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

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year **2012** or tax year beginning **OCT 1, 2012**, and ending **SEP 30, 2013**

Name of foundation PEEBLES SHEEN CHARITABLE FOUNDATION		A Employer identification number 95-4035765
Number and street (or P O box number if mail is not delivered to street address) 549 HODGES LANE		B Telephone number 805-695-8566
City or town, state, and ZIP code SANTA BARBARA, CA 93108		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) ▶ \$ 788,011.	J Accounting method: <input checked="" type="checkbox"/> Cash <input 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"/>
<i>(Part I, column (d) must be on cash basis)</i>		

	Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	43,477.	43,477.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,989.			
	b Gross sales price for all assets on line 6a 316,807.				
	7 Capital gain net income (from Part IV, line 2)		2,989.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-160.	0.		STATEMENT 2	
12 Total. Add lines 1 through 11	46,306.	46,466.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	3,950.	1,975.		1,975.
	c Other professional fees STMT 4	1,122.	1,122.		0.
	17 Interest				
	18 Taxes STMT 5	70.	0.		70.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	400.	115.		265.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,542.	3,212.		2,310.
	25 Contributions, gifts, grants paid	109,480.			109,480.
26 Total expenses and disbursements. Add lines 24 and 25	115,022.	3,212.		111,790.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-68,716.				
b Net investment income (if negative, enter -)		43,254.			
c Adjusted net income (if negative, enter -)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		52,214.	93,514.	93,514.
	2	Savings and temporary cash investments		1,447.	65,795.	65,795.
	3	Accounts receivable ▶	121.			
		Less: allowance for doubtful accounts ▶		121.	121.	121.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock	STMT 7	511,306.	316,734.	208,060.
	c	Investments - corporate bonds	STMT 8	323,944.	0.	0.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 9	7,004.	351,156.	420,521.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)		896,036.	827,320.	788,011.	
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				
	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 and complete lines 24 through 26 and lines 30 and 31.	▶ <input checked="" type="checkbox"/>			
	24	Unrestricted		896,036.	827,320.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31	▶ <input type="checkbox"/>			
	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		896,036.	827,320.		
	31 Total liabilities and net assets/fund balances		896,036.	827,320.		

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	896,036.
2	Enter amount from Part I, line 27a	2	-68,716.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	827,320.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	827,320.

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	SEE ATTACHED STATEMENT		
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	316,807.	313,818.	2,989.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			2,989.

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	2,989.
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). If (loss), enter -0- in Part I, line 8		}	3

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	79,027.	729,655.	.108307
2010	92,726.	787,624.	.117729
2009	85,488.	747,906.	.114303
2008	55,869.	655,794.	.085193
2007	54,615.	915,395.	.059663

2	Total of line 1, column (d)	2	.485195
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	.097039
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	799,029.
5	Multiply line 4 by line 3	5	77,537.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	433.
7	Add lines 5 and 6	7	77,970.
8	Enter qualifying distributions from Part XII, line 4	8	111,790.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	433.
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	433.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	433.
6	Credits/Payments:		
6a	2012 estimated tax payments and 2011 overpayment credited to 2012		1,426.
6b	Exempt foreign organizations - tax withheld at source		
6c	Tax paid with application for extension of time to file (Form 8868)		
6d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	1,426.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	993.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax 993. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of DBNTM - CPAS Telephone no. (805) 963-1837
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
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?
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?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? 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)? **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? **N/A** 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** Yes No **X**

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** Yes No **N/A**

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.

(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
JACK SHEEN 549 HODGES LANE SANTA BARBARA, CA 93108	PRESIDENT 2.00	0.	0.	0.
ANITRA SHEEN 549 HODGES LANE SANTA BARBARA, CA 93108	SECRETARY 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 **0**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	707,074.
b	Average of monthly cash balances	1b	104,123.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	811,197.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	811,197.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,168.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	799,029.
6	Minimum investment return. Enter 5% of line 5	6	39,951.

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	39,951.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	433.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	433.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,518.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	39,518.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	39,518.

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	111,790.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	111,790.
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	5	433.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	111,357.

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				39,518.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	5,203.			
c From 2009	85,488.			
d From 2010	93,290.			
e From 2011	79,027.			
f Total of lines 3a through e	263,008.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 111,790.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	111,790.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	39,518.			39,518.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	335,280.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	335,280.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	51,173.			
c Excess from 2010	93,290.			
d Excess from 2011	79,027.			
e Excess from 2012	111,790.			

** SEE STATEMENT 10

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

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 ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					
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).)

SEE STATEMENT 11

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.

NONE

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:

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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				
AESTHETIC SURGERY EDUCATION AND RESEARCH FOUNDATION 11262 MONARCH ST GARDEN GROVE, CA 92841	NONE	501C3	GENERAL OPERATING SUPPORT	150.
CAMERATA PACIFICA P.O. BOX 30116 SANTA BARBARA, CA 93130	NONE	501C3	GENERAL OPERATING SUPPORT	5,000.
COMMUNITY ARTS MUSIC ASSOCIATION 111 EAST YANANALI STREET SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	1,000.
ENSEMBLE THEATER 914 SANTA BARBARA STREET SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	50,250.
IMMACULATE HEART HIGH SCHOOL 5515 FRANKLIN AVENUE LOS ANGELES, CA 90028	NONE	501C3	GENERAL OPERATING SUPPORT	1,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				109,480.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
KUSC RADIO P.O. BOX 77913 LOS ANGELES, CA 90007	NONE	501C3	GENERAL OPERATING SUPPORT	150.
MUSIC ACADEMY OF THE WEST 1070 FAIRWAY ROAD SANTA BARBARA, CA 93108	NONE	501C3	GENERAL OPERATING SUPPORT	19,500.
OPERA SANTA BARBARA 1330 STATE STREET SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	2,500.
S.B. CITY COLLEGE 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE	501C3	GENERAL OPERATING SUPPORT	1,000.
SBCC FOUNDATION 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE	501C3	GENERAL OPERATING SUPPORT	1,000.
SANTA BARBARA FOUNDATION 1111 CHAPALA ST STE 200 SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	480.
SANTA BARBARA LITERARY SOCIETY 206 E ANAPAMU ST SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	350.
SANTA BARBARA MUSEUM OF ART 1130 STATE STREET SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	400.
SANTA BARBARA MUSIC CLUB P.O. BOX 3974 SANTA BARBARA, CA 93130	NONE	501C3	GENERAL OPERATING SUPPORT	200.
SANTA BARBARA SYMPHONY 1330 STATE ST #102 SANTA BARBARA, CA 93101	NONE	501C3	GENERAL OPERATING SUPPORT	11,000.
Total from continuation sheets				52,080.

PEEBLES SHEEN CHARITABLE FOUNDATION

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 CONSTELLATION ENERGY, LLC	P	VARIOUS	12/31/12
b CASH IN LIEU	P	VARIOUS	09/30/12
c WELLS FARGO #7803	P	VARIOUS	09/30/12
d MORGAN STANLEY #012663	P	VARIOUS	09/30/12
e MORGAN STANLEY #013067	P	VARIOUS	09/30/12
f MORGAN STANLEY #013035	P	VARIOUS	09/30/12
g CHARLES SCHWAB #6202	P	VARIOUS	09/30/12
h COST BASIS ADJUSTMENTS	P	VARIOUS	09/30/12
i CAPITAL GAINS DIVIDENDS			
j			
k			
l			
m			
n			
o			

(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 9.			9.
b 43.			43.
c 38,051.		21,425.	16,626.
d 10,000.		10,000.	0.
e 121,250.		124,842.	-3,592.
f 147,011.		132,084.	14,927.
g 152.		13,317.	-13,165.
h 291.		12,150.	-12,150.
i			291.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			9.
b			43.
c			16,626.
d			0.
e			-3,592.
f			14,927.
g			-13,165.
h			-12,150.
i			291.
j			
k			
l			
m			
n			
o			

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	2,989.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST/DIVIDENDS	43,768.	291.	43,477.
TOTAL TO FM 990-PF, PART I, LN 4	43,768.	291.	43,477.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PARTNERSHIPS	-160.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-160.	0.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,950.	1,975.		1,975.
TO FORM 990-PF, PG 1, LN 16B	3,950.	1,975.		1,975.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	1,122.	1,122.		0.
TO FORM 990-PF, PG 1, LN 16C	1,122.	1,122.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAXES	45.	0.		45.
FILING FEE	25.	0.		25.
TO FORM 990-PF, PG 1, LN 18	70.	0.		70.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	230.	115.		115.
OFFICE EXPENSE	170.	0.		150.
TO FORM 990-PF, PG 1, LN 23	400.	115.		265.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO #7801	0.	0.
WELLS FARGO #7803	0.	0.
CHARLES SCHWAB #6202 (SEE ATTACHED SCHEDULE)	316,734.	208,060.
TOTAL TO FORM 990-PF, PART II, LINE 10B	316,734.	208,060.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO #7801	0.	0.
WELLS FARGO #7803	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CONSTELLATION ENERGY, LLC	COST	6,853.	924.
CHARLES SCHWAB #6202 (SEE ATTACHED SCHEDULE)	COST	93,971.	91,900.
CHARLES SCHWAB #6202 (SEE ATTACHED SCHEDULE)	COST	250,332.	327,697.
TOTAL TO FORM 990-PF, PART II, LINE 13		351,156.	420,521.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 10

PURSUANT TO IRC SECTION 4942(H)(2) AND REGULATIONS 53.4942(A)-3(D)(2),
THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING
DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S
UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FROM
THE TAX YEAR ENDING:

TAX YEAR	AMOUNT
2008	\$ 5,203
2009	34,315

SIGNED:



JACK SHEEN
TRUSTEE

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

JACK SHEEN
ANITRA SHEEN

PEEBLES SHEEN CHARITABLE FOUNDATION

INVESTMENTS

September 30, 2013

FEIN: 95-4035765

Charles Schwab #6202 Equities	Qty	Cost Basis	FMV
ALTRIA GROUP INC	200.000	2,193	6,870
AMERICAN CAPITAL LTD	700.000	23,442	9,625
ASHFORD HOSP TRUST 8.45%	400 000	8,969	10,100
CENTURYLINK	300.000	10,943	9,414
EATON VANCE TAX MANAGED	700.000	11,456	7,056
EV TAX MAN GLB IV EQUITY	500.000	8,332	4,690
FIFTH STREET FINANCE	1500.000	17,460	15,428
FIRST TRUST SENIOR	3500.000	69,274	50,085
GENERAL MOTORS	139.000	-	5,000
GENERAL MOTORS	1400.000	34,429	-
INVESCO SENIOR INCM TR	1500.000	15,000	7,875
KRAFT FOODS GROUP	46.000	790	2,414
MONDELEZ INTL INC	138.000	1,461	4,336
MOTORS LIQ CO GUC TRUST	35.000	-	1,241
NORTHSTAR REALTY FIN B PFD	2200.000	50,462	51,656
NUVEEN PREFERRED	400.000	10,000	9,072
RMR REAL ESTATE INCOME FUND	763 000	29,554	13,169
SEALIFE CORP	146000.000	22,969	29
Total		316,734	208,060

Charles Schwab #6202 Mutual Funds			
BLACKROCK INFLATION	1529.115	18,130	16,927
EATON VANCE FLOATING	2879 038	27,407	27,207
BLACKROCK MULTI ASSET	547.900	6,114	6,032
ING REAL ESTATE FUND A	702 690	12,126	11,454
MATTHEWS ASIA DIVIDEND	785.929	12,194	12,411
THORNBURG DEVELOPING	1005.587	18,000	17,869
Total		93,971	91,900

Charles Schwab #6202 Other Assets			
AEGON N V 7.25%	600.000	13,235	15,036
BARCLAY BANK PLC 7 75%	800.000	20,013	20,200
CAPITALSOURCE INC	527.000	11,727	6,261
GENERAL MOTORS CL A	127.000	-	3,355
GENERAL MOTORS CL B	127.000	-	2,362
ING GROEP NV 8.5% PFD	400.000	10,000	10,196
KKR & CO LP	300.000	5,960	6,174
MEDICAL PROPERTIES TRUST	400.000	5,767	4,868
MERRILL LYNCH 7.375% PFD	1000 000	25,000	25,200
NORTHSTAR REALTY FIN CP	3656.000	36,570	33,928
WP CAREY INC	3093.000	122,060	200,117
Total		250,332	327,697

Charles Schwab #6202 Partnership Interest			
CONSTELLATION ENERGY PTNR	432.000	6,853	924
Grand Total		667,890	628,581