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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 instructions is at www.irs.gov/form990pf.

2016**Open to Public
Inspection****For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

Name of foundation STELLA LUPTON TRUST BUSEY TRUST COMPANY TRUSTEE		A Employer identification number 37-6135114	
Number and street (or P O box number if mail is not delivered to street address) 130 NORTH WATER STREET		B Telephone number (see instructions) (217) 425-8285	
City or town, state or province, country, and ZIP or foreign postal code DECATUR, IL 62523		C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,376,127		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)				
	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	42,939	36,173		
	5a Gross rents	81,498	81,498		
	b Net rental income or (loss) 49,204				
	6a Net gain or (loss) from sale of assets not on line 10	-8,914			
	b Gross sales price for all assets on line 6a 562,654				
	7 Capital gain net income (from Part IV, line 2)		0		
	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)	615	615		
	12 Total. Add lines 1 through 11	116,138	118,286		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	17,657	0	17,657	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,695	0	3,695	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,607	487	0	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	32,341	32,326	15	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	55,300	32,813	21,367	
	25 Contributions, gifts, grants paid	217,918		217,918	
	26 Total expenses and disbursements. Add lines 24 and 25	273,218	32,813	239,285	
	27 Subtract line 26 from line 12	-157,080			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		85,473		
	c Adjusted net income (if negative, enter -0-)				

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	Assets				
1	Cash—non-interest-bearing				
2	Savings and temporary cash investments		34,846	30,905	30,905
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)	639,183	497,000	489,907	
b	Investments—corporate stock (attach schedule)	251,264	242,670	346,712	
c	Investments—corporate bonds (attach schedule)	362,429	410,168	410,028	
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	390,079	332,152	354,544	
14	Land, buildings, and equipment basis ►	7,836			
	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)	1,677,803	1,520,731	4,376,127	
	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)	0	0		
	Net Assets or Fund Balances				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 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	1,677,803	1,520,731		
30	Total net assets or fund balances (see instructions)	1,677,803	1,520,731		
31	Total liabilities and net assets/fund balances (see instructions)	1,677,803	1,520,731		

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	1,677,803
2	Enter amount from Part I, line 27a	2	-157,080
3	Other increases not included in line 2 (itemize) ►	3	8
4	Add lines 1, 2, and 3	4	1,520,731
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	1,520,731

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.)	
1 a PUBLICLY TRADED SECURITIES - STCL		P	2016-07-01	2016-12-31	
b PUBLICLY TRADED SECURITIES - LTCL		P	2015-07-01	2016-12-31	
c CAPITAL GAINS DIVIDENDS		P			
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 16,086		18,150	-2,064		
b 545,991		553,418	-7,427		
c 577			577		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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			-2,064		
b			-7,427		
c			577		
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	-8,914	
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					

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

 Yes No

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

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 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))
2015	337,870	4,824,416	0 070033
2014	181,350	5,248,710	0 034551
2013	304,500	5,291,081	0 057550
2012	125,828	4,790,455	0 026266
2011	192,606	3,917,972	0 049160
2 Total of line 1, column (d)			0 237560
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			0 047512
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4,364,920
5 Multiply line 4 by line 3			207,386
6 Enter 1% of net investment income (1% of Part I, line 27b)			855
7 Add lines 5 and 6			208,241
8 Enter qualifying distributions from Part XIII, line 4			239,285

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 ► <input type="checkbox"/> and enter "N/A" on line 1	1	855
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 2b	1	855
c	All other domestic foundations enter 2% of line 2b 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	0
3	Add lines 1 and 2.	3	855
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	855
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,120
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	1,120
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	265
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	265	Refunded ►
		11	0

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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation ► \$ _____ 0	(2)	On foundation managers ► \$ _____ 0	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	Yes	No
	<i>If "Yes," attach a detailed description of the activities</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> 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	Yes	No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	► IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes	No
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No

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 No

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

Website address ►N/A

14 The books are in care of ►BUSEY TRUST COMPANY Telephone no ►(217) 425-8285

Located at ►130 NORTH WATER STREET DECATUR IL

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 6,766

16 At any time during calendar year 2016, 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 Yes No

See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

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

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? 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 2016? 1c No

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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 2a 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? 3a Yes No

b If "Yes," did it have excess business holdings in 2016 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 2016). 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No

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 2016? 4b No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>		5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BUSEY BANK 130 NORTH WATER STREET DECATUR, IL 62523	TRUSTEE 1 00	17,657	0	0

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 TO CONTRIBUTE TO HOSPITALS	217,918
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	
2	
3	

All other program-related investments See instructions

Total. Add lines 1 through 3	► 0
-------------------------------------	-----

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,708,877
b	Average of monthly cash balances.	1b	104,680
c	Fair market value of all other assets (see instructions).	1c	2,617,834
d	Total (add lines 1a, b, and c).	1d	4,431,391
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	4,431,391
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	66,471
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,364,920
6	Minimum investment return. Enter 5% of line 5.	6	218,246

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign**Part XI** organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	218,246
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	855
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	855
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	217,391
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	217,391
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	217,391

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	239,285
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	239,285
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	855
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	238,430
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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				217,391
2 Undistributed income, if any, as of the end of 2016			217,762	
a Enter amount for 2015 only.		0		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 239,285			217,762	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				21,523
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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.			0	
d Subtract line 6c from line 6b Taxable amount—see instructions			0	
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				195,868
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 2011 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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 2016, enter the date of the ruling. ►				
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years		
b 85% of line 2a	(a) 2016	(b) 2015	(c) 2014	(d) 2013
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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 email address of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DECATUR MEMORIAL HOSPITAL 2300 NORTH EDWARD DECATUR, IL 62526	N/A	N/A	OPERATIONS	108,959
ST MARY'S HOSPITAL 1800 E LAKE SHORE DR DECATUR, IL 62521	N/A	N/A	OPERATIONS	108,959
Total			► 3a	217,918
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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.			14	42,939	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	49,204	
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	615	
8 Gain or (loss) from sales of assets other than inventory			18	-8,914	
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		83,844	
13 Total. Add line 12, columns (b), (d), and (e).					83,844

(See worksheet in line 13 instructions to verify calculations)

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

TY 2016 Accounting Fees Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,695	0		3,695

TY 2016 Investments Corporate Bonds Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AON PLC SR GLBL NT 25 3.875%	31,880	30,579
CITIGROUP INC 4.5%	26,659	26,655
DISCOVER BK GREENWOOD DE 1.75%	20,000	20,165
GOLDMAN SACHS GROUP INC 5.25%	27,689	27,400
JP MORGAN CHASE & CO NT 6.3%	27,479	27,319
MORGAN STANLEY FR 2.125%	25,075	25,100
NASDAQ OMX GROUP INC 4.25%	31,956	30,870
PNC FUNDING CORP SR NT 5.125%	27,326	27,049
WESTERN UNION CO NT 5.253%	26,782	26,771
ADOBE SYS INC 4.75%	26,706	26,861
BERKSHIRE HATHAWAY FIN CORP SR 5.4%	41,158	42,098
CSX CORP NT 3.7%	15,474	15,582
LOCKHEED MARTIN CORP SR NT 4.5%	26,469	26,626
MOSAIC CO NEW SR	24,569	25,675
WACHOVIA CORP GLOBAL MTN 5.75%	30,946	31,278

TY 2016 Investments Corporate Stock Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE	3,135	3,748
ALTRIA GROUP INC	5,139	6,356
AMAZON COM	6,524	9,748
AMGEN INC	1,245	4,094
APPLE COMPUTER INC COM	12,171	17,720
BECTON DICKINSON & CO	2,050	4,470
BEMENT GRAIN CO	1	1
BERKSHIRE HATHAWAY CL B NEW	6,299	8,801
BIOGEN IDEC INC COM	3,027	3,119
CAPITAL ONE FINANCIAL	5,155	5,932
CELGENE CORP COM	2,951	4,167
CHEVRON	3,821	6,003
CISCO	1,995	3,687
COGNIZANT TECHNOLOGY SYSTEMS INC	2,492	2,353
COLGATE PALMOLIVE	1,956	3,926
CROWN CASTLE INTL CORP NEW COM	3,468	3,731
DANAHER	1,538	4,203
EOG RES INC COM	4,587	5,358
EQUIFAX INC COM	1,672	2,010
EXELON CORP COM	4,145	4,969
EXPEDITORS	2,791	4,872
EXPRESS SCRIPTS HLDG CO	4,233	4,678
EXXON MOBIL	3,074	3,520
FACEBOOK INC CL A	6,730	9,434
FARM COOP DALTON 3RD	1	1
FARM COOP CHESTNUT	1	1
FARM GR DALTON CITY	1	1
FISERV	1,867	1,913
FORTIVE CORP COM	1,721	2,735
GENERAL DYNAMICS CORP COM	3,946	4,489

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC	2,678	4,803
GENTEX CORP	1,846	2,481
GOODYEAR TIRE & RUBBER CO	3,173	3,643
GOOGLE INC CL C (ALPHABET)	9,371	13,121
INTEL CORP	3,571	5,042
JOHNSON & JOHNSON	4,764	8,986
LOWES COS	4,237	5,690
MASTERCARD INC CLASS A	3,493	3,511
MEDTRONIC	2,950	6,268
MICROSOFT	7,045	11,185
NIKE INC	1,245	4,422
NUCOR CORP COM	3,344	3,631
OMNICOM GROUP INC COM	2,763	3,319
ORACLE	4,211	7,959
PEPSICO INC	4,062	8,370
PFIZER INC COM	5,571	6,009
PROCTER AND GAMBLE	7,309	9,249
RAYTHEON CO	3,264	4,402
REGIONS FINANCIAL CORP	3,241	4,509
ROBERT HALF INTL INC	3,273	3,707
SCHLUMBERGER	3,064	6,716
SEALED AIR CORP COM	1,689	1,632
SNAP ON INC COMMON STOCK	1,427	2,227
SPDR AMEX INDUSTRIAL SELECT SECTOR	1,389	1,369
SPDR CONSUMER STAPLES SELECT SECTOR	3,862	3,827
SPDR HEALTHCARE SELECT SECTOR	5,513	5,446
SPDR MATERIALS SELECT SECTOR	3,613	3,529
STARBUCKS	2,524	3,664
SYNCHRONY FINL COM	3,844	4,570
TIME WARNER INC	5,504	6,950

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TORCHMARK CORP COM	1,463	2,065
UNITEDHEALTH GROUP INC	2,397	6,082
US BANCORP	1,886	4,007
VALERO ENERGY	3,537	4,509
VENTAS INC	2,476	2,813
VERIZON COMMUNICATIONS	6,854	6,886
WALT DISNEY	1,745	6,357
WELLS FARGO & CO	3,865	7,275
JP MORGAN CHASE & CO	6,871	10,441

TY 2016 Investments Government Obligations Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

US Government Securities - End of Year Book Value:	391,818
US Government Securities - End of Year Fair Market Value:	383,762
State & Local Government Securities - End of Year Book Value:	105,182
State & Local Government Securities - End of Year Fair Market Value:	106,145

TY 2016 Investments - Other Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN FUNDS EUROPACIFIC GROWTH FUND CL F	AT COST	14,287	14,322
AQR EMERGING MULTI STYLE FD CLASS I	AT COST	25,192	24,802
BROOKFIELD GLB LISTD REAL ESTATE	AT COST	10,252	11,085
COHEN & STEERS GLB INFR	AT COST	11,976	14,312
CONGRESS MID CAP GROWTH INSTL FUND	AT COST	16,240	26,433
DFA COMMODITY STRATEGY PORTFOLIO INSTITUTIONAL CLASS	AT COST	3,775	3,719
DFA EMERGING MARKETS SMALL CAP	AT COST	24,900	24,353
DFA INTERNATIONAL CORE EQUITY I	AT COST	23,525	22,465
GMO INT'L OPP EQUITY ALLOC	AT COST	44,664	45,787
GOLDMAN SACHS EM DEBT	AT COST	33,635	35,862
ISHARES RUSSELL 2000 INDEX	AT COST	4,695	9,440
LSV SMALL CAP VALUE FUND	AT COST	6,687	7,782
PIMCO EM DEBT - LOCAL CURRENCY	AT COST	7,759	7,682
SPDR BARCLAYS HIGH YIELD BOND ETF	AT COST	23,523	23,437
TIF INTERNATIONAL EQUITY SERIES PRIMARY	AT COST	1,795	1,820
VANECK VECROTS JP MORGAN EM LOCAL CURRENCY BOND ETF	AT COST	15,123	15,013
VANGUARD EMERGING MARKETS	AT COST	10,777	10,591
VANGUARD INTL EXPLORER	AT COST	36,416	39,022
WILLIAM BLAIR EMERGING MKTS SMALL CAP	AT COST	16,931	16,617

TY 2016 Other Expenses Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	15	0		15
INVESTMENT EXPENSE	32	32		0
INSURANCE	517	517		0
MANAGEMENT FEES	5,711	5,711		0
REAL ESTATE TAXES	10,466	10,466		0
CUSTOM HIRE	15,600	15,600		0

TY 2016 Other Income Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NONDIVIDEND DISTRIBUTION	413	413	413
SETTLEMENT PROCEEDS	202	202	202

TY 2016 Other Increases Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE

EIN: 37-6135114

Description	Amount
FMV ADJUSTMENT	8

TY 2016 Taxes Schedule

Name: STELLA LUPTON TRUST
BUSEY TRUST COMPANY TRUSTEE
EIN: 37-6135114

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	487	487		0
2016 FEDERAL TAX PAYMENTS	1,120	0		0