

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

OMB No 1545-0052

2016Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning **AUGUST 1**, 2016, and ending **JULY 31**, 2017

Name of foundation
LEVI, RAY & SHOUP FOUNDATION

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **16,199,829** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
32-6007063

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

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

Part I Analysis of Revenue and Expenses (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	7,389	7,389		
	4 Dividends and interest from securities	462,508	462,508		
	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	1,469,897	469,897			
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)	14,596	14,596		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,593			
	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	29,204	14,596		
	25 Contributions, gifts, grants paid	685,350			685,350
26 Total expenses and disbursements. Add lines 24 and 25	714,554	14,596		685,350	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	755,343				
b Net investment income (if negative, enter -0-)		455,301			
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		1,169,768	1,486,967	1,486,967
	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)		1,025,120	1,025,120	1,062,380
	b Investments—corporate stock (attach schedule)		1,012,569	2,445,212	2,650,620
	c Investments—corporate bonds (attach schedule)		11,970,801	10,976,302	10,999,862
	11 Investments—land, buildings, and equipment: basis ▶				
Liabilities	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)		15,178,258	15,933,601	16,199,829
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
Net Assets or Fund Balances	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)				
	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		16,000,000	17,000,000	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		-821,742	-1,066,399	
	30 Total net assets or fund balances (see instructions)			15,933,601	
	31 Total liabilities and net assets/fund balances (see instructions)		15,178,258	15,933,601	

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	15,178,258
2 Enter amount from Part I, line 27a	2	755,343
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	15,933,601
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	15,933,601

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			(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				
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.

(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			
2014			
2013			
2012			
2011			
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 2016 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 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8

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			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
1			9,106	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2		9,106	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		9,106	
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	14,000	
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		14,000	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		4,894	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax Refunded			

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?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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?		✓
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? <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>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <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: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		✓
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
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? <i>If "No," attach explanation</i>	✓	
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>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	✓	

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		✓
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	✓	
Website address ► 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	
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?		✓
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ 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 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	✓
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	✓

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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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 62704	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	14,396,560
b	Average of monthly cash balances	1b	930,778
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,327,338
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	15,327,338
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	229,910
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,097,428
6	Minimum investment return. Enter 5% of line 5	6	754,871

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	754,871
2a	Tax on investment income for 2016 from Part VI, line 5	2a	9,106
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,106
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	745,765
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	745,765
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	745,765

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	685,350
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	685,350
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	685,350

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				745,765
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			644,457	
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				
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 685,350				
a Applied to 2015, but not more than line 2a			644,457	
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 2016 distributable amount				40,893
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (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 2015. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				704,872
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 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☒ 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

[illegible]

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 <i>Paid during the year</i> SEE ATTACHED SCHEDULE				685,350
Total			▶ 3a	685,350
b <i>Approved for future payment</i>				
Total			▶ 3b	

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					
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)					

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

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

[illegible]

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

2016**Name of the organization**

LEVI, RAY & SHOUP FOUNDATION

Employer identification number

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 foundationCheck 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 $\frac{1}{3}$ % 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't 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.)
		\$	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
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization LEVI, RAY & SHOUP FOUNDATION	Employer identification number 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, 2017

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

Contribution received from Levi, Ray & Shoup, Inc.	<u>1,000,000</u>
--	------------------

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

Investment management fees	<u>14,596</u>
Total other professional fees	<u>14,596</u>

Page 1, Part I, Question 18 - Taxes

FY16 Investment tax - balance due with return	593
FY17 Estimated tax payment - investment tax	<u>14,000</u>
Total Taxes	<u>14,593</u>

Page 1, Part I, Question 23 - Other Expenses

Annual Filing Fee - Illinois	<u>15</u>
Total Other Expenses	<u>15</u>

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
 2016 990 PF, Page 2, Part II, Line 10a
 Investments - U.S. and state government obligations

Security Name	Beginning of Year Book Value	End of Year	
		Book Value	Fair Market Value
Westmiffin PA Gen Ob, 4.728%, Due 10/1/2023, \$1,000,000	1,025,120	1,025,120	1,062,380
Totals	1,025,120	1,025,120	1,062,380

Levi Ray & Shoup Foundation
 EIN 32-6007063
 2016 990 PF, Page 2, Part II, Line 10b
 Investments Corporate Stock

Security Name	Beginning of Year Book Value	End of Year	
		Book Value	Fair Market Value
SPDR S&P 500 ETF 6,000 Shares	0	1,432,643	1,480,620
AT&T, Inc, 30,000 Shares	1,012,569	1,012,569	1,170,000
Totals	1,012,569	2,445,212	2,650,620

Levi Ray & Shoup Foundation
 EIN 32-6007063
 2016 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	1,003,200
American Intl Group Inc, 3 9%, Due 4/1/26, \$500,000	517,265		517,265	519,000
Citigroup Inc, 6 875%, Due 6/1/25, \$800,000	1,012,720		1,012,720	967,128
Comcast Global, 8 875%, Due 5/01/17, \$1,000,000	1,235,300		0	0
Ford Motor Credit, 4 2%, Due 9/20/25, \$450,000	450,000		0	0
Ford Motor Credit, 3 5%, Due 9/20/26, \$700,000	0		700,000	679,742
General Electric Capital Corp, 6%, Due 8/17/19, \$1,000,000	1,048,150		1,048,150	1,085,260
Goldman Sachs, 6.150%, Due 4/01/18, \$1,000,000	1,073,400		1,073,400	1,028,910
Hewlett Packard 4 050% Due 9/15/22 \$1,000,000	991,800		991,800	1,055,170
Reynolds American, 6 875%, Due 05/01/2020, \$400,000	446,920		446,920	450,160
Morgan Stanley, 5 950%, Due 12/28/2017, \$410,000	428,860		428,860	417,150
Morgan Stanley, 3.700%, Due 10/23/2024, \$1,000,000	1,005,000		1,005,000	1,034,910
PNC Bank n A Pittsburgh PA, 3 800%, Due 7/25/2023, \$600,000	618,186		618,186	636,012
Wells Fargo Company, 4.125%, Due 8/15/2013, \$1,000,000	1,048,500		1,048,500	1,064,460
Sunoco Inc, 5.75%, Due 1/15/17, \$1,000,000	1,029,000		0	0
Jeffres Group LLC, 4.850%, Due 1/15/27, \$1,000,000	0		1,019,801	1,058,760
Totals	11,970,801		10,976,302	10,999,862

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
Jude Children's Research Hospital 4722 N. Sheridan Road Peoria, IL 61614	Not Applicable	Unrelated	To assist organization in its mission to advance cures and treatments for pediatric diseases	1,000
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	20,000
Helping Hands of Springfield 930 S. 11th Street Springfield, IL 62703	Not Applicable	Unrelated	To assist organization with providing assistance to Springfield's homeless	550
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
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	1,000
American Red Cross of the Heartland 1045 Outer Park Drive Springfield, IL 62704	Not Applicable	Unrelated	To assist organization in their mission of disaster assistance	5,000
Central Illinois Food Bank 2000 E Moffat Springfield, IL 62702	Not Applicable	Unrelated	To assist organization in alleviating hunger in central Illinois	3,000
Sacred Heart Griffin High School 1200 W Washington Springfield, IL 62702	Not Applicable	Unrelated	To improve the education of youth attending Sacred Heart Griffin	15,000

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
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	1,000
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
Animal Protective League 1001 Tantor Road Springfield, IL 62702	Not Applicable	Unrelated	Assist organization in its protection of domestic animals	30,000
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
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
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	20,000

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
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
Christ the King Church 1930 Barbary Drive Springfield, IL 62704	Not Applicable	Unrelated	To assist church with its mission	30,000
Christ the King School 1930 Barbary Drive Springfield, IL 62704	Not Applicable	Unrelated	To improve the education of youth attending Christ the King School	5,000
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
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	5,000
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
Illinois Jaycees Charitable Foundation PO Box 2222 Springfield, IL 62705	Not Applicable	Unrelated	To assist organization in their support of Illinois Jaycees	3,000
The Springfield Art Association 700 N 4th St Springfield, IL 62702	Not Applicable	Unrelated	To assist organization in their support of the Springfield area arts	4,000
Global Infusion, Inc 118 N. Peters Rd Knoxville, TN 37923	Not Applicable	Unrelated	To support organization in its mission work	10,000

Levi, Ray & Shoup Foundation
32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
Inner-City Computer Stars Foundation 415 North Dearborn Chicago, IL 60654	Not Applicable	Unrelated	To support organization in its goal to provide inner-city young adults with leadership training	10,000
Carroll Catholic School 316 Logan Street Lincoln, IL 62656	Not Applicable	Unrelated	To assist organization in its educational mission	18,000
Events for a Cause 3022 Panther Creek Drive Springfield, IL 62711	Not Applicable	Unrelated	To help sponsor an event that benefits local charities	7,000
Springfield Old Capitol Art Fair PO Box 5701 Springfield, IL 62705	Not Applicable	Unrelated	To support organization in its mission to enhance the appreciation of the arts within the community	500
Komen Memorial 4700 N. University Street, Ste 92 Peoria, IL 61614	Not Applicable	Unrelated	To support organization with its program of free breast cancer treatments, services and support in Central Illinois	2,500
First Baptist Church of Elgin 1735 West Highland Avenue Elgin, IL 60123	Not Applicable	Unrelated	To assist organization with its project of setting up a computer lab in Ghana	500
Share the Spirit Foundation, Inc. PO Box 78 Sherman, IL 62684	Not Applicable	Unrelated	To assist organization in providing shoes, clothing, food, school supplies and holiday gifts for the needy	800
Family Life Fund PO Box 22430 Pittsburgh, PA 15222-2430	Not Applicable	Unrelated	To assist organization in providing support to organizations and community programs that offer care to families and children in crisis and who are facing medical or other challenges	5,000
Illinois Symphony Orchestra 524 E Capitol Avenue Springfield, IL 62701	Not Applicable	Unrelated	To assist organization in its mission to provide exceptional live orchestral performances and programs	5,000

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
Palmyra Fire Department PO Box 72 Palmyra, IL 62674	Not Applicable	Unrelated	To assist with the purchase of fire protective clothing for the volunteer members	2,000
Springfield Christian School 2850 Cider Mill Lane Springfield, IL 62702	Not Applicable	Unrelated	To provide assistance to the School's Tech Club	5,000
Marine Vets MC Central Illinois Chapter 5953 Iron Bridge Road Chatham, IL 62629	Not Applicable	Unrelated	To assist organization in its mission to help veterans	500
Rochester High School 1 Rocket Drive Rochester, IL 62563	Not Applicable	Unrelated	To provide assistance to the High School robotics team	3,000
Faith Coalition for Common Good, Inc 2208 E. Kansas Springfield, IL 62703	Not Applicable	Unrelated	To support organization in its mission of racial equality, civic engagement, a fair economy and participatory decision making	250
University of Illinois Foundation 1305 West Green Street Urbana, IL 61801	Not Applicable	Unrelated	To provide financial assistance for the UIS stadium turf project	5,000
Gold Star Mission PO Box 9785 Springfield, IL 62791	Not Applicable	Unrelated	To assist organization in its mission to pay tribute to fallen heroes	4,000
Central Illinois Multiple Sclerosis 3309 Robbins Road #206 Springfield, IL 62704	Not Applicable	Unrelated	To provide assistance to those with MS which includes canes, walkers, wheel chairs, scooters, ramps, grab bars for safety and hand rails	500
genHkids, Inc 3171 Greenhead Dr, Ste B Springfield, IL 62711	Not Applicable	Unrelated	To assist organization in its goal to create a generation of healthy kids through education, empowerment, improved nourishment and increased physical activity	5,000

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
Illinois Mission for Mercy ISDS Foundation PO Box 217 Springfield, IL 62705	Not Applicable	Unrelated	To assist organization in its mission to provide dental care to those who might not otherwise receive it	5,000
Multiple Sclerosis: One Step at a Time 3309 Robbins Road #206 Springfield, IL 62704	Not Applicable	Unrelated	To assist those who have MS in Central Illinois area	500
SIU Foundation 409 W. Calhoun Ave Springfield, IL 62794	Not Applicable	Unrelated	To assist in supporting camp (Camp COCO) for children with cancer and related blood disorders	1,500
Cavalier Programs Advisory Committee PO Box 261 Carlinville, IL 62626	Not Applicable	Unrelated	To assist organization in its educational mission	5,000
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
American Cancer Society 687 Linton Ave Springfield, IL 62703	Not Applicable	Unrelated	To assist organization in eliminating cancer as a major health problem	4,500
St. Joseph's Home - Springfield 3306 S 6th St Rd Springfield, IL 62703	Not Applicable	Unrelated	To help serve the elderly that are in need	10,000
Friend in Deed P O. Box 15	Not Applicable	Unrelated	To help Springfield area residents that are in need during the Christmas holiday season	20,000

Levi, Ray & Shoup Foundation
32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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 62705-0015				
St Patrick Catholic School 1800 South Grand Avenue East Springfield, IL 62703	Not Applicable	Unrelated	To improve the education of youth attending St Patricks Catholic School	5,000
Sojourn Shelter and Services, Inc. 1800 Westchester Blvd. Springfield, IL 62704	Not Applicable	Unrelated	To assist organization in its mission of ending domestic violence	1,000
Hope School Foundation 15 East Hazel Dell Lane Springfield, IL 62703	Not Applicable	Unrelated	To assist organization with its care of children and young adults having multiple disabilities	2,080
Hoogland Center for the Arts 420 South Sixth Street Springfield, IL 62701	Not Applicable	Unrelated	To support local area arts	175,000
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	1,000
Health Missions, Inc. PO Box 3614 Peoria, IL 61614	Not Applicable	Unrelated	To assist organization in enhancing exposure of natural health care to communities around the world	5,000
Springfield High School 101 South Lewis Street Springfield, IL 62704	Not Applicable	Unrelated	Support and promote the school's football team	750
Springfield High School 101 South Lewis Street Springfield, IL 62704	Not Applicable	Unrelated	Support and promote the school's choir	25,000
Prairie Heart Institute Foundation 619 E Mason Street	Not Applicable	Unrelated	To support organization in its mission to provide world class heart care to the Springfield, IL area	10,000

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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 62701				
Southeast 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	2,000
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
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
Springfield Youth Hockey Association PO Box 8822 Springfield, IL 62791	Not Applicable	Unrelated	To assist organization in its goal to foster and teach good sportsmanship 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
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
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	1,200
Girls on the Run of Central Illinois 907 Clocktower Drive Springfield, IL 62704	Not Applicable	Unrelated	To help support the organization in their effort to help girls embrace their individuality	2,500
American Lung Association of Central Illinois	Not Applicable	Unrelated	To support organization in its goal to improve lung health and prevent lung	8,720

Levi, Ray & Shoup Foundation

32-6007063

Tax Year Beginning August 1, 2016 and ending July 31, 2017

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
3000 Kelly Lane Springfield, IL 62711			disease	
Fort Myers Beach PTO 2751 Oak Street Fort Myers Beach, FL 33931	Not Applicable	Unrelated	To support organization in its efforts to provide technical upgrades, supplies, enrichment and field trips to the students of Fort Myers Beach Elementary	1,500
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	1,000
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	2,000

Total

685,350