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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 12-01-2013 , and ending 11-30-2014

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 instructions)
(559) 251-3002

City or town, state or province, country, and ZIP or foreign postal code
Fresno, CA 93727

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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)* ▶$ 21,713,517

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		Line	Description	(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	112,315	112,315	112,315	
		4	Dividends and interest from securities.	898,256	898,256	898,256	
		5a	Gross rents				
		b	Net rental income or (loss) ________				
		6a	Net gain or (loss) from sale of assets not on line 10	248,317			
		b	Gross sales price for all assets on line 6a 2,389,203				
		7	Capital gain net income (from Part IV, line 2) . . .		248,317		
		8	Net short-term capital gain			85,342	
		9	Income modifications				
		10a	Gross sales less returns and allowances				
		b	Less Cost of goods sold				
		c	Gross profit or (loss) (attach schedule)				
		11	Other income (attach schedule)				
		12	**Total.** Add lines 1 through 11	1,258,888	1,258,888	1,095,913	
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).	2,120	1,060		1,060
		b	Accounting fees (attach schedule).	9,289	4,645		4,644
		c	Other professional fees (attach schedule)	14,631	7,316		7,315
		17	Interest				
		18	Taxes (attach schedule) (see instructions)	14,459	7,230		7,229
		19	Depreciation (attach schedule) and depletion . . .				
		20	Occupancy				
		21	Travel, conferences, and meetings				
		22	Printing and publications				
		23	Other expenses (attach schedule)	3,890	1,945		1,945
		24	**Total operating and administrative expenses.** Add lines 13 through 23	44,389	22,196		22,193
		25	Contributions, gifts, grants paid	1,135,500			1,135,500
		26	**Total expenses and disbursements.** Add lines 24 and 25	1,179,889	22,196		1,157,693
		27	Subtract line 26 from line 12				
		a	**Excess of revenue over expenses and disbursements**	78,999			
		b	**Net investment income** (if negative, enter -0-)		1,236,692		
		c	**Adjusted net income** (if negative, enter -0-) . . .			1,095,913	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	2,899,938	1,686,174	1,686,174
2	Savings and temporary cash investments			
3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	7,669,688	9,616,298	17,815,007
c	Investments—corporate bonds (attach schedule)	2,555,350	1,901,107	2,212,336
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 ▶)	1,267	1,663	
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	13,126,243	13,205,242	21,713,517
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	13,126,243	13,205,242	
30	**Total net assets or fund balances** (see page 17 of the instructions)	13,126,243	13,205,242	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	13,126,243	13,205,242	

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	13,126,243
2	Enter amount from Part I, line 27a	2	78,999
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,205,242
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	13,205,242

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	248,317
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	85,342

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))
2012	870,500	21,119,456	0 04122
2011	1,005,152	20,309,570	0 04949
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

2	**Total** of line 1, column (d)	2	0 24297
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 04859
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	22,159,207
5	Multiply line 4 by line 3	5	1,076,805
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,367
7	Add lines 5 and 6	7	1,089,172
8	Enter qualifying distributions from Part XII, line 4	8	1,157,693

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 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	12,367
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	12,367
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	12,367
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — **6a** 12,000		
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	12,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	8
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	375
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **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 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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *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)*

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	Yes	

Website address ▶N/A

14 The books are in care of ▶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 2013, 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 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 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		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 2013 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 2013.)*		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 2013?		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 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**		**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 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 instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
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 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	20,745,234
b	Average of monthly cash balances	1b	1,751,423
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	22,496,657
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	22,496,657
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	337,450
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,159,207
6	**Minimum investment return.** Enter 5% of line 5	6	1,107,960

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	1,107,960
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 12,367		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	12,367
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,095,593
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,095,593
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	1,095,593

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	1,157,693
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	1,157,693
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	12,367
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,145,326

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,095,593
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012. 81,192				
f Total of lines 3a through e.	81,192			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,157,693				
a Applied to 2012, 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).	0			
d Applied to 2013 distributable amount.				1,095,593
e Remaining amount distributed out of corpus	62,100			
5 Excess distributions carryover applied to 2013 *(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	143,292			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	143,292			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . . 81,192				
e Excess from 2013. . . . 62,100				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(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 instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address 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**				1,135,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	112,315	
4 Dividends and interest from securities. . . .			14	898,256	
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	248,317	
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). .				1,258,888	

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,258,888

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes) (See 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

****** | 2015-03-31 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Edward J Hashim				P00019900
Firm's name ▶ Baker Peterson & Franklin CPA LLP			Firm's EIN ▶	
Firm's address ▶ 970 W Alluvial Fresno, CA 93711			Phone no (559) 432-2346	

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
Samuel K Peters 6424 E Butler Fresno, CA 93725	President & CEO 2 00	0		
Craig Apregan 24566 John Colter Road Hidden Hills, CA 91302	Director 1 00	0		
David Peters 236 5th Avenue Kingsburg, CA 93631	Director 1 00	0		
Ron Peters 4742 S Fowler Avenue Fresno, CA 93725	CFO 1 00	0		
Janice Chitjian 4170 S Fowler Avenue Fresno, CA 93725	Secretary 1 00	0		
Edward J Hashim 970 W Alluvial Suite 101 Fresno, CA 93711	Director 0 00	0		
Mark Ruof 489 E Shepherd Fresno, CA 93720	Vice President 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*				
SEQUOIA COUNCIL BOY SCOUTS OF AMERI 6005 N TAMERA AVE FRESNO, CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
AMERICAN CANCER SOCIETY 222 W SHAW 201 FRESNO, CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
ARMENIAN GENERAL BENEVOLENT FU 55 EAST 59TH ST 7TH FLOOR NEW YORK, NY 10022	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	7,000
ARMENIAN MISSIOANRY ASSEMBLY 31 WEST CENTURY ROAD PARAMUS, NJ 07652	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	20,000
CENTRAL CALIFORNIA BLOOD BANK 3445 NORTH FIRST STREET FRESNO, CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
COMMUNITY MEDICAL FOUNDATON PO BOX 1232 FRESNO, CA 93715	NONE	N/A	FUNDS FOR OPERATION, ADMINISTRATION AND SCHOLARSHIPS	328,000
DISCOVERY CENTER 1937 N WINERY AVE FRESNO, CA 93703	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	1,000
FELLOWSHIP OF CHRISTIAN ATHLETES 5724 N FRESNO FRESNO, CA 93710	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
FIRST ARMENIAN PRESBYTERIAN CH 430 S FIRST FRESNO, CA 93702	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
FRESNO ART MUSEUM 2233 N FIRST STREET FRESNO, CA 93703	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
FRESNO HISTORICAL SOCIETY 7160 W KEARNEY BLVD FRESNO, CA 93706	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
FRESNO PHILHARMONIC 2377 W SHAW AVE 101 FRESNO, CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
FRESNO RESCUE MISSION PO BOX 1422 FRESNO, CA 93716	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
GIRL SCOUTS 4910 E ASHLAN AVE STE 105 FRESNO, CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
Total . . . . ▶ **3a**				1,135,500

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*				
HOLY TRINITY ARMENIAN CHURCH 2226 VENTURA FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
NANCY HINDS HOSPICE 1616 W SHAW SUITE C1 FRESNO,CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	40,000
PACIFIC COLLEGE 1717 S CHESTNUT FRESNO,CA 93702	NONE	N/A	FUNDS FOR ACADEMIC SCHOLARSHIPS	55,000
PILGRIM ARMENIAN CHURCH 3673 N FIRST FRESNO,CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
POVERELLO HOUSE PO BOX 12225 FRESNO,CA 93777	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	40,000
ROSE OF SHARON CHURCH 4698 E HUNSTMAN AVE FRESNO,CA 93625	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
EAST ROTARY CHARITY FOUNDATION 679 E BIRCH AVE FRESNO,CA 93720	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	2,000
ROTARY PLAYLAND 890 W BELMONT FRESNO,CA 93728	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
SCOTTISH RITE ENDOWMENT 1455 L STREET FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
ST GREGORY ARMENIAN CHURCH PO BOX 246 FOWLER,CA 93625	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
ST PAUL ARMENIAN CHURCH 3767 N FIRST STREET FRESNO,CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
UCSF FOUNDATION 155 N FRESNO STREET FRESNO,CA 93701	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	25,000
VALLEY PUBLIC TELEVISION 1544 VAN NESS FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	50,000
YOUTH FOR CHRIST 1401 DIVISADERO FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
MARJORIE MASON CENTER 1600 M STREET FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
Total . . . . ▶ **3a**				1,135,500

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*				
SAN JOAQUIN COLLEGE OF LAW 901 5TH STREET CLOVIS,CA 93612	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
SAN JOAQUIN VALLEY TOWN HALL PO BOX 5149 FRESNO,CA 93755	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	2,500
SAN JOAQUIN RIVER PARKWAY 11605 OLD FRIANT ROAD FRESNO,CA 93730	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	20,000
CALIFORNIA ARMENIAN HOME 6720 EAST KINGS CANYON ROAD FRESNO,CA 93727	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	50,000
LEUKEMIA AND LYMPHOMA SOCIETY 340 WEST FALLBROOK AVE STE 101 FRESNO,CA 93711	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
STATE CENTER COMMUNITY COLLEGE DIST 2930 EAST ANNADALE AVE FRESNO,CA 93725	NONE	N/A	FUNDS FOR ACADEMIC SCHOLARSHIPS	30,000
PRESCRIPTION ABUSERS IN NEED 83 EAST SHAW AVE STE 202 FRESNO,CA 93710	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	35,000
LAS PALMAS-PONDEROSA LODGE 2992 EAST CLINTON AVENUE FRESNO,CA 93703	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	5,000
FRESNO GRAND OPERA 2405 CAPITOL STREET 103 FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	10,000
CSUF FOUNDATION 4910 NORTH CHESTNUT AVENUE FRESNO,CA 93726	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	100,000
COMMUNITY FOOD BANK 3403 EAST CENTRAL AVENUE FRESNO,CA 93725	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	20,000
CHILDREN'S MUSICAL THEATERWORK 2425 FRESNO STREET FRESNO,CA 93721	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	15,000
CHILDREN'S HOSPITAL CENTRAL CALIFOR 9300 VALLEY CHILDRENS PLACE MADERA,CA 93636	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	40,000
BEAT THE BARRIERS 8555 NORTH CEDAR AVENUE FRESNO,CA 93720	NONE	N/A	FUNDS FOR OPERATION AND ADMINISTRATION	20,000
Total . . . . ▶ **3a**				1,135,500

TY 2013 Accounting Fees Schedule

Name: Leon S Peters Foundation

EIN: 94-6064669

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Baker, Peterson & Franklin	9,289	4,645	0	4,644

TY 2013 Investments Corporate Bonds Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 13000170
Software Version: 2013v4.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ING GROEP NV 6.2000	100,000	101,840
ING GROEP NV 7.2000	100,000	102,404
PAC GAS & ELEC 6 NON RED PFD	168,444	298,584
SOUTHN C EDISON 4.78% PFD	136,900	242,500
COUNTRYWIDE IV 6 3/4	100,000	102,912
GENERAL MTRS 7 1/4		
VORNADO RLTY TST 6.6250 SR I	100,000	102,760
TEL & DATA SYS INC 6 5/8	100,000	99,840
COUNTRYWIDE CAP V 7.000	100,000	103,400
MS CAP TR VI 6.600	150,000	153,600
ML PFD CAPTAL TR 7 3/8	100,000	104,696
BARCLAYS BANK PLC 7.75%	100,000	103,400
AMERICAN FIN GROUP INC 7% SR NT	100,000	106,000
JPMORGAN CHASE CAP XXIX 6.70% SER CC	100,006	103,440
LLOYDS BANKING GROUP PLC 7.75% 7/15/50	150,000	157,800
AVIVA PLC 8.25% CAPITAL SECURITIES	200,000	226,160
NUVEEN BUILD AMERICA BOND FUND	95,757	103,000

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TY 2013 Investments Corporate Stock Schedule

Name: Leon S Peters Foundatıon
EIN: 94-6064669
Software ID: 13000170
Software Version: 2013v4.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BRISTOL MYERS SQUIBB CO	131,524	295,250
CHEVRON TEXACO CORP	424,302	2,848,039
DTE ENERGY COMPANY	47,235	244,380
EXXON MOBIL CORP	96,341	2,897,280
FORD MOTOR CO NEW	21,588	61,394
GENERAL ELECTRIC CO	77,502	317,880
MERCK & CO	154,178	483,200
MICROSOFT CORP	74,407	478,100
PG&E CORPORATION	107,340	505,000
SEMPRA ENERGY	188,981	1,117,300
VERIZON COMMUNICATIONS	148,430	253,051
WISCONSIN ENERGY CORP	5,850	98,800
AON CORP	11,730	22,105
CA INCORPORATED	17,389	20,590
HARTFORD FIN SERS GRP INC	9,715	23,541
INGERSOLL RAND CO CL A	5,359	13,432
JP MORGAN CHASE CO	12,509	18,589
RAYTHEON CO (NEW)	4,089	11,524
WELLS FARGO & CO NEW	10,284	17,652
UNION PACIFIC CORP	1,816	14,479
MICROSOFT CORP	13,247	22,997
VIACOM INC B	10,744	18,076
APACHE CORP	18,435	16,535
LOEWS CORP DELAWARE	10,971	10,951
SANOFI AVENTIS ADS	13,924	16,660
PHILLIP MORRIS INTL INC (ALTRIA GROUP)	2,554	5,824
ANGLOGOLD ASHANTI LIMITED	14,874	3,595
METLIFE INCORPORATED	10,214	18,296
NRG ENERGY INC	18,459	15,255
TALISMAN ENERGY INC	35,025	11,163

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CVS CAREMARK CORPORATION	5,379	15,074
CANADIAN NATURAL RESOURCES	10,815	11,648
CITIGROUP INC	12,516	12,981
OCCIDENTAL PETE CORP	16,835	15,396
PFIZER INC	15,834	22,895
TIME WARNER INC	7,635	16,598
UNUM GROUP	13,110	20,032
GENERAL MOTORS COMPANY	17,830	20,426
ENERGY TRANSFER PARTNERS LP	285,948	391,020
ENBRIDGE ENERGY PARTNERS	148,629	187,500
NUVEEN TA-ADVANTAGED DIV GROWTH FUND	93,257	112,770
PPL CORPORATION	103,466	142,120
SEADRILL LIMITED SHS	145,663	58,640
GENERAL MOTORS COMPANY		
CISCO SYSTEMS INC	7,925	12,687
TEVA PHARMACEUTICAL INDUSTRIES LTD	18,424	25,242
PACCAR INC	6,020	11,393
ALTRIA GROUP INC	165,007	251,300
AMETEK INC NEW	68,690	101,920
ARES CAPITAL CORPORATION	168,100	164,500
BOARDWALK PIPELINE PARTNERS LP	164,842	99,000
BREITBURN ENERGY PARTNERS LP	239,760	171,730
CONOCOPHILLIPS	164,874	198,210
CRESTWOOD MIDSTREAM PARTNERS	382,771	332,525
EXTERRAN PARTNERS LP COMMON	229,885	222,480
FIRST TR MLP & ENERGY INCOME FD	96,370	104,450
LINN ENERGY LLC	237,672	127,750
MARTIN MIDSTREAM PARTNERS LP	218,420	210,180
ROYAL DUTCH SHELL PLC	149,983	138,880
AMERICAN INTERNATIONAL GROUP INC	10,017	16,714

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CAPITAL ONE FINANCIAL CORP	8,407	12,480
AT&T CORP NEW	157,492	212,280
ALLIANZGI NFJ DIVID INT & PREM STRAT FD	94,806	106,140
PHILLIPS 66 COM	11,737	11,683
AGRIUM INC	10,519	11,398
METRO AG ORD DEM 5	11,696	11,616
NORWEGIAN CRUISE LINE HLDGS	9,299	12,289
BUCKEYE PARTNERS LP	105,050	153,740
E I DU PONT DE NEMOURS & CO	91,942	142,800
GOLUB CAP BDC INC	95,620	97,680
HOLLYFRONTIER CORPORATION	226,678	204,100
KAYNE ANDERSON MLP INVT CO	179,029	190,700
LINN CO LLC COM	129,054	65,640
MEMORIAL PRODUCTION PARTNERS LP COM	146,800	110,080
TCP CAPITAL CORP	157,600	170,600
CAPITAL PRODUCTS PARTNERS LP	165,110	132,940
ATLAS RESOURCE PARTNERS LP COM	130,500	91,260
GOVERNMENT PROPERTIES INCOME TRUST	150,461	136,320
REALTY INCOME CORP	201,916	232,300
SPIRIT REALTY CAPITAL INC	113,636	133,822
THL CR INC	79,521	66,800
APOLLO INVESTMENT CORPORATION	86,751	82,400
ARLINGTON ASSET INVESTMENT	137,000	139,250
CALUMET SPECIALTY PRODS PARTNERS LP	112,211	104,800
COMPRESSO PARTNERS LP	105,750	91,935
CUSHING ROYALTY & INCOME FUND	121,500	86,640
DCP MAINSTREAM PARTNERS LP	127,140	124,566
EV ENERGY PARTNERS LP	106,528	84,990
FIFTH STREET FINANCE CORPORATION	149,250	133,050
HI CRUSH PARTNERS LP	94,365	55,260

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARKWEST ENERGY PARTNERS LP	134,105	142,120
ONEOK PARTNERS LP	158,850	132,240
PROSPECT CAPITAL CORPORATION	104,686	94,300
TAL INTERNATIONAL GROUP	85,996	88,380
JOHN HANCOCK HEDGED EQUITY & INCOME FUND	94,370	87,450
AMERICAN CAPITAL AGENCY CORP	117,185	138,450
DIGITAL REALTY TRUST INC	104,133	140,540
FIVE OAKS INVESTMENT CORP	135,600	134,280
HCP INC	112,918	134,400
HEALTH CARE REIT INC	108,166	147,320
OMEGA HEALTHCARE INVESTORS INC	106,327	114,660
CITIGROUP INC	19,614	29,252
EBAY INC	10,921	11,799
FORD MOTOR CO	11,392	11,105
HILTON WORLDWIDE HOLDINGS INC	7,246	7,709
INTERPUBLIC GROUP OF COS INC	14,437	16,881
ORACLE CORPORATION	13,964	17,855
PNC FINANCIAL SERVICES GROUP INC	10,798	11,371
TARGET CORP	12,722	16,724
TERADYNE INC	14,352	15,662
ZIONS BANCORPORATION	11,054	10,691
COPA HOLDINGS A	5,401	5,260

TY 2013 Legal Fees Schedule

Name: Leon S Peters Foundation

EIN: 94-6064669

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dowling Aaron	2,120	1,060	0	1,060

TY 2013 Other Assets Schedule

Name: Leon S Peters Foundation

EIN: 94-6064669

Software ID: 13000170

Software Version: 2013v4.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
WITHHELD TAXES	1,265	1,663	

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TY 2013 Other Expenses Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 13000170
Software Version: 2013v4.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Chamber of Commerce Dues	470	235		235
Insurance	3,420	1,710		1,710

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TY 2013 Other Professional Fees Schedule

Name: Leon S Peters Foundation
EIN: 94-6064669
Software ID: 13000170
Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Broker Account Fees	14,631	7,316	0	7,315

TY 2013 Taxes Schedule

Name: Leon S Peters Foundation

EIN: 94-6064669

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Internal Revenue Service	14,459	7,230		7,229