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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2015

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

STELLA LUPTON TRUST
BUSEY TRUST COMPANY, TRUSTEE

Number and street (or P O box number if mail is not delivered to street address)

130 NORTH WATER STREET

A Employer identification number

37-6135114

B Telephone number

217-425-8285

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 ►

City or town, state or province, country, and ZIP or foreign postal code

DECATUR, IL 62523

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____

► \$ 4,623,689. (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))

	(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 Dividends and interest from securities	44,912.	36,602.	STATEMENT 1	
5a Gross rents	83,109.	83,109.	STATEMENT 2	
b Net rental income or (loss) 65,566.			STATEMENT 3	
6a Net gain or (loss) from sale of assets not on line 10	6,237.			
b Gross sales price for all assets on line 6a 381,245.				
7 Capital gain net income (from Part IV, line 2)		6,237.		
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	365.	365.	STATEMENT 4	
12 Total. Add lines 1 through 11	134,623.	126,313.		
	18,766.	0.	18,766.	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	3,420.	0.	3,420.	
c Other professional fees				
17 Interest				
18 Taxes	8,360.	465.	0.	
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	17,612.	17,597.	15.	
24 Total operating and administrative expenses. Add lines 13 through 23	48,158.	18,062.	22,201.	
25 Contributions, gifts, grants paid	316,752.		316,752.	
26 Total expenses and disbursements. Add lines 24 and 25	364,910.	18,062.	338,953.	
27 Subtract line 26 from line 12:	-230,287.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		108,251.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Assets	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
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		287,412.	34,846.
	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 8	693,050.	628,444.
	b Investments - corporate stock	STMT 9	269,803.	251,264.
	c Investments - corporate bonds	STMT 10	221,827.	362,429.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 11	434,699.	400,818.
	14 Land, buildings, and equipment: basis ►	2.		
	Less accumulated depreciation ►		2.	2,862,395.
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,906,793.	1,677,803.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		1,906,793.	1,677,803.
	30 Total net assets or fund balances		1,906,793.	1,677,803.
	31 Total liabilities and net assets/fund balances		1,906,793.	1,677,803.

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	1,906,793.
2 Enter amount from Part I, line 27a	2	-230,287.
3 Other increases not included in line 2 (itemize) ► <u>FMV ADJUSTMENT</u>	3	1,297.
4 Add lines 1, 2, and 3	4	1,677,803.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,677,803.

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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 PUBLICLY TRADED SECURITIES			P	07/01/15	12/31/15
b PUBLICLY TRADED SECURITIES			P	07/01/14	12/31/15
c STOCK REDEMPTION			P	07/01/08	12/31/15
d CAPITAL GAINS DIVIDENDS					
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 3,592.		5,012.		-1,420.	
b 373,187.		369,994.		3,193.	
c 2.		2.		0.	
d 4,464.				4,464.	
e					
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				-1,420.	
b				3,193.	
c				0.	
d				4,464.	
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		6,237.
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))
2014	181,350.	5,248,710.	.034551
2013	304,500.	5,291,081.	.057550
2012	125,828.	4,790,455.	.026266
2011	192,606.	3,917,972.	.049160
2010	119,753.	3,464,252.	.034568

2 Total of line 1, column (d)	2	.202095
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	.040419
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,824,416.
5 Multiply line 4 by line 3	5	194,998.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,083.
7 Add lines 5 and 6	7	196,081.
8 Enter qualifying distributions from Part XII, line 4	8	338,953.

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.

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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)	1	1,083.		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b					
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-)					
3 Add lines 1 and 2					
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)					
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-					
6 Credits/Payments:					
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,520.			
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	4,520.			
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	3,437.			
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ►	11	2,317.			

Part VII-A Statements Regarding Activities

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?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
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.

1c Did the foundation file Form 1120-POL for this year?

1d 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.

1e 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

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL

8b 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*

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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

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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 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)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► BUSEY TRUST COMPANY Located at ► 130 NORTH WATER STREET, DECATUR, IL	Telephone no. ► 217-425-8285 ZIP+4 ► 62523	
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	► 8,310.
16 At any time during calendar year 2015, 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 FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X No

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► <input type="checkbox"/>
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► _____, _____, _____, _____	<input type="checkbox"/> Yes	X No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2015 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 2015.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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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.

1	TO CONTRIBUTE TO HOSPITALS	316,752.
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.

1	N/A	0.
2		

All other program-related investments. See instructions.

3		0.

Total. Add lines 1 through 3 ► 0.

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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	1,843,551.
b	Average of monthly cash balances	1b	191,938.
c	Fair market value of all other assets	1c	2,862,395.
d	Total (add lines 1a, b, and c)	1d	4,897,884.
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	4,897,884.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,468.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,824,416.
6	Minimum investment return. Enter 5% of line 5	6	241,221.

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	241,221.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,083.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,083.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	240,138.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	240,138.
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	240,138.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	338,953.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	338,953.
b	Cash distribution test (attach the required schedule)	5	1,083.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	337,870.
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		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				240,138.
2 Undistributed income, if any, as of the end of 2015			257,923.	
a Enter amount for 2014 only				
b Total for prior years:		58,654.		
2013, _____	0.			
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 338,953.			257,923.	
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		58,654.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount	0.			22,376.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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		58,654.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				217,762.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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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				
DECATUR MEMORIAL HOSPITAL 2300 NORTH EDWARD DECATUR, IL 62526	N/A	N/A	OPERATIONS	158,376.
ST. MARY'S HOSPITAL 1800 E. LAKE SHORE DR. DECATUR, IL 62521	N/A	N/A	OPERATIONS	158,376.
Total				► 3a 316,752.
b Approved for future payment				
NONE				
Total				► 3b 0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
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				
4 Dividends and interest from securities		14	44,912.	
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property		16	65,566.	
6 Net rental income or (loss) from personal property				
7 Other investment income		14	365.	
8 Gain or (loss) from sales of assets other than inventory		18	6,237.	
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)	0.	117,080.		0.
13 Total Add line 12, columns (b), (d), and (e)	13	117,080.		
(See worksheet in line 13 instructions to verify calculations.)				

Relationship of Activities to the Accomplishment of Exempt Purposes

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BUSEY TRUST COMPANY	49,376.	4,464.	44,912.	36,602.	
TO PART I, LINE 4	49,376.	4,464.	44,912.	36,602.	

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
STELLA LUPTON TRUST	1	83,109.
TOTAL TO FORM 990-PF, PART I, LINE 5A		83,109.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INSURANCE		725.	
MANAGEMENT FEES		6,620.	
REAL ESTATE TAXES		10,198.	
- SUBTOTAL -	1		17,543.
TOTAL RENTAL EXPENSES			17,543.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			65,566.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBUTION SETTLEMENT PROCEEDS	275. 90.	275. 90.	
TOTAL TO FORM 990-PF, PART I, LINE 11	365.	365.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,420.	0.		3,420.
TO FORM 990-PF, PG 1, LN 16B	3,420.	0.		3,420.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	465.	465.		0.
2014 FEDERAL TAX PAYMENTS	7,895.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,360.	465.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE FEES	15.	0.		15.
INVESTMENT EXPENSE	54.	54.		0.
INSURANCE	725.	725.		0.
MANAGEMENT FEES	6,620.	6,620.		0.
REAL ESTATE TAXES	10,198.	10,198.		0.
TO FORM 990-PF, PG 1, LN 23	17,612.	17,597.		15.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVT OBLIGATIONS	X		398,085.	399,221.
STATE OBLIGATIONS		X	230,359.	233,728.
TOTAL U.S. GOVERNMENT OBLIGATIONS			398,085.	399,221.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			230,359.	233,728.
TOTAL TO FORM 990-PF, PART II, LINE 10A			628,444.	632,949.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCENTURE	3,233.	3,449.
ALTRIA GROUP INC	3,390.	3,900.
AMAZON COM	4,589.	7,435.
AMERICAN INTL GROUP INC NEW	4,655.	5,887.
AMGEN INC	1,289.	4,708.
APPLE COMPUTER INC COM	12,661.	16,736.
BAKER HUGHES INC COM	3,215.	2,308.
BECTON DICKINSON & CO	2,279.	4,623.
BEMENT GRAIN CO	1.	1.
BERKSHIRE HATHAWAY CL B NEW	6,649.	7,526.
BIOGEN IDEC INC COM	3,027.	3,370.
BLACKROCK	3,448.	7,151.
CAPITAL ONE FINANCIAL	5,155.	4,908.
CELGENE CORP COM	2,951.	4,311.
CENTURYLINK INC	0.	0.
CHEVRON	4,139.	4,948.
CISCO	2,126.	3,530.
COGNIZANT TECHNOLOGY SYSTEMS INC	2,492.	2,521.
COLGATE PALMOLIVE	2,103.	4,264.
CROWN CASTLE INTL CORP NEW COM	3,723.	3,977.
DANAHER	2,152.	5,294.
DIAGEO PLC	0.	0.
EMC CORP	0.	0.
EMERSON ELEC CO COM	0.	0.
EOG RES INC COM	4,587.	3,752.
EQUIFAX INC COM	1,672.	1,893.
EXELON CORP COM	4,263.	3,999.
EXPEDITORS	2,976.	4,330.
EXPRESS SCRIPTS HLDG CO	4,483.	6,294.
EXXON MOBIL	3,232.	3,196.

FACEBOOK INC CL A	6,949.	8,896.
FARM COOP DALTON 3RD	1.	1.
FARM COOP CHESTNUT	1.	1.
FARM GR DALTON CITY	1.	1.
FORD MTR CO	4,970.	4,467.
GENERAL DYNAMICS CORP COM	4,097.	3,709.
GENERAL ELECTRIC	4,878.	8,411.
GENTEX CORP	1,949.	2,129.
GILEAD SCIENCES INC	5,566.	5,363.
GOLDMAN SACHS	2,595.	2,163.
GOODYEAR TIRE & RUBBER CO	3,173.	3,855.
GOOGLE INC CL C (ALPHABET)	9,371.	12,901.
HEWLETT PACKARD	0.	0.
INTEL CORP	3,647.	4,892.
JOHNSON & JOHNSON	5,076.	8,526.
LOWES COS	4,608.	6,615.
LYONDELLBASELL INDUSTRIES N V SHS CLASS A	4,595.	3,563.
MEDTRONIC	3,198.	7,230.
MICROSOFT	5,929.	9,043.
MONSANTO	1,958.	2,857.
NATIONAL-OILWELL	0.	0.
NIKE INC	1,975.	8,625.
NTT DOCOMO INC	0.	0.
NUCOR CORP COM	3,571.	2,620.
OCCIDENTAL PETE CORP DEL COM	0.	0.
OMNICOM GROUP INC COM	2,763.	2,951.
ORACLE	4,436.	7,854.
PENTAIR PLC SHS	2,073.	1,337.
PEPSICO INC	4,317.	8,393.
PFIZER INC COM	8,080.	8,490.
PROCTER AND GAMBLE	5,917.	7,465.
QUALCOMM INC COM	0.	0.
RAYTHEON CO	3,370.	3,985.
RED HAT INC COM	2,120.	2,153.
REGIONS FINANCIAL CORP	3,241.	3,014.
SCHLUMBERGER	3,372.	5,859.
SEALED AIR CORP COM	1,689.	1,606.
SNAP ON INC COMMON STOCK	1,427.	2,229.
STARBUCKS	2,524.	3,962.
SYNCHRONY FINL COM	2,945.	2,859.
TIME WARNER INC	3,153.	2,651.
TORCHMARK CORP COM	1,568.	1,715.
UNION PACIFIC CORP COM	4,118.	3,441.
UNITED TECHNOLOGIES	0.	0.
UNITEDHEALTH GROUP INC	2,649.	4,941.
US BANCORP	1,886.	3,328.
VENTAS INC	2,805.	2,878.
V F CORP COM	2,059.	2,117.
WALT DISNEY	1,956.	7,040.
WELLS FARGO & CO	3,970.	7,339.
XEROX CORP COM	0.	0.
JP MORGAN CHASE & CO	6,228.	7,263.
 TOTAL TO FORM 990-PF, PART II, LINE 10B	251,264.	335,049.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIGROUP INC 4.5%	26,915.	26,777.
DISCOVER BK GREENWOOD DE 1.75%	20,000.	19,967.
GOLDMAN SACHS GROUP INC 5.25%	28,182.	27,641.
JP MORGAN CHASE & CO NT 6.3%	28,428.	28,033.
MORGAN STANLEY FR 2.125%	25,123.	25,034.
PNC FUNDING CORP SR NT 5.125%	27,950.	27,493.
WESTERN UNION CO NT 5.253%	27,258.	26,938.
ADOBE SYS INC 4.75%	38,031.	37,906.
BERKSHIRE HATHAWAY FIN CORP SR 5.4%	41,902.	43,416.
CSX CORP NT 3.7%	15,584.	15,651.
LOCKHEED MARTIN CORP SR NT 4.5%	26,938.	26,815.
MOSAIC CO NEW SR	24,569.	25,067.
US BANCORP MTNS BK 2.45%	0.	0.
WACHOVIA CORP GLOBAL MTN 5.75%	31,549.	32,403.
TOTAL TO FORM 990-PF, PART II, LINE 10C	362,429.	363,141.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FNMA PASS-THRU INT 4.5%	COST	5,517.	5,522.
ACADIAN EMERGING MARKET	COST	0.	0.
ACADIAN EMERGING MARKETS DEBT FUND	COST	0.	0.
AQR EMERGING MULTI STYLE FD CLASS I	COST	31,886.	30,251.
BROOKFIELD GLB LISTD REAL ESTATE	COST	12,132.	13,119.
COHEN & STEERS GLB INFR	COST	12,132.	13,693.
CONGRESS MID CAP GROWTH INSTL FUND	COST	17,430.	25,299.
DFA EMERGING MARKETS SMALL CAP	COST	27,854.	23,133.
DFA INTERNATIONAL CORE EQUITY I	COST	31,039.	28,954.
GMO INT'L OPP EQUITY ALLOC	COST	53,222.	54,970.
GOLDMAN SACHS EM DEBT	COST	33,841.	34,450.
ISHARES RUSSELL 2000 INDEX	COST	4,695.	7,883.
LSV SMALL CAP VALUE FUND	COST	6,687.	6,129.
PIMCO COMMODITY REAL RETURN	COST	8,067.	3,304.
PIMCO EM DEBT - LOCAL CURRENCY	COST	31,462.	21,841.
STONE HARBOR HIGH YIELD BOND FUND	COST		
INSTITUTIONAL CLASS		26,511.	22,093.
TEMPLETON FOREIGN	COST	20,586.	20,364.
THIRD AVENUE GLOBAL REIT	COST	9,231.	13,195.
VANGUARD INTL EXPLORER	COST	32,576.	35,623.
WILLIAM BLAIR EMERGING MKTS SMALL CAP	COST	30,728.	30,074.

STELLA LUPTON TRUST BUSEY TRUST COMPANY,

37-6135114

FEDERAL NATL MORTG ASSN II POOL	COST	5,222.	5,412.
TOTAL TO FORM 990-PF, PART II, LINE 13		400,818.	395,309.

**SECTION 4942(H)(2) ELECTION AS TO THE
TREATMENT OF QUALIFYING DISTRIBUTIONS**

Stella Lupton Trust
37-6135114
130 North Water Street
Decatur, IL 62523
December 31, 2015

Pursuant to IRC Sec. 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of undistributed income from the tax year ending 12/31/13 in the amount of \$58,654.

Douglas Lee, Trust Officer

Date