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EXTENDED

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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation David and Linda Shaheen Foundation		A Employer identification number 58-2489866
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 973	Room/suite	B Telephone number (see instructions) (775) 832-8484
City or town, state, and ZIP code Crystal Bay NV 89402		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,205,558	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	212,637	212,637		
	4 Dividends and interest from securities	24,968	24,968		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 3,176,231				
	7 Capital gain net income (from Part IV, line 2)		155,560		
	8 Net short-term capital gain			23,992	
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	35,543	35,543			
12 Total. Add lines 1 through 11	273,148	428,708	23,992		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	3,784			
	b Accounting fees (attach schedule)	2,000			
	c Other professional fees (attach schedule)	23,167	23,167		
	17 Interest	44			
	18 Taxes (attach schedule) (see instructions)	4,688	4,688		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,477			
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	35,160	27,855	0	0
25 Contributions, gifts, grants paid	491,700			491,700	
26 Total expenses and disbursements. Add lines 24 and 25	526,860	27,855	0	491,700	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-253,712				
b Net investment income (if negative, enter -0-)		400,853			
c Adjusted net income (if negative, enter -0-)			23,992		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	3,000	3,000	3,000
	2 Savings and temporary cash investments	279,609	955,949	955,949
	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			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	8,470,833	6,106,620	7,246,609
	c Investments—corporate bonds (attach schedule)			
Liabilities	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 ▶ RESERVE FOR ADJUSTMENT TO FM¹)	120,428	1,139,989	
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,873,870	8,205,558	8,205,558
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	8,873,870	8,205,558	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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			
	30 Total net assets or fund balances (see instructions)	8,873,870	8,205,558	
	31 Total liabilities and net assets/fund balances (see instructions)	8,873,870	8,205,558	

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	8,873,870
2 Enter amount from Part I, line 27a	2	-253,712
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	8,620,158
5 Decreases not included in line 2 (itemize) ▶ Unrealized Losses on Investments	5	414,600
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,205,558

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV 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	155,560
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	23,992

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	543,666	278,370	1.953034
2010	507,880	9,355,570	0.054286
2009	488,675	8,983,424	0.054397
2008	0	10,735,065	0.000000
2007			0.000000

2 Total of line 1, column (d)	2	2.061717
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	0.515429
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,919,118
5 Multiply line 4 by line 3	5	4,081,743
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,009
7 Add lines 5 and 6	7	4,085,752
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	491,700

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	N/A
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	0
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	0
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		X
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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NV		
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		
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ eatyourpeas.com	13	X	
14	The books are in care of ▶ Martha A. McCorkle, CPA Located at ▶ 903 Prospect Way Dalton GA Telephone no ▶ 706-226-5936 ZIP+4 ▶ 30720			
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 2012, 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 Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
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 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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 instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☐ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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
Credit Suisse Securities Inc 2121 Avenue of the Stars, Suite 3300, Los Angeles, CA 90067-5014	Investment Advise & Management	23,167

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	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	7,418,935
b	Average of monthly cash balances	1b	620,779
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,039,714
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	8,039,714
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	120,596
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,919,118
6	Minimum investment return. Enter 5% of line 5	6	395,956

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	395,956
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	395,956
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	395,956
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	395,956

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	491,700
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	491,700
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	491,700

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				395,956
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0	
b Total for prior years 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	38,393			
b From 2008	70,697			
c From 2009	39,504			
d From 2010	40,101			
e From 2011	529,747			
f Total of lines 3a through e	718,442			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 491,700				
a Applied to 2011, but not more than line 2a				
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 2012 distributable amount				395,956
e Remaining amount distributed out of corpus	95,744			
5 Excess distributions carryover applied to 2012 (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	814,186			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	38,393			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	775,793			
10 Analysis of line 9				
a Excess from 2008	70,697			
b Excess from 2009	39,504			
c Excess from 2010	40,101			
d Excess from 2011	529,747			
e Excess from 2012	95,744			

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

2/18/2001

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
23,992				23,992
20,393				20,393
491,700	543,666	507,880	488,675	2,031,921
				0
491,700	543,666	507,880	488,675	2,031,921
				0
				0
263,971	9,279	311,853	299,447	884,550
				0
				0
				0
				0
				0

- 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 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))

None

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

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

David M. Shaheen P.O. Box 973 Crystal Bay, NV 89402 (775) 832-8484

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

All applications should be submitted via website Eatyourpeas.com

- c** Any submission deadlines

No deadlines

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

Restricted to 501(c)(3) organizations in education, the arts, conservation and humanitarian endeavors

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

Form **990-PF** (2012)

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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See 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			03		
4	Dividends and interest from securities			03		
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			03		
8	Gain or (loss) from sales of assets other than inventory			03		
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		0	0
13	Total. Add line 12, columns (b), (d), and (e)				13	0

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

Piedmont Hospital

Street

1968 Peachtree Road, N W

City

Atlanta

State

GA

Zip Code

30309

Foreign Country**Relationship**

none

Foundation Status

501(c)(3)

Purpose of grant/contribution

Breast Health services and perscription drugs for indigent

Amount

10,000

Name

University California Regents

Street

590 University Hall, 2200 University Ave

City

Berkeley

State

CA

Zip Code

94720

Foreign Country**Relationship**

none

Foundation Status

501(c)(3)

Purpose of grant/contribution

AIDs and StD education using Muisc, Dance and Visual Arts

Amount

37,500

Name

Webster School

Street

3602 Winter Canyon Rd

City

Malibu

State

CA

Zip Code

90265

Foreign Country**Relationship**

none

Foundation Status

501(c)(3)

Purpose of grant/contribution

Program to assist handicapped students with homework and a program to teach colonial America

Amount

5,000

Name

Woman's Cancer Group

Street

8700 Beverly Boulevard, Suite 160W

City

Los Angeles

State

CA

Zip Code

90048

Foreign Country**Relationship**

none

Foundation Status

501(c)(3)

Purpose of grant/contribution

Breast cancer - expansion of tissue bank

Amount

25,000

Name

World of Children

Street**City****State****Zip Code****Foreign Country****Relationship**

none

Foundation Status

501(c)(3)

Purpose of grant/contribution

Funds causes for children world wide

Amount

5,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include to Part IV	Amount		Totals						Net Gain or Loss								
	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price		Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments			
1	Long Term CG Distributions	131,568															155,560
2	Short Term CG Distributions	23,992															155,560

Part I, Line 11 (990-PF) - Other Income

		35,543	35,543	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Partnership Income	27,043	27,043	
2	Debt Forgiveness - Investment Partnerships	8,500	8,500	

Part I, Line 16a (990-PF) - Legal Fees

		3,784	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Legal Fees - review of organization	3,784		

Part I, Line 16a (990-PF) - Legal Fees

0	
	Disbursements for Charitable Purposes (Cash Basis Only)
1	

Part I, Line 16b (990-PF) - Accounting Fees

		2,000	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Martha A McCorkle, CPA	2,000		

Part I, Line 16b (990-PF) - Accounting Fees

0	
	Disbursements for Charitable Purposes (Cash Basis Only)
1	

Part I, Line 16c (990-PF) - Other Professional Fees

		23,167	23,167	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Credit Suisse - Investment fees	23,167	23,167	

Part I, Line 16c (990-PF) - Other Professional Fees

0	
	Disbursements for Charitable Purposes (Cash Basis Only)
1	

Part I, Line 18 (990-PF) - Taxes

		4,688	4,688	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Real estate tax not included in line 20			
2	Tax on investment income- Foreign taxes	4,688	4,688	
3	Income tax			

Part I, Line 18 (990-PF) - Taxes

0	
	Disbursements for Charitable Purposes
1	
2	
3	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		8,470,833	6,106,620	8,591,261	7,246,609
		Book Value	Book Value	FMV	FMV
		Beg. of Year	End of Year	Beg. of Year	End of Year
Description		Num. Shares/ Face Value			
1	Corporate Equities		3,052,602	2,647,454	3,960,236
2	Fixed Income		1,287,000	1,975,386	1,238,775
3	Partnership Interest		1,506,498	2,796,365	1,787,078
4	Alternative Investments - Hedge Funds		260,520	1,172,056	260,520

Part II, Line 13 (990-PF) - Investments - Other

		0	0	0	0
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	See attached schedule				

Part II, Line 15 (990-PF) - Other Assets

		120,428	1,139,989	0
		Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	RESERVE FOR ADJUSTMENT TO FMV	120,428	1,139,989	0

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount														
Long Term CG Distributions		131,568												
Short Term CG Distributions		23,992												
1	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses

Part IV -Capital Gains and Losses for Tax on Investment Income - page 3

Description	Quantity	Date Acq	Date Sold	Sales Proceeds	Cost or Basis	Gain (Loss)
Short Term						
Ecopetrol S A	450.000	05/19/11	01/19/12	22,366	19,327	3,039
Genuine Parts Co	360.000	05/19/11	01/19/12	23,420	19,633	3,787
Philip Morris Int	186.000	05/19/11	01/19/12	13,787	13,003	784
Accenture PLC	244.000	01/19/12	04/04/12	15,650	13,348	2,302
BASF SE	143.000	05/19/11	04/04/12	11,965	12,973	(1,008)
BASF SE	62.000	09/23/11	04/04/12	5,188	3,646	1,542
Bemis Co	1,129.000	05/19/11	04/04/12	36,388	37,673	(1,285)
Ecopetrol S A	617.000	05/19/11	04/04/12	38,754	26,500	12,254
Emerson Elec Co	269.000	01/19/12	04/04/12	13,781	13,355	426
Genuine Parts Co	535.000	05/19/11	04/04/12	33,635	29,178	4,457
Eli Lilly & CO	98.000	05/19/11	04/04/12	3,950	3,779	171
Northrop Grummr	8.000	05/19/11	04/04/12	492	518	(26)
PG & E Corp	603.000	05/19/11	04/04/12	26,038	27,254	(1,216)
PG & E Corp	30.000	01/19/12	04/04/12	1,295	1,235	60
Siemens A G Spo	372.000	08/18/11	04/04/12	36,237	37,325	(1,088)
Sysco Corp	52.000	05/19/11	04/04/12	1,534	1,681	(147)
Thomson Reuters	589.000	10/20/11	04/04/12	16,881	16,628	253
Unilever PLC	1,128.000	05/19/11	04/04/12	37,156	36,422	734
Vale SA ADR	797.000	10/20/11	04/04/12	17,861	16,578	1,283
Wal Mart Stores	117.000	05/19/11	04/04/12	7,053	6,484	569
Accenture PLC	243.000	01/19/12	05/24/12	14,108	13,293	815
Emerson Elec Co	4.000	01/19/12	05/24/12	190	199	(9)
Northrop Grummr	13.000	01/19/12	05/24/12	757	798	(41)
PG & E Corp	339.000	01/19/12	05/24/12	14,756	13,954	802
PG & E Corp	293.000	01/19/12	10/24/12	12,297	12,061	236
Telefonica S A	42.000	08/16/12	10/24/12	557	527	30
Eaton Corp	290.000	10/24/12	12/03/12	15,053	13,122	1,931
Credit Suisse Sec	200,000.000	08/26/11	03/02/12	200,000	200,000	-
Facebook Inc	600.000	05/17/12	05/18/12	23,899	22,800	1,099
Credit Suisse Sec	200,000.000	03/09/12	09/17/12	200,000	197,785	2,215
United Kingdom I	160.000	08/01/11	01/05/12	2,616	2,801	(185)
South Korea Isha	77.000	03/08/11	01/05/12	4,105	4,616	(511)
Germany Ishares	66.000	03/08/11	01/05/12	1,297	1,697	(400)
Market Vectors-	259.000	07/05/11	01/05/12	14,025	14,254	(229)
Market Vectors-	15.000	10/04/11	01/05/12	812	776	36
China SpDR Index	73.000	03/08/11	01/05/12	4,653	5,703	(1,050)
Wisdomtree TR -	213.000	08/01/11	01/05/12	8,940	9,551	(611)
Wisdomtree TR -	11.000	08/30/11	01/05/12	462	474	(12)
Currency - Japan	36.000	10/04/11	03/05/12	4,351	4,615	(264)
Palladium ETFS	3.000	03/08/11	03/05/12	208	235	(27)

Part IV -Capital Gains and Losses for Tax on Investment Income - page 3

Description	Quantity	Date Acq	Date Sold	Sales Proceeds	Cost or Basis	Gain (Loss)
Short Term						
Palladium ETFS	86.000	03/18/11	03/05/12	5,968	6,211	(243)
Palladium ETFS	101.000	04/05/11	03/05/12	7,008	7,952	(944)
Palladium ETFS	16.000	05/09/11	03/05/12	1,110	1,153	(43)
Palladium ETFS	55.000	08/30/11	03/05/12	3,816	4,180	(364)
Palladium ETFS	26.000	01/05/12	03/05/12	1,804	1,650	154
Italy Ishares	223.000	08/30/11	03/05/12	3,034	2,948	86
Emerging Market	87.000	03/08/11	03/05/12	3,818	4,077	(259)
Emerging Market	66.000	03/18/11	03/05/12	2,897	3,005	(108)
All Country Asia I	216.000	03/08/11	03/05/12	12,361	13,392	(1,031)
Russia Market Ve	280.000	03/08/11	03/05/12	9,307	11,647	(2,340)
FDS SPDR Index	79.000	03/08/11	03/05/12	1,975	2,269	(294)
Wisdomtree TR -	61.000	03/08/11	03/05/12	2,641	2,919	(278)
Italy Ishares	296.000	08/30/11	07/09/12	3,144	3,913	(769)
All Country Asia I	86.000	10/04/11	07/10/12	4,494	3,876	618
All Country Asia I	105.000	01/05/12	07/10/12	5,487	5,347	140
All Country Asia I	118.000	07/10/12	07/11/12	6,166	6,139	27
China SpDR Index	49.000	03/05/12	08/01/12	3,108	3,514	(406)
Italy Ishares	161.000	01/05/12	12/06/12	2,035	1,877	158
Loomis Sayles Bo	150.427	11/22/11	11/16/12	2,250	2,091	159
Loomis Sayles Bo	388.570	12/14/11	11/16/12	5,813	5,331	482
Loomis Sayles Bo	108.162	01/24/12	11/16/12	1,618	1,546	72
Loomis Sayles Bo	133.121	02/23/12	11/16/12	1,991	1,940	51
Loomis Sayles Bo	134.423	03/26/12	11/16/12	2,011	1,967	44
Loomis Sayles Bo	132.273	04/24/12	11/16/12	1,979	1,931	48
Loomis Sayles Bo	140.095	05/24/12	11/16/12	2,096	1,999	97
Loomis Sayles Bo	132.421	06/25/12	11/16/12	1,981	1,907	74
Loomis Sayles Bo	138.286	07/24/12	11/16/12	2,069	2,004	65
Loomis Sayles Bo	144.853	08/24/12	11/16/12	2,167	2,134	33
Loomis Sayles Bo	117.936	09/24/12	11/16/12	1,764	1,775	(11)
Loomis Sayles Bo	117.936	10/23/12	11/16/12	1,764	1,787	(23)
Loomis Sayles Bo	18.504	10/23/12	11/16/12	277	279	(2)
Loomis Sayles Bond Fd				3,917	5,834	(1,917)
				998,387	974,395	23,992

The David and Linda Shaheen Foundation, Inc.

FEI 58-2489866

For the year ended December 31, 2012

Part IV -Capital Gains and Losses for Tax on Investment Income - page 3

Long Term Gains (Losses)

Description	Quantity	Date Acq	Date Sold	Sales Proceeds	Cost or Basis	Gain (Loss)
Long Term Mattel Inc Com	509.000	10/29/10	01/19/12	14,494	11,829	2,665
Total S A Sponsored	89.000	10/29/10	01/19/12	4,635	4,833	(198)
Astrazeneca PLC	689.000	10/29/10	04/04/12	30,543	34,580	(4,037)
Canon Inc ADR	109.000	10/29/10	04/04/12	5,097	5,033	64
Canon Inc ADR	34.000	03/18/11	04/04/12	1,590	1,502	88
Chevron Corp	75.000	10/29/10	04/04/12	7,917	6,224	1,693
China Mobile LTD	640.000	10/29/10	04/04/12	34,541	32,806	1,735
China Mobile LTD	19.000	01/21/11	04/04/12	1,025	946	79
China Mobile LTD	64.000	03/18/11	04/04/12	3,454	2,893	561
Conagra Foods Inc	1,332.000	10/29/10	04/04/12	35,418	29,982	5,436
Darden Restaurants Inc	139.000	10/29/10	04/04/12	6,971	6,334	637
Diageo PLC	70.000	01/21/11	04/04/12	6,753	5,405	1,348
Diageo PLC	8.000	03/18/11	04/04/12	772	594	178
Glaxosmithkline PLC	897.000	10/29/10	04/04/12	40,589	35,099	5,490
Intel Corp	307.000	10/29/10	04/04/12	8,532	6,275	2,257
Kimberly Clark Corp	305.000	10/29/10	04/04/12	22,619	19,212	3,407
Eli Lilly & Co	258.000	10/29/10	04/04/12	10,400	9,009	1,391
Eli Lilly & Co	57.000	03/18/11	04/04/12	2,298	1,962	336
Mattel Inc Com	1,197.000	10/29/10	04/04/12	40,554	27,819	12,735
Northrop Grumman Corp	160.000	10/29/10	04/04/12	9,837	9,062	775
Northrop Grumman Corp	39.000	03/18/11	04/04/12	2,398	2,345	53
Pepsico Inc	128.000	10/29/10	04/04/12	8,500	8,331	169
Petrochina Co	36.000	10/29/10	04/04/12	5,048	4,430	618
Petrochina Co	2.000	01/21/11	04/04/12	280	273	7
Petrochina Co	24.000	03/18/11	04/04/12	3,365	3,229	136
Sanofi	200.000	10/29/10	04/04/12	7,522	6,998	524
Statoil	133.000	10/29/10	04/04/12	3,526	2,884	642
Statoil	141.000	03/18/11	04/04/12	3,738	3,855	(117)
Sysco Corp	340.000	10/29/10	04/04/12	10,030	10,006	24
Sysco Corp	53.000	03/18/11	04/04/12	1,564	1,464	100
Telefonica SA	1,617.000	10/29/10	04/04/12	25,290	43,659	(18,369)
Total S A Sponsored	693.000	10/29/10	04/04/12	34,823	37,630	(2,807)
Bemis Co	389.000	05/19/11	05/24/12	11,735	12,980	(1,245)
Canon Inc ADR	143.000	03/18/11	05/24/12	5,658	6,317	(659)
China Mobile LTD	103.000	03/18/11	05/24/12	5,258	4,655	603
China Mobile LTD	369.000	05/19/11	05/24/12	18,837	16,512	2,325
Conagra Foods Inc	823.000	10/29/11	05/24/12	20,698	18,525	2,173
Darden Restaurants Inc	81.000	10/29/11	05/24/12	4,299	3,691	608

The David and Linda Shaheen Foundation, Inc.

FEI: 58-2489866

For the year ended December 31, 2012

Part IV -Capital Gains and Losses for Tax on Investment Income - page 3

Long Term Gains (Losses)

Description	Quantity	Date Acq	Date Sold	Sales Proceeds	Cost or Basis	Gain (Loss)
Darden Restaurants Inc	41.000	03/18/11	05/24/12	2,176	1,897	279
Darden Restaurants Inc	16.000	05/19/11	05/24/12	849	821	28
Ecopetrol S A	340.000	05/19/11	05/24/12	19,565	14,603	4,962
Genuine Parts Co	192.000	05/19/11	05/24/12	11,805	10,471	1,334
Glaxosmithkline PLC	169.000	10/29/10	05/24/12	7,440	6,613	827
Eli Lilly & Co	2.000	05/19/11	05/24/12	82	77	5
Mattel Inc Com	362.000	10/29/10	05/24/12	11,159	8,413	2,746
Mattel Inc Com	213.000	03/18/11	05/24/12	6,566	5,227	1,339
Northrop Grumman Corp	193.000	05/19/11	05/24/12	11,244	12,504	(1,260)
Pepsico Inc	26.000	10/29/10	05/24/12	1,784	1,692	92
Pepsico Inc	18.000	03/18/11	05/24/12	1,235	1,137	98
Pepsico Inc	83.000	05/19/11	05/24/12	5,695	5,930	(235)
Sysco Corp	5.000	05/19/11	05/24/12	138	162	(24)
Telefonica SA	348.000	10/29/10	05/24/12	4,131	9,396	(5,265)
Telefonica SA	329.000	03/18/11	05/24/12	3,905	8,126	(4,221)
Telefonica SA	940.000	05/19/11	05/24/12	11,158	22,699	(11,541)
Total S A Sponsored	8.000	10/29/10	05/24/12	351	434	(83)
Unilever PLLC	1,128.000	05/19/11	05/24/12	35,634	36,422	(788)
Wal Mart Stores Inc	117.000	05/19/11	05/24/12	7,586	6,484	1,102
Conagra Foods Inc	66.000	10/29/10	10/24/12	1,845	1,486	359
Conagra Foods Inc	364.000	03/18/11	10/24/12	10,174	8,342	1,832
Conagra Foods Inc	78.000	05/19/11	10/24/12	2,180	1,979	201
Credit Suisse Secs	565,000.000	08/05/11	09/13/12	589,069	518,347	70,722
Korea Index Ishares	11.000	03/08/11	07/09/12	586	659	(73)
Emerging Markets Ishares	261.000	03/18/11	07/09/12	10,056	11,882	(1,826)
All Country Asia Ishares	181.000	03/18/11	07/09/12	9,430	11,222	(1,792)
All Country Asia Ishares	357.000	03/18/11	07/09/12	18,600	21,183	(2,583)
Russia Vectors Market	19.000	03/18/11	07/09/12	495	790	(295)
China Index Shares	2.000	03/18/11	07/09/12	125	156	(31)
Wisdomtree Large Cap	142.000	03/18/11	07/09/12	5,579	6,795	(1,216)
Wisdomtree Large Cap	8.000	03/18/11	07/09/12	314	369	(55)
Wisdomtree Japan Hedged E	329.000	03/18/11	07/09/12	10,754	13,144	(2,390)
Wisdomtree Japan Hedged E	145.000	03/18/11	07/09/12	4,740	5,201	(461)
All Country Asia Ishares	164.000	03/18/11	07/10/12	8,570	9,731	(1,161)
All Country Asia Ishares	63.000	07/05/11	08/01/12	3,292	3,949	(657)
China Index Shares	54.000	03/08/11	08/01/12	3,425	4,218	(793)
China Index Shares	207.000	03/18/11	08/01/12	13,130	15,475	(2,345)
China Index Shares	25.000	07/05/11	08/01/12	1,586	1,970	(384)

The David and Linda Shaheen Foundation, Inc
FEI. 58-2489866
For the year ended December 31, 2012

Part IV -Capital Gains and Losses for Tax on Investment Income - page 3

Long Term Gains (Losses)

Description	Quantity	Date Acq	Date Sold	Sales Proceeds	Cost or Basis	Gain (Loss)
Germany Ishares	225.000	03/08/11	09/06/12	4,906	5,786	(880)
Italy Index Fd	1,127.000	08/30/11	12/06/12	14,241	14,899	(658)
Italy Index Fd	25.000	10/04/11	12/06/12	316	291	25
FDS SPDR	95.000	03/08/11	12/06/12	2,434	2,731	(297)
Loomis Sayles Bond Fd	21,472.508	03/05/10	11/16/12	321,229	292,885	28,344
Loomis Sayles Bond Fd	664.227	03/23/10	11/16/12	9,937	9,180	757
Loomis Sayles Bond Fd	722.376	04/27/10	11/16/12	10,807	10,077	730
Loomis Sayles Bond Fd	689.230	05/26/10	11/16/12	10,311	9,229	1,082
Loomis Sayles Bond Fd	670.478	06/22/10	11/16/12	10,030	9,118	912
Loomis Sayles Bond Fd	744.619	07/27/10	11/16/12	11,139	10,298	841
Loomis Sayles Bond Fd	671.151	08/24/10	11/16/12	10,040	9,295	745
Loomis Sayles Bond Fd	670.489	09/21/10	11/16/12	10,031	9,454	577
Loomis Sayles Bond Fd	643.916	10/26/10	11/16/12	9,633	9,253	380
Loomis Sayles Bond Fd	506.428	11/23/10	11/16/12	7,576	7,186	390
Loomis Sayles Bond Fd	741.395	12/09/10	11/16/12	11,091	10,454	637
Loomis Sayles Bond Fd	502.394	01/25/11	11/16/12	7,516	7,234	282
Loomis Sayles Bond Fd	488.338	02/22/11	11/16/12	7,306	7,066	240
Loomis Sayles Bond Fd	165.228	03/22/11	11/16/12	2,472	2,396	76
Loomis Sayles Bond Fd	152.183	04/26/11	11/16/12	2,277	2,264	13
Loomis Sayles Bond Fd	161.923	05/24/11	11/16/12	2,422	2,409	13
Loomis Sayles Bond Fd	154.058	06/21/11	11/16/12	2,305	2,269	36
Loomis Sayles Bond Fd	155.886	07/26/11	11/16/12	2,332	2,330	2
Loomis Sayles Bond Fd	169.521	08/23/11	11/16/12	2,536	2,448	88
Loomis Sayles Bond Fd	156.179	09/20/11	11/16/12	2,336	2,232	104
Loomis Sayles Bond Fd	133.263	10/25/11	11/16/12	1,994	1,906	88
Doubleline Total Return Fd	21,949.078	04/08/10	11/20/12	250,000	221,466	28,534
				12,500	9,200	3,300
				<u>2,022,284</u>	<u>1,890,716</u>	<u>131,568</u>