Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning AUGUST 1 , 2015, and ending JULY 31 , 20 16

Name of foundation: LEVI, RAY & SHOUP FOUNDATION

A Employer identification number: 32-6007063

Number and street (or P O box number if mail is not delivered to street address): 2401 WEST MONROE STREET | Room/suite:

B Telephone number (see instructions): (217)793-3800

City or town, state or province, country, and ZIP or foreign postal code: SPRINGFIELD, IL 62704

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 15,675,241

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	1,000,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	5,349	53,49		
	4	Dividends and interest from securities	688,360	688,360		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,693,709	693,709		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	14,081	14,081		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	13,733			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	27,829	14,081		
	25	Contributions, gifts, grants paid	697,770			697,770
	26	**Total expenses and disbursements.** Add lines 24 and 25	725,599	14,081		697,770
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	968,110			
	b	**Net investment income** (if negative, enter -0-)		679,628		
	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	1,114,212	1,169,768	1,169,768
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	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)		1,012,569	1,298,700
c	Investments—corporate bonds (attach schedule)	13,095,936	12,995,921	13,206,773
11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	14,210,148	15,178,258	15,675,241
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 (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
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 ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	15,000,000	16,000,000	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	-789,852	-821,742	
30	**Total net assets or fund balances** (see instructions)			
31	**Total liabilities and net assets/fund balances** (see instructions)	14,210,148	15,178,258	

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	14,210,148
2	Enter amount from Part I, line 27a	2	968,110
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,178,258
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	15,178,258

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	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				
b				
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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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			
2013			
2012			
2011			
2010			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	13,593
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-)	2	
3	Add lines 1 and 2	3	13,593
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	13,593
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 13,000		
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	13,000
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	593
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ Refunded ▶	11	

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		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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		✓
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*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ILLINOIS			
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	✓	
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*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	✓	

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ NOT APPLICABLE

14 The books are in care of ▶ MIKE GORISZEWSKI Telephone no. ▶ (217)793-3800

Located at ▶ 2401 WEST MONROE STREET, SPRINGFIELD, IL ZIP+4 ▶ 62704-1439

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

			Yes	No
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?	16		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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 2015?	1c		✓
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? ☐ Yes ☑ No If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		
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 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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 4945(d)(4)(A)? (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**

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? ☐ 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**

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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
RICHARD H LEVI 2401 WEST MONROE, SPRINGFIELD, IL 62704	TRUSTEE - 1 HOUR	0	0	0
AGNES E LEVI 2229 GREENSIDE DRIVE, SPRINGFIELD, IL 62704	TRUSTEE - 1 HOUR	0	0	0
LINDSAY M MATTHEWS 1708 JOSEPHINE PLACE, SPRINGFIELD, IL 62704	TRUSTEE - 1 HOUR	0	0	0
RYAN M LEVI 1640 ILLINI ROAD, SPRINGFIELD, IL	TRUSTEE - 1 HOUR	0	0	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 ▶

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 ▶		

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,754,577
b	Average of monthly cash balances	1b	863,392
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	14,617,969
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,617,969
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	219,270
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,398,699
6	**Minimum investment return.** Enter 5% of line 5	6	719,935

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	719,935
2a	Tax on investment income for 2015 from Part VI, line 5	2a	13,593		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	13,593
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	706,342
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	706,342
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	706,342

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	697,770
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	697,770
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	697,770

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				706,342
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			635,885	
b Total for prior years: 20___,20___,20___				
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				
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 697,770				
a Applied to 2014, but not more than line 2a			635,885	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				61,885
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				644,457
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a				
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				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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 (a) 2015	Prior 3 years (b) 2014	(c) 2013	(d) 2012	(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 ⅔ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NOT APPLICABLE

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.

NOT APPLICABLE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines:

NOT APPLICABLE

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

NOT APPLICABLE

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 ATTACHED SCHEDULE				697,770
Total . . . . . . ▶ **3a**				697,770
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		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) 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					
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					
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)					

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

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

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

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

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

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

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

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

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date: 12/12/16 | Title: TRUSTEE

May the IRS discuss this return with the preparer shown below (see instructions)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH M GORISZEWSKI		12/12/16		P01457418

Firm's name ▶ JOSEPH M GORISZEWSKI CPA | Firm's EIN ▶

Firm's address ▶ 2401 WEST MONROE STREET, SPRINGFIELD, IL 62704 | Phone no (217)793-3800

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047
2015

Name of the organization	Employer identification number
LEVI, RAY & SHOUP FOUNDATION	32-6007063

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

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

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33$^1/_3$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling $5,000 or more during the year . . . . ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
LEVI, RAY & SHOUP FOUNDATION	32-6007063

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LEVI, RAY & SHOUP, INC. 2401 WEST MONROE STREET SPRINGFIELD, IL 62704-1439	$ 1,000,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
LEVI, RAY & SHOUP FOUNDATION	32-6007063

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
LEVI, RAY & SHOUP FOUNDATION	32-6007063

Part III ***Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Levi Ray & Shoup Foundation
EIN 32-6007063
Form 990-PF
Tax Year Ending - July 31, 2016

Page 1, Part I, Question 1 - Contributions, gifts, grants, etc.

Contribution received from Levi, Ray & Shoup, Inc.	1,000,000

Page 1, Part I, Question 16c - Other Professional Fees

Investment management fees	14,081
Total other professional fees	14,081

Page 1, Part I, Question 18 - Taxes

FY14 Investment tax - balance due with return	733
FY15 Estimated tax payment - investment tax	13,000
Total Taxes	13,733

Page 1, Part I, Question 23 - Other Expenses

Annual Filing Fee - Illinois	15
Total Other Expenses	15

Page 4, Part VII-A, Question 10 - Schedule of Substantial Contributors

Levi, Ray & Shoup, Inc.
2401 West Monroe Street
Springfield, IL 62704

Levi Ray & Shoup Foundation
EIN 32-6007063
2015 990 PF, Page 2, Part II, Line 10b
Investments Corporate Stock

Security Name	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
AT&T, Inc, 30,000 Shares	0	1,012,569	1,298,700
Totals	**0**	**1,012,569**	**1,298,700**

Levi Ray & Shoup Foundation
EIN 32-6007063
2015 990 PF, Page 2, Part II, Line 10c
Investments - Corporate Bonds

Security Name	Beginning of Year	End of Year	
	Book Value	Book Value	Fair Market Value
American Express,6 15%, Due 8/28/17, $1,000,000	1,065,700	1,065,700	1,052,770
American Intl Group Inc, 3 9%, Due 4/1/26, $500,000	0	517,265	524,255
Citigroup Inc, 6 875%, Due 6/1/25, $800,000	0	1,012,720	1,009,528
Comcast Global, 8 875%, Due 5/01/17, $1,000,000	1,235,300	1,235,300	1,057,880
Ford Motor Credit, 4 2%, Due 9/20/25, $450,000	0	450,000	450,076
General Electric Capital Corp, 6%, Due 8/17/19, $1,000,000	1,048,150	1,048,150	1,142,220
Goldman Sachs, 6 150%, Due 4/01/18, $1,000,000	1,073,400	1,073,400	1,075,320
Hewlett Packard 4 050% Due 9/15/22 $1,000,000	991,800	991,800	1,061,690
Horace Mann Educators, 6 85%, Due 4/15/16, $1,000,000	1,014,000	0	0
Reynolds American , 6 875%, Due 05/01/2020, $400,000	446,920	446,920	473,784
Morgan Stanley, 5 950%, Due 12/28/2017, $410,000	428,860	428,860	435,490
Morgan Stanley, 3 700%, Due 10/23/2024, $1,000,000	1,005,000	1,005,000	1,056,600
PNC Bank n A Pittsburgh PA, 3 800%, Due 7/25/2023, $600,000	618,186	618,186	652,680
Prudential Financial, 6 10%, Due 6/15/17, $1,000,000	1,066,000	0	0
Wells Fargo Company, 4 125%, Due 8/15/2013, $1,000,000	1,048,500	1,048,500	1,085,260
Westmifflin PA Gen Ob, 4 728%, Due 10/1/2023, $1,000,000	1,025,120	1,025,120	1,113,750
Sunoco Inc , 5 75%, Due 1/15/17, $1,000,000	1,029,000	1,029,000	1,015,470
Totals	**13,095,936**	**12,995,921**	**13,206,773**

Levi, Ray & Shoup Foundation
32-6007063
Tax Year Beginning August 1, 2015 and ending July 31, 2016

Page 11, Part XV - 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
J.N "Ding" Darling Foundation 1 Wildlife Drive Sanibel, FL 33957	Not Applicable	Unrelated	To support organization's role in providing conservation education	5,000
Boys & Girls Clubs of Central Illinois 300 S 15th Street Springfield, IL 62708	Not Applicable	Unrelated	To assist organization with programs that enable young people to acquire the skills and qualities needed to become responsible citizens and leaders	45,000
Ft Myers Beach Elementary 2751 Oak Street Ft Myers Beach, FL 33931	Not Applicable	Unrelated	To help fund the school's Reading Is Fundamental (RIF) program	1,500
Marine Toys for Tots Foundation 18251 Quantico Gateway Drive Triangle, VA 22172	Not Applicable	Unrelated	To help organization bring the joy of Christmas to America's less fortunate children	1,000
Crime Stoppers of Sangamon & Menard Counties P.O Box 1059 Springfield, IL 62705	Not Applicable	Unrelated	To assist law enforcement in the apprehension and conviction of criminals through making funds available for use as rewards in connection therewith	500
Senior Services of Central Illinois 701 West Mason Street Springfield, IL 62702	Not Applicable	Unrelated	To assist organization with its mission to provide older adults with non-medical services, which enhance quality of life and promote independent living	1,000
United Way of Central Illinois 730 E Vine Springfield, IL 62704	Not Applicable	Unrelated	To assist organization in supporting social service organizations in the Sangamon county area	500
Ronald McDonald House 610 N 7th Springfield, IL 62702	Not Applicable	Unrelated	To support programs that directly improve the health and well being of children	1,000
American Red Cross of the Heartland 1045 Outer Park Drive	Not Applicable	Unrelated	To assist organization in their mission of disaster assistance	5,000

Page 11, Part XV - 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Springfield, IL 62704				
Central Illinois Food Bank 2000 E Moffat Springfield, IL 62702	Not Applicable	Unrelated	To assist organization in alleviating hunger in central Illinois	4,000
Sacred Heart Griffin High School 1200 W Washington Springfield, IL 62702	Not Applicable	Unrelated	To improve the education of youth attending Sacred Heart Griffin	10,000
Big Brother Big Sister 444 South Grand Avenue West Springfield, IL 62704	Not Applicable	Unrelated	To assist organization in serving kids in need of a positive role model	2,050
Camp Care-A-Lot Post Office Box 13083 Springfield, IL 62791-3083	Not Applicable	Unrelated	To assist organization in serving impoverished children	5,000
Eastern Illinois University Foundation 600 Lincoln Avenue Charleston, IL 61920	Not Applicable	Unrelated	To improve the education of youth attending Eastern Illinois University	50,000
Memorial Medical Center Foundation One Memorial Plaza Springfield, IL 62781	Not Applicable	Unrelated	To assist organization in maintaining and improving the health care of the residents in the Springfield area	10,000
United Cerebral Palsy Land of Lincoln 101 North 16th Street, Suite 5 Springfield, IL 62703	Not Applicable	Unrelated	To assist organization with its mission to provide quality services, programs and advocacy to individuals with all types of disabilities	2,500
Children's Miracle Network 400 N 9th Street Springfield, IL 62702	Not Applicable	Unrelated	To assist organization with its mission to save and improve lives of children by raising money for local children's hospitals	1,500

Levi, Ray & Shoup Foundation
32-6007063
Tax Year Beginning August 1, 2015 and ending July 31, 2016
Page 11, Part XV - 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
The Ricky King Foundation 5051 Castello Drive, #21 Naples, FL 34103	Not Applicable	Unrelated	To assist organization with its mission to enrich the lives of children with disabilities in Southwest Florida by providing essential medical equipment and services in times of need	1,000
Leukemia & Lymphoma Society 1311 Mamaroneck Avenue, Suite 310 White Plains, NY 10605	Not Applicable	Unrelated	To assist organization in its mission to cure leukemia, lymphoma, Hodgkin's disease and myeloma, and improve the quality of life of patients and their families	500
Georges Malaika Foundation 244 Fifth Avenue, Suite N225 New York, NY 10001	Not Applicable	Unrelated	To assist organization in its mission to educate young African girls In the Democratic Republic of Congo	10,000
SPARC 232 Bruns Lane Springfield, IL 62702	Not Applicable	Unrelated	To assist organization in its mission to help persons dealing with intellectual and developmental disabilities	50,000
Lutheran High School 3500 W Washington Street Springfield, IL 62711	Not Applicable	Unrelated	To improve the education of youth attending Lutheran High in Springfield, Illinois	110,000
Christ the King Church 1930 Barberry Drive Springfield, IL 62704	Not Applicable	Unrelated	To assist church with its mission	70,000
Christ the King School 1930 Barberry Drive Springfield, IL 62704	Not Applicable	Unrelated	To improve the education of youth attending Christ the King School	2,500
Family Service Center of Sangamon County 730 East Vine Springfield, IL 62703	Not Applicable	Unrelated	Assist organization with its mission to improve the lives of people in Central Illinois through excellent foster care, adoption services and family support	5,000
Girl Scouts of Central Illinois 3020 Baker Drive	Not Applicable	Unrelated	Assist organization with its mission of building girls of courage, confidence and character who make the world a better place	100,000

Levi, Ray & Shoup Foundation
32-6007063
Tax Year Beginning August 1, 2015 and ending July 31, 2016
Page 11, Part XV - 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Springfield, IL 62703				
Abraham Lincoln Council, Boy Scouts of America 5231 South Sixth Street Road Springfield, IL 62703	Not Applicable	Unrelated	Assist organization in its goal of giving young people an appreciation of the outdoors through programs that teach leadership, community service and provide outdoor adventure	8,000
Partners for Breast Cancer Care, Inc. 9470 Healthpark Circle Fort Myers, FL 33908	Not Applicable	Unrelated	To assist organization in its mission to rule out breast cancer in the Fort Myers community	2,500
Orthopedic Center of Illinois Foundation 1301 S Koke Mill Road Springfield, IL 62711	Not Applicable	Unrelated	To assist organization in its charitable purpose to support projects promoting patient education, continuing medical education, and regional charitable organizations	5,000
Mia Ware Foundation Jacksonville, IL	Not Applicable	Unrelated	To support cancer education and research	1,000
Springfield YMCA 701 South Fourth Street Springfield, IL 62703	Not Applicable	Unrelated	To assist organization in serving youth and providing its Adaptive Physical Education program for the disabled	500
Rutledge Youth Foundation 534 W Miller Springfield, IL 62702	Not Applicable	Unrelated	To assist organization in serving abused and neglected youth	5,000
SIU Foundation 927 Rutledge Springfield, IL 62794	Not Applicable	Unrelated	To support an event which benefits Camp COCO Camp COCO is a summer camp for children with cancer and blood related disorders	1,500
American Cancer Society 687 Linton Ave Springfield, IL 62703	Not Applicable	Unrelated	To assist organization in eliminating cancer as a major health problem	500
St Joseph's Home - Springfield	Not Applicable	Unrelated	To help serve the elderly that are in need	2,500

Levi, Ray & Shoup Foundation
32-6007063
Tax Year Beginning August 1, 2015 and ending July 31, 2016
Page 11, Part XV - 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
3306 S 6th St Rd Springfield, IL 62703				
Springfield Area Arts Council 420 South Sixth Street Springfield, IL 62704	Not Applicable	Unrelated	To assist organization in promoting and supporting all community art forms and providing creative opportunities to participate in and enjoy the arts	1,000
The Coast Guard Foundation 394 Taugwonk Road Stonington, CT 06378-1807	Not Applicable	Unrelated	To assist organization in supporting projects that enhance the education, welfare and morale of all Fort Myers Coast Guard members and their families	3,500
American Cancer Society Relay for Life 1305 W Wabash Ave Springfield, IL 62704	Not Applicable	Unrelated	To support elimination of cancer as a major health problem	2,500
Blessed Sacrament School 748 W Laurel Springfield, IL 62704	Not Applicable	Unrelated	To improve the education of youth attending Blessed Sacrament School	500
Alzheimer's Association, Greater Illinois Chapter 8430 W Bryn Mawr Ave/, Suite 800 Chicago, IL 60631-3473	Not Applicable	Unrelated	To assist organization in its mission to eliminate Alzheimer's disease through advancement of research, to enhance care and support all affected; and to reduce the risk of dementia	2,500
Springfield High School 101 South Lewis Street Springfield, IL 62704	Not Applicable	Unrelated	Support and promote the school's football team	750
Susan G Komen 5005 LBJ Freeway, Suite 250 Dallas, TX 75244	Not Applicable	Unrelated	To support organization's mission to create a world without breast cancer	3,000
SIU Foundation 409 W Calhoun Ave Springfield, IL 62794	Not Applicable	Unrelated	To help support the SCI Research Fund	1,000

Levi, Ray & Shoup Foundation
32-6007063
Tax Year Beginning August 1, 2015 and ending July 31, 2016
Page 11, Part XV - 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Friends of Sangamon County Animal Control PO Box 9742 Springfield, IL 62791	Not Applicable	Unrelated	To assist organization in finding new homes for homeless and abandoned dogs	30,000
Prairie Heart Institute Foundation 619 E Mason Street Springfield, IL 62701	Not Applicable	Unrelated	To support organization in its mission to provide world class heart care to the Springfield, IL area	10,000
Southeat High School 2350 East Ash Street Springfield, IL 62703	Not Applicable	Unrelated	To help support the annual Senior Breakfast for graduating students	500
Illinois Women in Leadership PO Box 5612 Springfield, IL 62706	Not Applicable	Unrelated	To assist organization in its goal to promote professionalism and develop leadership and management abilities through education, mentoring, networking, participation, encouragement and support as well as community involvement	3,000
Central Counties Health Centers 2239 East Cook Street Springfield, IL 62703	Not Applicable	Unrelated	To assist organization in its mission to provide healthcare services and education to the most disenfranchised and medically underserved people in the community	2,500
Refuge Ranch, Inc 9350 Cascade Road Rochester, IL 62563	Not Applicable	Unrelated	To assist organization in rescuing neglected or abused horses and providing a mentoring program for children using horses	20,000
Kidzeum of Health and Science PO Box 9863 Springfield, IL 62791	Not Applicable	Unrelated	To assist organization in raising funds to create a children's museum in Springfield, IL	50,000
Capital City Car Club PO Box 9481 Springfield, IL 62791-9481	Not Applicable	Unrelated	To support organization's event that benefits Contact Ministries	2,500

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Recipient Name and Address	If recipient is an individual show any relationship to foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Springfield Underwater Search and Rescue Team 200 East Lake Shore Drive Springfield, IL 62707	Not Applicable	Unrelated	To assist organization in providing underwater search, recovery and repair services without charge in Springfield and Central Illinois as a public service.	5,000
St Jude's Childrens Research Hospital 4722 N Sheridan Rd. Peoria, IL 61614	Not Applicable	Unrelated	To assist organization in its mission to understand, treat and defeat childhood cancer and other life-threatening diseases	1,000
The Rees Carillon Society 2500 S. 11th Street Springfield, IL 62703	Not Applicable	Unrelated	To assist organization in its mission to promote the activities of the Rees Carillon Memorial	1,000
Springfield Youth Hockey Association PO Box 8822 Springfield, IL 62791	Not Applicable	Unrelated	To assist organization in its goal to foster and teach good sportmanship and fair play in individual as well as team competition through promotion, organization and operation of hockey programs for youth players in the Greater Springfield area	500
Law Enforcement Training Advisory Commission 840 S Spring Street, Suite B Springfield, IL 62704	Not Applicable	Unrelated	To assist organization in its mission to provide local law enforcement member departments high quality, cost effective training programs and criminal justice related information and services	500
Make-A-Wish Foundation 13523 Barrett Parkway Dr, Suite 241 Ballwin, MO 63021	Not Applicable	Unrelated	To support organization in its vision to grant the wish of every child diagnosed with a life-threatening medical condition	5,000
Global Brigades USA 1099 E Champlain Drive, Suite A-176 Fresno, CA 93720	Not Applicable	Unrelated	To assist organization in its vision to empower communities to meet their health and economic goals through university volunteers and local teams	1,000
M E.R C Y. Communities 1344 N 5th Street Springfield, IL 62702	Not Applicable	Unrelated	To help the agency in providing support to homeless mothers and their children	10,000
Girls on the Run of Central Illinois 907 Clocktower Drive	Not Applicable	Unrelated	To help support the organization in their effort to help girls embrace their individuality	2,500

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Springfield, IL 62704				
American Lung Association of Central Illinois 3000 Kelly Lane Springfield, IL 62711	Not Applicable	Unrelated	To support organization in its goal to improve lung health and prevent lung disease	6,720
American Cancer Society - Florida Division 4575 Via Royale, Suite 110 Fort Myers, FL 33919	Not Applicable	Unrelated	To assist organization in eliminating cancer as a major health problem	3,500
Contact Ministries 1100 East Adams Springfield, IL 62703	Not Applicable	Unrelated	Serve the greater Springfield community by providing referrals, food, clothing, shelter, financial assistance and other programs	1,500
Special Olympics Illinois 413 E. Adams St Springfield, IL 62705	Not Applicable	Unrelated	To provide sports training and athletic competition for children and adults with intellectual disabilities	3,250
American Diabetes Association 2580 Federal Drive Decatur, IL 62526	Not Applicable	Unrelated	To assist organizations in its mission to prevent and cure diabetes and to improve the lives of all people affected by diabetes	2,000
Total				697,770