

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 24pt;">2009</div>
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information		
For calendar plan year 2009 or fiscal plan year beginning <u>01/01/2007</u> and ending <u>12/31/2007</u>			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☒ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☐		
D Check box if filing under:	☐ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☒ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>GETRAG CORPORATION 401(K) PLAN & TRUST</u>	1b Three-digit plan number (PN) ►	<u>002</u>	
	1c Effective date of plan	<u>07/01/1988</u>	
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>GETRAG CORPORATION</u> <u>1848 GETRAG PARKWAY</u> <u>NEWTON, NC 28658-9418</u>	2b Employer Identification Number (EIN) <u>51-0260034</u>	2c Sponsor's telephone number <u>828-428-3711</u>	2d Business code (see instructions) <u>336300</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>03/05/2010</u>	<u>BRENDA LEWIS</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") GETRAG CORPORATION 1848 GETRAG PARKWAY NEWTON, NC 28658-9418	3b Administrator's EIN 51-0260034 3c Administrator's telephone number 828-428-3711
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	749
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	701
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	62
d Subtotal. Add lines 6a , 6b , and 6c	6d	763
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	763
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	763
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	50

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

3E 2E 2G 2J 2K 2F

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

4B

9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☐ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☐ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☒ 1 **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☒ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

GETRAG CORPORATION 401(k) PLAN AND TRUST

FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES
AS OF DECEMBER 31, 2007 AND 2006
TOGETHER WITH
INDEPENDENT AUDITORS' REPORT

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All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Langford de Kock LLP

Certified Public Accountants

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INDEPENDENT AUDITORS' REPORT

To the Trustees and Participants

of Getrag Corporation 401(k) Plan and Trust:

We were engaged to audit the financial statements of Getrag Corporation 401(k) Plan and Trust (the "Plan") as of December 31, 2007 and 2006, and for the year ended December 31, 2007, and the supplemental schedules as of and for the year ended December 31, 2007, as listed in the accompanying table of contents. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to information summarized in Note 4, which was certified by Union Central Life Insurance Company (the "Custodian"), the custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that the Custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certification from the Custodian as of December 31, 2007 and 2006, and for the year ended December 31, 2007, that the information provided to the Plan administrator by the Custodian is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the Custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



Charlotte, North Carolina
September 26, 2008, except for Schedule H, Line 4a
schedule of delinquent participant contributions,
as to which the date is January 8, 2010

Rödl & Partner

Member of Rödl & Partner International (Europe, Asia, North America, South America)

GETRAG CORPORATION 401(k) PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
DECEMBER 31, 2007 AND 2006

	<u>2007</u>	<u>2006</u>
ASSETS		
Investments, at fair value:		
Pooled separate accounts	\$ 21,860,226	\$ 19,390,797
Participant loans	2,161,814	2,140,182
Guaranteed investment contracts	5,533,709	5,523,838
	<u>29,555,749</u>	<u>27,054,817</u>
Contribution receivables:		
Employer	36,987	66,427
Employee	5,161	7,999
	<u>42,148</u>	<u>74,426</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS AT FAIR VALUE	29,597,897	27,129,243
Adjustment from fair value to contract value for investment in guaranteed investment contracts	<u>(147,729)</u>	<u>34,461</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u>\$ 29,450,168</u>	<u>\$ 27,163,704</u>

See independent auditors' report.
The accompanying notes are an integral part of this financial statement.

GETRAG CORPORATION 401(k) PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2007

	<u>2007</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income:	
Net realized and unrealized gain-pooled separate accounts	\$ 1,477,638
Interest-guaranteed investment contracts	197,283
Interest-participant loans	<u>185,124</u>
	<u>1,860,045</u>
Contributions:	
Participant	1,799,852
Employer	1,398,714
Rollovers	<u>59,355</u>
	<u>3,257,921</u>
Total additions	<u>5,117,966</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	2,795,715
Administrative expenses	25,780
Life insurance premiums	<u>10,007</u>
Total deductions	<u>2,831,502</u>
Net increase	2,286,464
NET ASSETS AVAILABLE FOR PLAN BENEFITS:	
BEGINNING OF YEAR	<u>27,163,704</u>
END OF YEAR	<u><u>\$ 29,450,168</u></u>

See independent auditors' report.
The accompanying notes are an integral part of this financial statement.

GETRAG CORPORATION 401(k) PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

1. DESCRIPTION OF PLAN

The following description of the Getrag Corporation 401(k) Plan and Trust (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of Getrag Corporation (the "Sponsor") who have at least six months of qualified service and are age 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

Contributions

Each year, participants may contribute a percentage of pretax annual compensation, as defined in the Plan and as limited by Internal Revenue Code ("IRC") Regulations. The Plan also allows participant rollover contributions from other qualified plans. The Sponsor matches 50% of participant contributions, up to 4% of the participant's annual compensation. The Sponsor's matching contribution was \$502,677 for the year ended December 31, 2007. The Sponsor, at its discretion, also may contribute an additional 3% of the before-tax compensation of each employee. For the year ended December 31, 2007 the Sponsor's discretionary contribution was \$1,004,018.

Participant accounts

Each participant's account is credited with the participant's contributions and allocations of (a) the Sponsor's contributions and (b) Plan earnings and losses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and forfeitures

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Sponsor's matching contributions, discretionary contributions, and actual earnings thereon is based on years of qualifying service. A participant is 100% vested after three years of credited service. Plan forfeitures serve to reduce the Sponsor's contributions for the Plan year immediately following the year in which the forfeitures occur. Forfeitures during the year ended December 31, 2007 totaled \$58,455. The Sponsor utilized \$107,981 of previous years' forfeitures to reduce employer matching contributions during the year ended December 31, 2007.

Investment options

The Plan's assets are held by Union Central Life Insurance Company (the "Custodian"), the custodian of the Plan assets. Under this arrangement with the Custodian and upon enrollment in the Plan, a participant may direct employee contributions in any whole percentage increments in any of the available funds. Participants may change their allocation to the various investment options at any time.

Participant loans

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum amount equal to the lesser of \$50,000 or 50% of their vested account balance. Loan terms range from one to five years. The loans are secured by the balance in the participant's account and bear interest at a rate established by the Custodian based on an acceptable Internal Revenue Service rate at the time of the loan. This rate may be no less than prime plus 2%. Principal and interest are paid ratably through periodic payroll deductions. At December 31, 2007 and 2006, interest rates ranged from 6.0% - 10.25% and 6.0% - 11.5%, respectively.

Payment of benefits

Benefit payments are made to the participant either in a lump-sum payment or in equal installment payments over a period of years approximating the participant's remaining life expectancy. Distributions are not permitted before age 59 ½ except for participant loans or in the event of death, disability, termination of employment, or reasons of proven financial hardship, as defined by the Plan.

Administrative expenses

During the year ended December 31, 2007, the Plan absorbed \$25,780 of costs for third party administration.

2. SUMMARY OF ACCOUNTING POLICIES

Basis of accounting

The accompanying financial statements are prepared using the accrual basis of accounting, except for the payment of benefits which are recorded when paid, in accordance with accounting principles generally accepted in the United States of America.

Investment valuation and income recognition

Under the terms of a trust agreement between the Custodian and the Plan, the Custodian manages a trust fund on behalf of the Plan which includes all Plan investments. The information on the investments and changes in investments of the Plan was certified to be complete and accurate by the Custodian. Investments are stated at fair value. Shares of registered investment companies, maintained in pooled separate accounts, are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. The fair value of guaranteed investment contracts is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations. Participant loans receivable are valued at cost, which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan's management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Newly adopted accounting pronouncement

As described in Financial Accounting Standards Board Staff Position, FSP AAG INV-1 and SOP 94-4-1, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans* (the "FSP"), investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for plan benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Plan invests in guaranteed investment contracts that are fully benefit-responsive. As required by the FSP, the Statement of Net Assets Available for Plan Benefits presents the fair value of the guaranteed investment contracts as well as the adjustment from fair value to contract value. The Statement of Changes in Net Assets Available for Plan Benefits is prepared on a contract value basis.

Reclassification of accounts

Certain accounts in the prior year's financial statements have been reclassified to conform to current year presentations. These reclassifications had no effect on the previously reported net assets or changes in net assets available for plan benefits.

3. INVESTMENT CONTRACT WITH INSURANCE COMPANY

The Plan has a fully benefit-responsive investment contract with the Custodian. The Custodian maintains the contributions in a deposit administration account. The account is credited with earnings on the underlying investments, and charged for Plan withdrawals and miscellaneous administrative expenses. As described in Note 2, because the investment is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits. Contract value, as reported to the Plan by the Custodian, represents contributions made under the contract, plus earnings, less Plan withdrawal requirements and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of the investments at contract value.

There are no reserves against contract value of the deposit account for credit risk of the contract issuer or otherwise. The weighted average crediting interest rate was approximately 3.83% for the year ended December 31, 2007. The specified contract rates are based on window elections available every three months for a five-year period. The crediting rate at December 31, 2007 and 2006 was 3.70% and 3.58%, respectively.

4. INFORMATION PREPARED AND CERTIFIED BY THE CUSTODIAN (UNAUDITED)

The Sponsor has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Sponsor instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by the Custodian, except for comparing such information certified by the Custodian to information included in the Plan's financial statements and supplemental schedule.

The following information included in the Plan's financial statements and supplemental schedule was prepared and certified to as complete and accurate by the Custodian as of December 31, 2007 and 2006 and for the year ended December 31, 2007:

	2007	2006
Pooled separate accounts - fair market value	\$ 21,860,226	\$ 19,390,797
Guaranteed investment contracts - fair market value	5,533,709	5,523,838
	<u>\$ 27,393,935</u>	<u>\$ 24,914,635</u>
	2007	
Net realized and unrealized gain - pooled separate accounts	\$ 1,477,638	
Interest - guaranteed investment contracts	197,283	
	<u>\$ 1,674,921</u>	

The fair value of investments that represent 5% or more of the Plan's net assets available for plan benefits are as follows at December 31:

	2007	2006
Union Central Guaranteed Investment Contract	\$ 5,385,980	\$ 5,558,299
Neuberger Berman Genesis	2,378,075	2,003,508
T Rowe Price Blue Chip Growth	2,230,733	* 252,312
Summit Apex Everest	* 1,471,568	1,692,280
MSIF US Real Estate	* 643,815	1,475,770
Participant Loans	2,161,814	2,140,182

* Fund does not represent 5% of the Plan's net assets available for benefits in the respective year.

5. LIFE INSURANCE CONTRACTS

The Plan has purchased certain allocated life insurance contracts, which represent a legal obligation by the insurance company to provide specific benefits to designated Plan participants or their beneficiaries. As a result, the cash surrender values of these contracts are not Plan assets and are excluded from the net assets available for plan benefits.

6. RELATED PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds in companies which are managed by the Custodian and, therefore, these transactions qualify as party-in-interest transactions. The Sponsor incurred approximately \$14,000 on behalf of the Plan for insurance and audit fees during the year ended December 31, 2007. The Sponsor also provides record keeping and administrative services to the Plan at no cost.

7. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of the Plan's net assets available for plan benefits as reported in the accompanying financial statements and those amounts reported on the Plan's Form 5500:

	2007	2006
Net assets available for plan benefits as reported in the accompanying financial statements	\$ 29,450,168	\$ 27,163,704
Cash surrender value of life insurance contracts	158,847	167,620
Net assets available for plan benefits as reported on Form 5500	<u>\$ 29,609,015</u>	<u>\$ 27,331,324</u>

The following is a reconciliation of the changes in net assets available for plan benefits as reported in the accompanying financial statements and those amounts reported on the Plan's Form 5500:

	2007
Net increase in net assets available for plan benefits as reported in the accompanying financial statements	\$ 2,286,464
Changes in cash surrender value of life insurance contracts	<u>(8,773)</u>
Net increase in net assets available for plan benefits as reported on Form 5500	<u>\$ 2,277,691</u>

8. TAX STATUS

The Plan has not received a determination letter on its adoption of the non-standardized prototype plan. In accordance with Revenue Procedure 2002-6, the Plan Sponsor has chosen to rely on the current opinion letter, dated May 1, 2002, that has been issued to the prototype. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan Sponsor believes the Plan is being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the plan is qualified and the related trust is tax exempt.

9. PLAN TERMINATION

Although it has not expressed any intent to do so, the Sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

10. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for plan benefits.

11. PLAN AMENDMENTS

Effective January 1, 2007, the Plan was amended to add the Company's CFO as a Trustee, and to exclude union employees.

Effective January 1, 2006, the Plan was amended to meet compliance with final 401(k) and 401(m) regulations. The amendment broadened the qualifications for a hardship withdrawal to include damages to principal residences that would qualify for casualty loss deductions under Code Section 165 and to include payments for burial or funeral expenses for the participant's deceased parents, spouse, children, or dependents.

GETRAG CORPORATION 401(K) PLAN AND TRUST

EIN 51-0260034; PLAN #002

SCHEDULE H, LINE 4a – SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2007

Total that Constitue Nonexempt Prohibited Transactions

<u>Participant Contributions</u> <u>Transferred Late</u> <u>to Plan</u>	<u>Contributions</u> <u>Not Corrected</u>	<u>Contributions</u> <u>Corrected</u> <u>Outside VFCP</u>	<u>Contributions</u> <u>Pending Correction</u> <u>in VFCP</u>	<u>Total Fully Corrected</u> <u>Under VFCP and</u> <u>PTW 2002-51</u>
\$ 47,391	\$ -	\$ 47,391	\$ -	\$ -

GETRAG CORPORATION 401(K) PLAN AND TRUST
EIN 51-0260034; PLAN #002
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2007

(a) Identity of party <u>Involved</u> *	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investments including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Union Central Life Insurance Company	Guaranteed Investment Contract, 3.70%:	**	\$ 5,385,980
		Pooled Separate Accounts:	**	
		Neuberger Berman Genesis	**	2,378,075
		T Rowe Price Blue Chip Growth	**	2,230,733
		Summit Apex Everest	**	1,471,568
		Neuberger Berman Guardian	**	1,375,979
		Summit Bond	**	1,061,369
		Summit Money Market	**	964,469
		T Rowe Price Rtrmnt 2020	**	939,068
		DWS International VIP	**	852,293
		Summit SP 500 Index	**	721,202
		MSIF US Real Estate	**	643,815
		Thornburg Intl Value	**	635,186
		Summit Balanced Index	**	551,103
		Summit Nasdaq 100	**	549,007
		T Rowe Price Equity Income	**	527,332
		MFS VIT Total Return	**	523,635
		Alger Mid Cap Growth	**	519,326
		American Century International Growth	**	457,035
		American Century Mid Value	**	456,198
		Wasatch Small Cap Value	**	452,784
		T Rowe Price Rtrmnt 2030	**	452,154
		MFS VIT Emerging Growth	**	422,795
		AIM Dynamics	**	391,168
		American Century Value	**	360,971
		Wasatch Small Cap Growth	**	355,705
		Fidelity VIP Contrafund	**	337,939
		T Rowe Price Rtrmnt 2010	**	303,681
		MFS VIT High Income	**	287,395
		Baron Small Cap Value	**	286,078
		MFS VIT Investors Trust	**	250,942
		Marsico Focus	**	230,245
		T Rowe Price Rtrmnt 2040	**	208,940
		Summit Short Term Gov't	**	199,449
		Summit Russell 2000	**	136,412
		MSIF Core & Fixed Income	**	94,609
		Oppenheimer Global Security	**	91,803
		Seligman Small Cap Value	**	81,803
		ThirdAvenue Value	**	29,182
		Summit SP 400	**	14,799
		ThirdAvenue International Value	**	12,589
		Royce Total Retirement	**	1,390
		Interest rates range from 6.0% to 10.25%, maturity dates from 2008-2012.		2,161,814
				<u>\$ 29,408,020</u>
*	Loans to participants			

* Indicates party-in-interest in Plan

** Cost information omitted due to participant-directed funds

NOTE: Information in the above schedule, except for participant loan information, was derived from schedules certified by Union Central Life Insurance Company.