efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491101002713

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 12-01-2011 , and ending 11-30-2012

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

Name of foundation Leon S Peters Foundation	**A Employer identification number** 94-6064669
Number and street (or P O box number if mail is not delivered to street address) 6424 E Butler · Room/suite	**B** Telephone number (see page 10 of the instructions) (559) 251-3002
City or town, state, and ZIP code Fresno, CA 93727	**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 ▶ ☐

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)* ▶$ 20,501,376

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

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 page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	354,159	354,159	354,159	
	4	Dividends and interest from securities	628,612	628,612	628,612	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-31,326			
	b	Gross sales price for all assets on line 6a 3,400,651				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain			73,453	
	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	951,445	982,771	1,056,224	
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)	2,494	1,247		1,247
	b	Accounting fees (attach schedule)	18,419	9,210		9,209
	c	Other professional fees (attach schedule)	10,978	10,987		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	30,951	30,951		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	62,842	52,395		10,456
	25	Contributions, gifts, grants paid	1,004,000			1,004,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,066,842	52,395		1,014,456
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-115,397			
	b	**Net investment income** (if negative, enter -0-)		930,376		
	c	**Adjusted net income** (if negative, enter -0-)			1,056,224	

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	1,714,912	1,588,062	1,588,062
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,854,536	6,284,643	13,056,243
	c	Investments—corporate bonds (attach schedule)	7,858,221	5,439,065	5,857,071
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15	Other assets (describe ▶ ______)	340	842	
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	13,428,009	13,312,612	20,501,376
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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	13,428,009	13,312,612	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	13,428,009	13,312,612	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	13,428,009	13,312,612	

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	13,428,009
2	Enter amount from Part I, line 27a	2	-115,397
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	13,312,612
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	13,312,612

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	-31,326
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	73,453

Part V **Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	859,699	19,433,545	0 04424
2009	893,829	17,609,756	0 05076
2008	1,014,544	17,716,481	0 05727
2007	610,859	17,585,801	0 03474
2006	993,683	19,302,470	0 05148

2	**Total** of line 1, column (d).	2	0 23848
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 04770
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	20,309,570
5	Multiply line 4 by line 3.	5	968,685
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	9,304
7	Add lines 5 and 6.	7	977,989
8	Enter qualifying distributions from Part XII, line 4.	8	1,014,456

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	9,304
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	9,304
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	9,304
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	20,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	20,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	10,696
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 10,696	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b****, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		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 page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	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 ▶Samuel K Peters Telephone no ▶(559) 251-3002

Located at ▶6424 E Butler Fresno CA ZIP+4 ▶93727

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2011, 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		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 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 page 20 of the instructions)?	1b		No
	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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ **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 page 20 of the instructions)	2b		No
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 2011 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 2011.)*	3b		No
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 2011?	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))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**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?	**7b**		**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 page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 page 23 of the 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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	18,780,872
b	Average of monthly cash balances	1b	1,837,981
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	20,618,853
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	
3	Subtract line 2 from line 1d	3	20,618,853
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	309,283
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,309,570
6	**Minimum investment return.** Enter 5% of line 5	6	1,015,479

Part XI **Distributable Amount** (see page 25 of the 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	1,015,479
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 9,304		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	9,304
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,006,175
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,006,175
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,006,175

Part XII **Qualifying Distributions** (see page 25 of the 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	1,014,456
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	1,014,456
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 page 26 of the instructions)	5	9,304
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,005,152

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,006,175
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			55,542	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 1,014,456				
a Applied to 2010, but not more than line 2a			55,542	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				958,914
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(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 page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				47,261
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

Part XIV **Private Operating Foundations** (see page 27 of the 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 2011, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SAMUEL K PETERS
6424 E BUTLER
FRESNO,CA 93727
(559) 251-3002

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

LETTER

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,004,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	354,159	
4 Dividends and interest from securities. . . .			14	628,612	
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			1	-31,326	
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). .				951,445	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 951,445

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

******	2013-04-11	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature ▶ Edward J Hashim	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶ Baker Peterson & Franklin CPA LLP		Firm's EIN ▶	
Firm's address ▶ 970 W Alluvial 101 Fresno, CA 93711		Phone no (559) 432-2346	

May the IRS discuss this return with the preparer shown above? See instructions . ▶ ☑ Yes ☐ No

TY 2011 Accounting Fees Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 11000144
Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BAKER,PETERSON & FRANKLIN	18,419	9,210	0	9,209

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491101002713

TY 2011 Investments Corporate Bonds Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 11000144
Software Version: 2011v1.5

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NEXTERA ENERGY CAPITAL	100,000	109,640
AVIVA PLC 8.25% CAPITAL SECURITIES	200,000	221,440
LLOYDS BANKING GROUP PLC 7.75% 7/15/50	150,000	166,200
JPMORGAN CHASE CAP XXIX 6.70% SER CC	100,006	103,440
AMERICAN FIN GROUP INC 7% SR NT	100,000	110,000
WEINGARTEN REALTY INV 8.10% DUE 2019	100,000	114,000
VORNADO REALTY LP 7.875% PUB INC NTS	50,000	54,920
DOMINION RES INC VA 2009 SER A 8.375%	100,000	111,280
BB&T CAPITAL TRUST VI 9.6%		
BB&T CAPTIAL TR V 8.95%		
WELLS FARGO CAPT 7 7/8 3-15-68	100,000	103,360
M&T CAPTIAL TRUST	100,000	103,000
XCEL ENERGY INC	100,000	102,160
AMERICAN INTL GRP 7.70 12-18-62	100,000	102,400
ING GROUP NV 8.50%	100,000	103,040
DUKE REALTY CORP 8.375% SER O	100,000	103,400
CREDIT SUISSE	100,000	103,400
BARCLAYS BANK PLC 7.75%	100,000	100,800
WACHOVIA CPITAL TR 6 3/8		
AMER INTL GROUP 6.450 6-15-77	200,000	201,440
CITIGROUP CAP XX 7 7/8	100,000	102,000
FIFTH THIRD CAP 7 1/4 11-15-67		
FIFTH THIRD CAP 7 1/4 8-15-67		
USB CAP XII 6.30%		
ML PFD CAPTAL TR 7 3/8	100,000	102,520
AT&T INC 6 3/8		
VIACOM INC 6.850		
DB CAPITAL FUNDING X 7.35%	100,000	101,920
AEGON NV 7.25%	100,000	100,920
KEYCORP CAP IX 6 3/4		

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CITIGROUP CAP XV 6 1/2	100,000	101,640
CAP ONE CAP II 7 1/2	100,000	102,120
USB CAPITAL X 6 1/2		
COMCAST CORP 7.00 9-15-55		
COMCAST CORP 7.000 5-15-55		
BAC CAP TR X 6 1/4		
MS CAP TR VI 6.600	150,000	150,240
COUNTRYWIDE CAP V 7.000	100,000	100,520
PS BUSINESS PARK SER 0 7.375		
TEL & DATA SYS INC 6 5/8	100,000	101,920
SAT-AON 2005-11 6 7/8		
VORNADO RLTY TST 6.6250 SR I	100,000	101,360
VORNADO RLTY TST 6.7500 SER H	100,000	102,344
PUBLIC STORAGE 6.18%	100,000	101,539
PS BUSINESS PARK 7.2000 SER I		
JPM CHASE CAP XIV 6.20 10-15-34	100,000	102,200
PLC CAP TRUST V 6 1/8	100,000	101,000
GMAC 7.00 11-15-24	100,000	99,219
GMAC 7.00 11-15-24	100,000	98,469
GMAC 6.850 4-15-16	200,000	199,955
LEUCADIA NATL	103,760	105,792
PUBLIC STORAGE 6.1250 SERIES	100,000	101,440
DUKE REALTY CORP 6.600%	100,000	100,400
DEVELOP DIV RLTY 7.500% PRF		
FORD MOTOR CO 7 1/2	250,000	268,900
GENERAL MTRS 7 1/4		
GM CVT SEN NTS 6 1/4		
COUNTRYWIDE IV 6 3/4	100,000	100,480
PLC CAP TRUST IV 7 1/4		
FLEET CAP TR VIII 7.200		

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JP MORGAN CHASE 7.000	250,000	257,100
BANK ONE CAP TR 7.200	28,575	29,558
GMAC LLC 7.300 3-09-31	251,380	246,900
SOUTHN C EDISON 4.78% PFD	136,900	249,200
PAC GAS & ELEC 6 NON RED PFD	168,444	317,095
ING GROEP NV 7.2000	100,000	100,000
ING GROEPNV 6.2000	100,000	96,400

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491101002713

TY 2011 Investments Corporate Stock Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 11000144
Software Version: 2011v1.5

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EMC CORP - MASS	5,514	5,858
CAPITAL ONE FINANCIAL CORP	8,407	8,640
BEST BUY COMPANY INC	5,514	3,317
MOSAIC COMPANY	6,801	6,703
AMERICAN INTERNATIONAL GROUP INC	15,045	15,704
ANNALY CAPITAL MANAGEMENT INC	152,844	132,480
ROYAL DUTCH SHELL PLC	149,983	138,160
PEPCO HOLDINGS INC	156,155	157,920
NFG DIVID INT & PREM STRATEGY FD	102,247	95,760
MICROCHIP TECHNOLOGIES INC	99,627	91,260
MARTIN MIDSTREAM PARTNERS LP	144,600	123,280
LINN ENERGY LLC	185,832	198,150
LINN CO LLC	116,563	115,890
FIRST TR MLP & ENERGY INCOME FD	100,000	100,000
EXTERRAN PARTNERS LP COMMON	173,165	152,390
CRESTWOOD MIDSTREAM PARTNERS	227,294	186,720
CONOCOPHILLIPS	164,874	170,820
BREITBURN ENERGY PARTNERS LP	185,100	184,800
BOARDWALK PIPELINE PARTNERS LP	164,842	154,740
ARES CAPITAL CORPORATION	168,100	177,400
AMETEK INC NEW	68,690	74,660
ALTRIA GROUP INC	165,007	169,050
PACCAR INC	7,444	9,183
TEVA PHARMACEUTICAL INDUSTRIES LTD	14,452	13,154
CISCO SYSTEMS INC	16,085	17,832
MOTOROLA SOLUTIONS INC		
GENERAL MOTORS COMPANY		
SEADRILL LIMITED SHS	145,663	154,120
WINDSTREAM CORP	122,671	83,800
PPL CORPORATION	103,466	117,400

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NUVEEN TA-ADVANTAGED DIV GROWTH FUND	94,454	102,060
PLAINS ALL AMERICAN PIPELINE		
MARKWEST ENERGY PARTNERS	215,169	258,400
KINDER MORGAN ENERGY PARTNERS	142,880	163,020
ENBRIDGE ENERGY PARTNERS	148,629	145,100
CENTURYLINK INC	161,097	155,360
LINCOLN NATIONAL CORP	5,744	5,261
FRONTIER COMMUNICATIONS CORP SER B		
ENERGY TRANSFER PARTNERS LP	285,948	263,340
GENERAL MOTORS COMPANY	17,397	15,166
UNUM GROUP	18,495	17,433
TIME WARNER INC	10,297	15,420
PFIZER INC	15,225	22,118
OCCIDENTAL PETE CORP	7,738	6,769
GOLDMAN SACHS GROUP INC	15,773	12,839
CITIGROUP INC	19,914	19,878
MERCK & CO INC	6,703	10,411
CANADIAN NATURAL RESOURCES	18,779	16,040
CVS CAREMARK CORPORATION	7,164	10,558
TALISMAN ENERGY INC	28,870	20,117
NRG ENERGY INC	12,418	6,203
METLIFE INCORPORATED	12,927	13,741
HALLIBURTON CO	6,419	9,205
ANGLOGOLD ASHANTI LIMITED	20,856	18,210
PHILLIP MORRIS INTL INC (ALTRIA GROUP)	2,554	6,022
SANOFI AVENTIS ADS	20,724	25,076
LOEWS CORP DELAWARE	10,971	10,751
HESS CORPORATION		
AMGEN INC		
APACHE CORP	14,063	15,958

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VIACOM INC B	13,763	17,289
NOBLE ENERGY INC	3,268	5,572
MICROSOFT CORP	12,134	12,057
UNION PACIFIC CORP	2,137	8,963
GENWORTH FINANCIAL INC CL A		
WELLS FARGO & CO NEW	10,286	13,369
RAYTHEON CO (NEW)	5,532	8,912
PITNEY BOWES INC	9,926	2,932
JP MORGAN CHASE CO	8,692	9,941
INGERSOLL RAND CO CL A	3,606	10,341
HARTFORD FIN SERS GRP INC	34,550	20,587
CA INCORPORATED	26,262	26,947
BARRICK GOLD CORP	5,852	9,565
AON CORP	15,117	17,494
WISCONSIN ENERGY CORP	5,850	75,060
VERIZON COMMUNICATIONS	148,430	220,688
SEMPRA ENERGY	188,981	684,200
PG&E CORPORATION	107,340	409,500
MICROSOFT CORP	74,407	266,150
MERCK & CO	154,178	354,400
INTEL CORP		
GENERAL ELECTRIC CO	77,502	253,560
FORD MOTOR CO NEW	21,588	44,689
EXXON MOBIL CORP	96,341	2,820,480
EXELON CORP	154,685	151,100
DTE ENERGY COMPANY	47,235	181,740
CHEVRON TEXACO CORP	424,302	2,764,850
BRISTOL MYERS SQUIBB CO	131,524	163,150
BOEING CO	46,470	74,280
AT&T CORP NEW	157,492	204,780

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491101002713

TY 2011 Legal Fees Schedule

Name: Leon S Peters Foundation

EIN: 94-6064669

Software ID: 11000144

Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DOWLING, AARON & KEELER	2,494	1,247	0	1,247

TY 2011 Other Assets Schedule

Name: Leon S Peters Foundation

EIN: 94-6064669

Software ID: 11000144

Software Version: 2011v1.5

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
WITHHELD TAXES	338	842	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491101002713

TY 2011 Other Professional Fees Schedule

Name: Leon S Peters Foundatıon

EIN: 94-6064669

Software ID: 11000144

Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKER ACCOUNT FEES	10,978	10,987	0	0

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491101002713

TY 2011 Taxes Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 11000144
Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INTERNAL REVENUE SERVICE	30,951	30,951		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
NOBLE ENERGY INC	P	2008-09-17	2012-11-06
HEWLETT PACKARD CO	P	2012-03-05	2012-11-20
BEST BUY COMPANY INC	P	2012-04-16	2012-10-24
NOBLE ENERGY INC	P	2008-09-17	2012-10-18
WELLS FARGO & CO	P	1993-12-03	2012-09-19
NOBLE ENERGY INC	P	2005-06-08	2012-09-14
VIACOM INC	P	2005-09-06	2012-09-13
VIACOM INC	P	2005-09-02	2012-09-12
VIACOM INC	P	2005-09-02	2012-09-11
PHILLIP MORRIS INTERNATIONAL INC	P	2005-02-08	2012-09-11
PHILLIP MORRIS INTERNATIONAL INC	P	2005-02-08	2012-09-07
TIME WARNER INC	P	2010-10-13	2012-08-20
NOBLE ENERGY INC	P	2005-09-08	2012-08-08
NOBLE ENERGY INC	P	2005-06-08	2012-08-06
NOBLE ENERGY INC	P	2005-06-07	2012-08-01
NOBLE ENERGY INC	P	2005-06-07	2012-07-31
NOBLE ENERGY INC	P	2005-06-07	2012-07-31
LOEWS CORPORATION	P	2007-10-17	2012-07-20
CVS CAREMARK CORPORATION	P	2009-11-05	2012-07-19
PFIZER INC	P	2010-03-29	2012-07-18
LOEWS CORPORATION	P	2007-10-17	2012-07-18
LOEWS CORPORATION	P	2007-10-17	2012-07-03
BARRICK GOLD CORP	P	2001-11-28	2012-06-26
PFIZER INC	P	2010-03-29	2012-05-21
RAYTHEON CO	P	2003-09-09	2012-04-27
GENWORTH FINANCIAL LLC	P	2010-12-08	2012-04-27
RAYTHEON CO	P	2003-09-09	2012-04-26
GENWORTH FINANCIAL LLC	P	2010-12-08	2010-04-26
MOTOROLA SOLUTIONS INC	P	2010-02-01	2012-04-25
GENWORTH FINANCIAL LLC	P	2010-12-08	2012-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GENWORTH FINANCIAL LLC	P	2010-12-07	2012-04-24
GENWORTH FINANCIAL LLC	P	2010-12-06	2012-04-23
GENWORTH FINANCIAL LLC	P	2010-11-01	2012-04-23
GENWORTH FINANCIAL LLC	P	2006-05-03	2012-04-20
GENWORTH FINANCIAL LLC	P	2004-05-27	2012-04-18
MOTOROLA SOLUTIONS INC	P	2009-12-10	2012-03-26
MOTOROLA SOLUTIONS INC	P	2009-02-10	2012-03-23
LINCOLN NATIONAL CORP	P	2010-06-22	2012-03-15
INGERSOL RAND PLC	P	1994-12-22	2012-02-21
VIACOM INC	P	2005-02-08	2012-02-07
VIACOM INC	P	2004-12-20	2012-02-06
MOTOROLA SOLUTIONS INC	P	2009-02-10	2012-02-03
UNION PACIFIC CORP	P	2005-02-08	2012-02-01
MOTOROLA SOLUTIONS INC	P	2009-02-10	2012-02-01
VIACOM INC	P	2004-12-20	2012-01-05
HESS CORPORATION	P	2007-04-20	2012-01-04
HESS CORPORATION	P	2007-04-19	2012-01-03
AMGEN INC	P	2007-11-15	2011-12-20
AMGEN INC	P	2007-11-15	2011-12-14
MOTOROLA SOLUTIONS INC	P	2008-01-03	2011-12-09
MOTOROLA SOLUTIONS INC	P	2008-01-03	2011-12-06
COMCAST CORP	P	2006-09-14	2012-04-20
SEMPRA ENERGY	P	1978-08-16	2012-03-27
AON SATURNS 6 875%	P	2005-01-21	2012-11-30
INTEL CORP	P	1997-11-10	2012-11-19
ELI LILY & CO	P	2012-08-24	2012-10-09
EV ENERGY PARTNERS LP	P	2012-06-21	2012-09-13
DDR CORP	P	2004-04-22	2012-08-20
FIFTH THIRD CAP TRUST VI 7 25%	P	2007-08-01	2012-08-15
FIFTH THIRD CAP TRUST VI 7 25%	P	2007-10-23	2012-08-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FLEET CAPITAL TRUST VIII 7 20%	P	2002-03-04	2012-07-25
BAC CAPITAL TRUST X	P	2006-03-22	2012-07-25
COMCAST CORPORATION NOTES 6 625%	P	2007-05-03	2012-07-23
BB&T CAPITAL TRUST VI 9 60%	P	2009-07-21	2012-07-18
BB&T CAPITAL TRUS V 8 95%	P	2008-09-04	2012-07-18
PLC CAPITAL TRUST IV 7 25%	P	2002-09-20	2012-06-19
UTS MOTORS LIQUIDATION COMPANY	P	2012-06-14	2012-06-19
WACHOVIA CAP TR IX 6 375%	P	2007-05-01	2012-06-15
USB CAPITAL TRUST XII 6 3%	P	2007-01-26	2012-05-15
BANK ONE CAPITAL TRUST VI	P	2001-09-21	2012-04-30
PLAINS ALL AMERICAN PIPELINE LP	P	2011-11-09	2012-03-27
COMCAST CORP	P	2006-09-14	2012-02-28
USB CAPITAL TRUST X 6 5%	P	2006-04-06	2012-02-22
WTS GENERAL MOTORS COMPANY	P	2003-08-26	2012-02-21
WTS GENERAL MOTORS COMPANY	P	2003-08-26	2012-02-21
GENERAL MOTORS COMPANY	P	2003-08-23	2012-02-21
PS BUSINESS PARKS	P	2005-04-29	2012-02-17
AT&T INC	P	2007-02-07	2012-02-15
PS BUSINESS PARKS	P	2006-05-19	2012-02-13
VIACOM INC	P	2006-12-06	2012-01-09
FRONTIER COMMUNICATIONS CORP	P	2010-11-12	2011-12-29
KEYCORP CAP IX	P	2006-11-17	2011-12-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
967		582	385
8,788		17,247	-8,459
2,194		2,849	-655
964		579	385
4,770		776	3,994
1,454		581	873
823		660	163
1,272		1,025	247
1,786		1,515	271
1,599		635	964
1,331		529	802
1,588		1,167	421
536		224	312
437		187	250
1,328		560	768
446		187	259
1,339		560	779
1,354		1,640	-286
2,079		1,295	784
4,678		3,408	1,270
1,437		1,740	-303
413		497	-84
4,630		1,796	2,834
3,648		2,799	849
2,267		1,216	1,051
322		703	-381
1,081		649	432
266		586	-320
5,848		3,260	2,588
497		1,083	-586

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
242		498	-256
481		965	-484
335		634	-299
3,413		13,019	-9,606
1,230		4,270	-3,040
1,988		623	1,365
1,517		480	1,037
1,963		1,978	-15
1,022		211	811
1,218		1,125	93
1,458		1,297	161
141		48	93
2,328		586	1,742
1,637		560	1,077
2,592		2,413	179
3,518		3,434	84
3,801		3,676	125
1,704		1,565	139
12,120		11,291	829
752		390	362
2,582		3,564	-982
49,950		49,950	
263,872		67,267	196,605
100,000		100,000	
119,933		97,163	22,770
156,300		131,881	24,419
124,421		98,878	25,543
100,000		92,500	7,500
200,000		200,000	
100,000		100,000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
250,000		249,205	795
100,000		100,000	
100,000		100,000	
62,500		62,500	
100,000		100,000	
150,000		150,000	
4,666			4,666
150,000		150,000	
100,000		100,000	
121,425		121,425	
158,319		130,060	28,259
50,050		50,050	
100,000		100,000	
17,633		94,369	-76,736
26,161		121,933	-95,772
43,302		179,191	-135,889
100,000		100,000	
100,000		100,000	
100,000		100,000	
100,000		100,000	
45,935		82,443	-36,508
100,000		100,000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			385
			-8,459
			-655
			385
			3,994
			873
			163
			247
			271
			964
			802
			421
			312
			250
			768
			259
			779
			-286
			784
			1,270
			-303
			-84
			2,834
			849
			1,051
			-381
			432
			-320
			2,588
			-586

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-256
			-484
			-299
			-9,606
			-3,040
			1,365
			1,037
			-15
			811
			93
			161
			93
			1,742
			1,077
			179
			84
			125
			139
			829
			362
			-982
			196,605
			22,770
			24,419
			25,543
			7,500

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			795
			4,666
			28,259
			-76,736
			-95,772
			-135,889
			-36,508

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
Mark Ruof 489 E Shepherd Fresno, CA 93720	Vice President 0 00	0		
Edward J Hashim 970 W Alluvial Suite 101 Fresno, CA 93711	Director 0 00	0		
Janice Chitjian 4170 S Fowler Avenue Fresno, CA 93725	Secretary 1 00	0		
Ron Peters 4742 S Fowler Avenue Fresno, CA 93725	CFO 1 00	0		
David Peters 236 5th Avenue Kingsburg, CA 93631	Director 1 00	0		
Craig Apregan 24566 John Colter Road Hidden Hills, CA 91302	Director 1 00	0		
Samuel K Peters 6424 E Butler Fresno, CA 93725	President 2 00	0		
Pete P Peters 4170 S Fowler Avenue Fresno, CA 93727	Chairman 0 00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PRESCRIPTION ABUSERS IN NEED83 EAST SHAW AVE STE 202 FRESNO, CA 93710	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
YMCA1408 N ST FRESNO, CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
STATE CENTER COMMUNITY COLLEGE DIST2930 EAST ANNADALE AVE FRESNO, CA 93725	NONE	N/A	FUNDS FOR ACADEMIC SCHOLARSHIPS	25,000
LEUKEMIA AND LYMPHOMA SOCIETY340 WEST FALLBROOK AVE STE 101 FRESNO, CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
CALIFORNIA ARMENIAN HOME 6720 EAST KINGS CANYON ROAD FRESNO, CA 93727	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
SAN JOAQUIN RIVER PARKWAY 11605 OLD FRIANT ROAD FRESNO, CA 93730	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
SAN JOAQUIN VALLEY TOWN HALLPO BOX 5149 FRESNO, CA 93755	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	2,500
SAN JOAQUIN COLLEGE OF LAW 901 5TH STREET CLOVIS, CA 93612	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
MARJORIE MASON CENTER1600 M STREET FRESNO, CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
YOUTH FOR CHRIST1401 DIVISADERO FRESNO, CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
VALLEY PUBLIC TELEVISION1544 VAN NESS FRESNO, CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	25,000
UCSF FOUNDATION155 N FRESNO STREET FRESNO, CA 93701	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	25,000
ST PAUL ARMENIAN CHURCH 3767 N FIRST STREET FRESNO, CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
ST GREGORY ARMENIAN CHURCH PO BOX 246 FOWLER, CA 93625	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
SCOTTISH RITE ENDOWMENT 1455 L STREET FRESNO, CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	1,000
ROTARY PLAYLAND890 W BELMONT FRESNO, CA 93728	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
EAST ROTARY CHARITY FOUNDATION679 E BIRCH AVE FRESNO, CA 93720	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	1,500
ROSE OF SHARON CHURCH4698 E HUNSTMAN AVE FRESNO, CA 93625	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
RONALD MCDONALD HOUSE9161 RANDALL WAY MADERA, CA 93638	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
POVERELLO HOUSEPO BOX 12225 FRESNO, CA 93777	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	40,000
PILGRIM ARMENIAN CHURCH 3673 N FIRST FRESNO, CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
PACIFIC COLLEGE1717 S CHESTNUT FRESNO, CA 93702	NONE	N/A	FUNDS FOR ACADEMIC SCHOLARSHIPS	51,000
NANCY HINDS HOSPICE1616 W SHAW SUITE C1 FRESNO, CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	25,000
HOLY TRINITY ARMENIAN CHURCH2226 VENTURA FRESNO, CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
GIRL SCOUTS4910 E ASHLAN AVE STE 105 FRESNO, CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
FRESNO RESCUE MISSIONPO BOX 1422 FRESNO, CA 93716	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
FRESNO PHILHARMONIC2377 W SHAW AVE 101 FRESNO, CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
FRESNO HISTORICAL SOCIETY 7160 W KEARNEY BLVD FRESNO, CA 93706	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
FRESNO ART MUSEUM2233 N FIRST STREET FRESNO, CA 93703	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
FIRST ARMENIAN PRESBYTERIAN CH430 S FIRST FRESNO, CA 93702	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FELLOWSHIP OF CHRISTIAN ATHLETES5724 N FRESNO FRESNO,CA 93710	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
DISCOVERY CENTER1937 N WINERY AVE FRESNO,CA 93703	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	1,000
CSUF SCHOLARSHIP FUND5200 N BARSTOW AVE FRESNO,CA 93740	NONE	N/A	FUNDS FOR ACADEMIC SCHOLARSHIPS	145,000
COMMUNITY MEDICAL FOUNDATONPO BOX 1232 FRESNO,CA 93715	NONE	N/A	FUNDS FOR OPERATION, ADMINISTRATION AND SCHOLARSHIPS	380,000
CENTRAL CALIFORNIA BLOOD BANK3445 NORTH FIRST STREET FRESNO,CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
BOYS AND GIRLS CLUB OF FRESNO 540 N AUGUSTA FRESNO,CA 93701	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
ARMENIAN MISSIOANRY ASSEMBLY31 WEST CENTURY ROAD PARAMUS,NJ 07652	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
ARMENIAN GENERAL BENEVOLENT FU55 EAST 59TH ST 7TH FLOOR NEW YORK,NY 10022	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	7,000
AMERICAN CANCER SOCIETY222 W SHAW 201 FRESNO,CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
SEQUOIA COUNCIL BOY SCOUTS OF AMERI6005 N TAMERA AVE FRESNO,CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
Total . . . . ▶ **3a**				1,004,000