		TOTAL:	**$5,281,374**	**$5,982,780**

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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
150000	AMERICAN EXPRESS BK FSB MTN 5 55000% 10/17/2012NT (02580ECG6)	$153,472 50	$142,141 50
200000	Credit Suisse International 0% 12/30/11 (22546KAM2)	$200,000.00	$188,540.00
100000	CREDIT SUISSE INTL BOND 0.000% 09/21/2009 ZERO (22546KAR1)	$100,000.00	$96,570.00
300000	CREDIT SUISSE INTL MTN 0.000% 10/30/2012 ZERO (22546KAY6)	$300,000.00	$277,020.00
100000	CS FIRST BOSTON NY BRH SR MTN 0.000% 07/30/2010 (2254C0LC9)	$100,000.00	$73,870.00
250000	CREDIT SUISSE NEW YORK SER MTN 0.000% 04/30/2010 V (2254C0LJ4)	$250,000 00	$213,250 00
250000	Credit Suisse New York 0% 09/30/10 (2254C0NZ6)	$250,000.00	$250,000.00
200000	Credit Suisse International 0% 07/29/11 (2254C0PQ4)	$200,000.00	$99,860.00
200000	DEAN FOODS CO 6.625% 05/15/09 (242361AC7)	$216,250.00	$201,054 00
10000	HSBC USA Inc Performance 0% (4042EP750)	$100,000.00	$1,000.00
250000	JPMorgan Chase BAnk NA 0% 10/29/10 (4662A0F30)	$250,000.00	$92,750.00
200000	JPMORGAN CHASE BK NY 0.0% 06/30/2011 ZERO LKD (4662A0H79)	$200,000.00	$94,600.00
100000	JPMORGAN CHASE BK NEW YORK 0.00000% 08/02/2011 (4662A0J51)	$100,000 00	$48,520.00
100000	Union Carbide 6.75% Due 4-1-09 (905581AV6)	$103,750 00	$99,430.00
200000	UBS AG Jersey BRH Med Term Notes 4.59 due 7.31.13 (UBSAG73113)	$200,000 00	$200,000.00
	TOTAL:	**$2,723,473**	**$2,078,606**

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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
AFS-USA INC 1 WHITEHALL ST FL 2, NEW YORK, NY 10004-2146	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000.00
AMERICAN ACADEMY IN ROME 7 E 60TH ST, NEW YORK, NY 10022-1001	N/A	509(a)(1)	OSCAR BRONEER TRAVELING FELLOWSHIP PROGRAM	$27,100 00
ASCENSION PLACE INC 1803 BRYANT AVE N, MINNEAPOLIS, MN 55411-3212	N/A	509(a)(1)	CHILDREN'S PROGRAM PROJECT	$5,000 00
AVENUES FOR HOMELESS YOUTH 1708 OAK PARK AVE N, MINNEAPOLIS, MN 55411-3944	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
BANYAN FOUNDATION 2647 BLOOMINGTON AVE S 300, MINNEAPOLIS, MN 55407-1137	N/A	509(a)(1)	SCHOLARSHIP FUND AND GENERAL OPERATING SUPPORT	$7,500 00
BRIDGE FOR RUNAWAY YOUTH INC 2200 EMERSON AVE S, MINNEAPOLIS, MN 55405-2628	N/A	509(a)(1)	INDEPENDENT 365 PROJECT	$5,000 00
BRIGHT BEGINNINGS INC 128 M STREET NW, MCLEAN, VA 20001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
BROWN UNIVERSITY PETRA GREAT TEMPLE EXCAVATION BOX 1921, PROVIDENCE, RI 02912	N/A	509(a)(1)	PETRA GREAT TEMPLE EXCAVATION PROJECT	$65,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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
CAPITOL HILL COMPUTER CORNER 1500 D ST SE, WASHINGTON, DC 20003-2438	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,500 00
CARIDAD CENTER INC 8645 W BOYNTON BEACH BLVD, BOYNTON BEACH, FL 33472-4415	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$16,000 00
CHICAGO YOUTH CENTERS 218 S WABASH AVENUE, SUITE 600, CHICAGO, IL 60604	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
CHICAGO YOUTH CENTERS 218 S WABASH AVENUE, SUITE 600, CHICAGO, IL 60604	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 CREATIVE WRITING WORKSHOP INC 601 MISSISSIPPI AVE SE, WASHINGTON, DC 20032-3862	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
D C RAPE CRISIS CENTER 1625 K ST NW STE 700, WASHINGTON, DC 20006-1616	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,500 00
DARTMOUTH COLLEGE FUND 6066 DEVELOPMENT OFFICE, HANOVER, NH 03755	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500.00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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
EDWARD M ALFORD P O BOX 33873, WASHINGTON, DC 20033	None	N/A	AWARD	$5,000 00
EMERGENCY FUND 208 S LASALLE STREET, CHICAGO, IL 60604-1230	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
EMMAUS SERVICES FOR THE AGING INC 1426 9TH ST NW, WASHINGTON, DC 20001-3330	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
FIRST PRESBYTERIAN CHURCH OF CHICAGO 6400 SOUTH KIMBARK AVENUE, CHICAGO, IL 60637	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$30,000 00
FIRST PRESBYTERIAN CHURCH OF CHICAGO, KIMBARK REVITALIZATION FUND 6400 SOUTH KIMBARK AVE , CHICAGO, IL 60637	N/A	509(a)(1)	KIMBARK REVITALIZATION FUND	$5,000 00
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 PROJECT	$25,000 00
FREEPORT WEST INC 2219 OAKLAND AVE, MINNEAPOLIS, MN 55404-3749	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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
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 724 SECOND STREET, MUKILTEO, WA 98275-1577	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
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 PROGRAM	$5,000 00
HOLY FAMILY MINISTRIES 790 FRONTAGE ROAD, NORTHFIELD, IL 60093-1204	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
HOPE AND A HOME-INC 1816 12TH ST NW, WASHINGTON, DC 20009-4422	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000.00
HOPE COLLEGE 141 E 8TH ST, HOLLAND, MI 49423-3503	N/A	509(a)(1)	SCHOLARSHIP	$1,000 00
HOPE RURAL SCHOOL INC 15929 SW 150TH ST, INDIANTOWN, FL 34956-3406	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,000.00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HULL HOUSE ASSOCIATION 1030 W VAN BUREN ST, CHICAGO, IL 60607-2916	N/A	509(a)(1)	TEEN PREGNANCY PREVENTION PROGRAM AT THE HEARST SCHOOL	$7,000 00
IMAGINATION STAGE INC 4908 AUBORN AVE , BETHESDA, MD 20814	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
INTERACT - THE FAMILY VIOLENCE PREVENTION CENTER INC 1012 OBERLIN ROAD SUITE 100, RALEIGH, NC 27605-1237	N/A	509(a)(1)	FAMILY-CENTERED SERVICES FOR VICTIMS OF FAMILY VIOLENCE PROJECT	$7,500 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
JO DAVIESS CONSERVATION FOUNDATION INC PO BOX 216, ELIZABETH, IL 61028-0216	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$6,000 00
JUBILEE JOBS INC 2712 ONTARIO RD NW, WASHINGTON, DC 20009-2154	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000.00
JUVENILE PROTECTIVE ASSOCIATION 1707 N HALSTED ST, CHICAGO, IL 60614-5501	N/A	509(a)(2)	TO RENOVATE JPA CAMPAIGN	$10,000 00
KATAHDIN INC 2318 PARK AVE, MINNEAPOLIS, MN 55404-3712	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00

Luther I. Replogle Foundation
EIN: 36-6141697
Taxable Year Ending December 31, 2008

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 PROGRAM	$3,000 00
LINCOLN PARK ZOOLOGICAL SOCIETY 2001 N CLARK ST, CHICAGO, IL 60614-4712	N/A	509(a)(1)	MALOTT FAMILY ZOO INTERN PROGRAM (ZIP) PROJECT	$5,000.00
MACALESTER COLLEGE 1600 GRAND AVE, SAINT PAUL, MN 55105-1801	N/A	509(a)(1)	KENCHRAEI EXCAVATIONS PROGRAM	$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)	MARY HERRON REPLOGLE SCHOLARSHIP PROGRAM	$10,000 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

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Taxable Year Ending December 31, 2008

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
MINNEHAHA ACADEMY 3100 W RIVER PKWY, MINNEAPOLIS, MN 55406-1843	N/A	509(a)(1)	LIFETIME CAPITAL CAMPAIGN	$5,000 00
MINNESOTA HOUSING PARTNERSHIP 2446 UNIVERSITY AVE W STE 140, ST PAUL, MN 55114-1740	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
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 DIVISION	$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
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
PERRY SCHOOL COMMUNITY SERVICES CENTER INC 128 M STREET NW, WASHINGTON, DC 20001-1205	N/A	509(a)(1)	SUMMER CAMP AND SCHOOL PROGRAM	$2,500 00

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PINE MANOR COLLEGE 400 HEATH ST, CHESTNUT HILL, MA 02467-2332	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 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 308, WASHINGTON, DC 20007-4104	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
REBUILDING TOGETHER OF WASHINGTON DC INC 2233 WISCONSIN AVE NW STE 308, WASHINGTON, DC 20007-4104	N/A	509(a)(1)	YEAR ROUND FREE HOME REPAIRS FRO LOW INCOME DC HOMEOWNERS AND COMMUNITY FACILITIES, SPECIALIZING IN HANDICAPPED ACCESSIBILITY PROJECT	$5,000 00
RECORDING FOR THE BLIND & DYSLEXIC INC 5225 WISCONSIN AVE NW STE 312, WASHINGTON, DC 20015-2055	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
RESOURCES FOR INNER CITY CHILDREN 3522 DAVENPORT ST NW, WASHINGTON, DC 20008-4943	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00

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

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SCHUBERT CLUB INC 302 LANDMARK CENTER, ST PAUL, MN 55102-1423	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 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 KING'S HIGHWAY NORTH, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
SOMALI EDUCATION CENTER 2205 NICOLLET AVE, MINNEAPOLIS, MN 55404-3302	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
SOUTH SHORE ART CENTER INC 119 RIPLEY RD, COHASSET, MA 02025-1744	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
SOUTH SHORE HOSPITAL INC 55 FOGG RD, S 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	$5,600.00
ST LEONARD'S MINISTRIES 2100 W WARREN BLVD, CHICAGO, IL 60612-2310	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00

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

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STRIVE 5001 S ELLIS AVE, CHICAGO, IL 60615-2711	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
THE BOARDER BABY PROJECT LTD 524 IRVING ST NW, WASHINGTON, DC 20010-2904	N/A	509(a)(1)	YOUTH DEVELOPMENT PROGRAM	$5,000 00
THE FRIENDS OF THE PALISADES LIBRARY 49TH AND V STS NW, WASHINGTON, DC 20007	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6-8 CHARLTON ST, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	2007-08 OSCAR BRONEER TRAVELING FELLOWSHIP PROGRAM	$30,000 00
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6-8 CHARLTON ST, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	SCHOOL RENOVATIONS PROJECT	$2,000 00
TRUSTEES OF THE AMERICAN SCHOOL OF CLASSICAL STUDIES AT ATHENS 6-8 CHARLTON ST, PRINCETON, NJ 08540-5232	N/A	509(a)(1)	CAPITAL CAMPAIGN	$5,000 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

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
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)	GARETH VAUGHN SCHOLARSHIP FUND	$1,500 00
WASHINGTON REGIONAL ASSOCIATION OF GRANTMAKERS 1400 16TH ST NW STE 740, WASHINGTON, DC 20036-2258	N/A	509(a)(1)	LEADERSHIP FUND	$675 00
WOMEN EMPOWERED AGAINST VIOLENCE INC 1111 16TH ST NW STE 200, WASHINGTON, DC 20036-4835	N/A	509(a)(1)	TEEN EDUCATION PROGRAM	$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)	GENERAL & UNRESTRICTED	$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:	$557,375

Form **8868** (Rev April 2008)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

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

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

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

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

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

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 a corporation 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: 1720 N. Street NW	
	City, town or post office, state, and ZIP code For a foreign address, see instructions: Washington, DC 20036	

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

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

- The books are in the care of ► Gwenn Gebhard

Telephone No. ► 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 corporation required to file Form 990-T) extension of time until 8/15, 20 09, to file the exempt organization return for the organization named above. The extension is for the organization's return for

► [X] calendar year 20 08 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**	$ 2,715.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 17,356.
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 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

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

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

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

Part II **Additional (Not Automatic) 3-Month Extension of Time.** You **must** file original and one copy.

Type or print	Name of Exempt Organization Luther I. Replogle Foundation	**Employer identification number** 36-6141697
File by the extended due date for filing the return See instructions	Number, street, and room or suite number If a P O box, see instructions. 1720 N. Street NW	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions Washington, DC 20036	

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

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

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

● The books are in care of ► Gwenn Gebhard

Telephone No. ► 202-679-0677 FAX No. ►

● If the organization does not have an office or place of business in the United States, check this box . . . . ► [ ]

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

4 I request an additional 3-month extension of time until 11/15, 20 09.

5 For calendar year 2008 , 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	$ 2,715.
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	$ 17,356.
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 ► Date ► AUG 13 2009