

Pacific Ventures Group, Inc.
 Form 5
 March 31, 2014

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
Eardley Kip
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
Pacific Ventures Group, Inc. [PACV]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

P.O. BOX 901658
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

____ Director 10% Owner
 ____ Officer (give title below) ____ Other (specify below)

SANDY, UT 84090

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
 (check applicable line)

Form Filed by One Reporting Person
 ____ Form Filed by More than One Reporting Person

| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | |
|--|--------------------------------------|--|--|---|--|--|-----------------------------------|--|--|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
| | | | | (A) Amount or (D) Price | | | | | |
| Series E Preferred Stock, par value \$0.01 | 06/18/2013 | Â | J4 | 1,000,000 D \$ ⁽¹⁾ 0 | | I | By wholly owned corporation | | |
| Common stock, par value \$0.01 | 06/18/2013 | Â | J4 | 200,000 A \$ ⁽¹⁾ 200,000 | | I | by wholly owned corporation | | |

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| | | | | | | | | |
|---|------------|---|----|---------|---|---------------------------|---|----------------------------------|
| Common stock, par value \$.001 | 06/19/2013 | Â | J4 | 100,000 | D | \$ ⁽²⁾ 100,000 | I | by wholly owned subsidiary |
|---|------------|---|----|---------|---|---------------------------|---|----------------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D S B O E I F (I |
|---|--|---|---|---|---|--|---|---|--|
|---|--|---|---|---|---|--|---|---|--|

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|---------|---------------------|--------------------|-------|--|
| (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Eardley Kip P.O. BOX 901658 SANDY, UT 84090 | Â | Â X | Â | Â |

Signatures

| | |
|------------------------------------|------------|
| /s/ Kip Eardley | 03/31/2014 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The company bought back 1,000,000 shares of Series E Preferred Stock for \$109,416 and 200,000 shares of common stock.
- (2) Shares were issued for interest on a note payable.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.