

Form 5500-SF Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Short Form Annual Return/Report of Small Employee Benefit Plan This form is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500-SF.	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
A This return/report is for:	☒ single-employer plan ☐ multiple-employer plan (not multiemployer) ☐ one-participant plan
B This return/report is for:	☐ first return/report ☐ final return/report ☐ an amended return/report ☐ short plan year return/report (less than 12 months)
C Check box if filing under:	☐ Form 5558 ☐ automatic extension ☐ DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan ACME BRICK CO. UNION PENSION PLAN - LOCAL UNION NO. 5 OF BATON ROUGE, LOUISIANA	1b Three-digit plan number (PN) ▶ 008
	1c Effective date of plan 07/01/1997
2a Plan sponsor's name and address (employer, if for single-employer plan) ACME BUILDING BRANDS, INC. P. O. BOX 425 FORT WORTH, TX 76101-0425	2b Employer Identification Number (EIN) 75-2864968
	2c Plan sponsor's telephone number 817-336-5125
	2d Business code (see instructions) 327900
3a Plan administrator's name and address (if same as Plan sponsor, enter "Same") RETIREMENT COMMITTEE JEANETTE BERRY P. O. BOX 425 FORT WORTH, TX 76101-0425	3b Administrator's EIN 75-1520693
	3c Administrator's telephone number 817-390-2474
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. Sponsor's name	4b EIN 4c PN
5a Total number of participants at the beginning of the plan year	5a 5
b Total number of participants at the end of the plan year	5b 5
c Total number of participants with account balances as of the end of the plan year (defined benefit plans do not complete this item).....	5c
6a Were all of the plan's assets during the plan year invested in eligible assets? (See instructions.)	☒ Yes ☐ No
b Are you claiming a waiver of the annual examination and report of an independent qualified public accountant (IQPA) under 29 CFR 2520.104-46? (See instructions on waiver eligibility and conditions.).....	☒ Yes ☐ No
If you answered "No" to either 6a or 6b, the plan cannot use Form 5500-SF and must instead use Form 5500.	

Part III	Financial Information		
7 Plan Assets and Liabilities		(a) Beginning of Year	(b) End of Year
a Total plan assets	7a	38870	46751
b Total plan liabilities	7b		
c Net plan assets (subtract line 7b from line 7a).....	7c	38870	46751
8 Income, Expenses, and Transfers for this Plan Year		(a) Amount	(b) Total
a Contributions received or receivable from:			
(1) Employers	8a(1)	3138	
(2) Participants	8a(2)		
(3) Others (including rollovers).....	8a(3)		
b Other income (loss).....	8b	6819	
c Total income (add lines 8a(1), 8a(2), 8a(3), and 8b)	8c		9957
d Benefits paid (including direct rollovers and insurance premiums to provide benefits).....	8d	2076	
e Certain deemed and/or corrective distributions (see instructions)....	8e		
f Administrative service providers (salaries, fees, commissions).....	8f		
g Other expenses.....	8g		
h Total expenses (add lines 8d, 8e, 8f, and 8g).....	8h		2076
i Net income (loss) (subtract line 8h from line 8c).....	8i		7881
j Transfers to (from) the plan (see instructions)	8j		

Part IV Plan Characteristics**9a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

1B 1G 3D

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

	Yes	No	Amount
10 During the plan year:			
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? (See instructions and DOL's Voluntary Fiduciary Correction Program)		X	
b Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 10a.)		X	
c Was the plan covered by a fidelity bond?	X		2000000
d Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
e Were any fees or commissions paid to any brokers, agents, or other persons by an insurance carrier, insurance service or other organization that provides some or all of the benefits under the plan? (See instructions.)		X	
f Has the plan failed to provide any benefit when due under the plan?		X	
g Did the plan have any participant loans? (If "Yes," enter amount as of year end.)		X	
h If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
i If 10h was answered "Yes," check the box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3			

Part VI Pension Funding Compliance

11 Is this a defined benefit plan subject to minimum funding requirements? (If "Yes," see instructions and complete Schedule SB (Form 5500))..... ☒ Yes ☐ No

12 Is this a defined contribution plan subject to the minimum funding requirements of section 412 of the Code or section 302 of ERISA? .. ☐ Yes ☒ No
(If "Yes," complete 12a or 12b, 12c, 12d, and 12e below, as applicable.)

a If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions, and enter the date of the letter ruling granting the waiver. Month _____ Day _____ Year _____

If you completed line 12a, complete lines 3, 9, and 10 of Schedule MB (Form 5500), and skip to line 13.

b Enter the minimum required contribution for this plan year.....	12b	
c Enter the amount contributed by the employer to the plan for this plan year.....	12c	
d Subtract the amount in line 12c from the amount in line 12b. Enter the result (enter a minus sign to the left of a negative amount)	12d	

e Will the minimum funding amount reported on line 12d be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A

Part VII Plan Terminations and Transfers of Assets

13a Has a resolution to terminate the plan been adopted during the plan year or any prior year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year..... **13a** _____

b Were all the plan assets distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? ☐ Yes ☒ No

c If during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

13c(1) Name of plan(s):	13c(2) EIN(s)	13c(3) PN(s)

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, if applicable, a Schedule SB or Schedule MB completed and signed by an enrolled actuary, 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	Filed with authorized/valid electronic signature.	07/21/2010	JEANETTE BERRY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/21/2010	JUDY B. HUNTER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2009</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
Round off amounts to nearest dollar.	
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan ACME BRICK CO. UNION PENSION PLAN - LOCAL UNION NO. 5 OF BATON ROUGE, LOUISIANA	B Three-digit plan number (PN) 008
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ACME BUILDING BRANDS, INC.	D Employer Identification Number (EIN) 75-2864968
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☒ 100 or fewer ☐ 101-500 ☐ More than 500

Part I	Basic Information	
1	Enter the valuation date: Month 01 Day 01 Year 2009	
2	Assets:	
a	Market value	2a 38870
b	Actuarial value	2b 42757
3	Funding target/participant count breakdown	(1) Number of participants (2) Funding Target
a	For retired participants and beneficiaries receiving payment	3a 3 32369
b	For terminated vested participants	3b 3 23762
c	For active participants:	
(1)	Non-vested benefits	3c(1) 0
(2)	Vested benefits	3c(2) 0
(3)	Total active	3c(3) 0
d	Total	3d 6 56131
4	If the plan is at-risk, check the box and complete items (a) and (b) ☐	
a	Funding target disregarding prescribed at-risk assumptions	4a
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b
5	Effective interest rate	5 6.38 %
6	Target normal cost	6 0

Statement by Enrolled Actuary	
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.	
SIGN HERE	
Signature of actuary BRUCE R. NORDSTROM, ASA, EA, MAAA	Date 05/11/2010 08-05871
Type or print name of actuary AGP BENEFIT PARTNERS	Most recent enrollment number 214-526-2377
Firm name 9400 N. CENTRAL EXPWY. SUITE 1400 DALLAS, TX 75231-5027	Telephone number (including area code)
Address of the firm	
If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐	

Part II Beginning of year carryover and prefunding balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9 Amount remaining (Item 7 minus item 8).....	0	0
10 Interest on item 9 using prior year's actual return of <u>-20.05</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		2666
b Interest on (a) using prior year's effective rate of <u>5.96</u> %		159
c Total available at beginning of current plan year to add to prefunding balance		2825
d Portion of (c) to be added to prefunding balance.....		2825
12 Reduction in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	0	2825

Part III Funding percentages		
14 Funding target attainment percentage.....	14	71.14 %
15 Adjusted funding target attainment percentage.....	15	71.14 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	78.63 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/10/2009	550				
07/08/2009	550				
10/02/2009	550				
12/09/2009	550				
05/11/2010	938				
			Totals ►	18(b)	3138
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	2980
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: 5.64 %	2nd segment: 6.40 %	3rd segment: 6.56 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 0
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☒ Prescribed - combined ☐ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	16199	2980
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	2980
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	0	0
36 Additional cash requirement (item 34 minus item 35).....	36	2980
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	2980
38 Interest-adjusted excess contributions for current year (see instructions).....	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

**ACME BRICK COMPANY
UNION PENSION PLAN FOR EMPLOYEES
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BROTHERHOOD OF TEAMSTERS, CHAUFFEURS,
WAREHOUSEMEN AND HELPERS OF AMERICA,
LOCAL UNION NO. 5 OF BATON ROUGE, LOUISIANA**

FINANCIAL STATEMENTS

Years Ended December 31, 2009 and 2008

**ACME BRICK COMPANY UNION PENSION PLAN FOR EMPLOYEES
REPRESENTED BY THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS,
CHAUFFEURS, WAREHOUSEMEN AND HELPERS OF AMERICA,
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Notes to Financial Statements

Note: 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 and Income Security Act of 1974 have been omitted because all of the investments are held in a master trust.

**ACME BRICK COMPANY UNION PENSION PLAN FOR EMPLOYEES
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**Notes to Financial Statements
Years ended December 31, 2009 and 2008**

1. Description of plan

The following brief description of the Acme Brick Company Union Pension Plan for Employees Represented by the International Brotherhood of Teamsters, Chauffeurs, Warehousemen and Helpers of America, Local Union No. 5 of Baton Rouge, Louisiana (the Plan) is provided for general information purposes only. The Plan was adopted by Acme Brick Company (the Company) effective July 1, 1997. Participants should refer to the Plan document for complete information.

The Plan is a defined benefit plan to which the Company contributes such amounts as are deemed necessary on an actuarial basis to provide the Plan with assets sufficient to meet the benefits to be paid to Plan participants. The Plan is subject to the Employee Retirement Income Security Act of 1974 (ERISA).

Employees with five or more years of vested service are entitled to annual pension benefits after age 65. If normal retirement occurs on or after July 1, 2000 but before August 25, 2002, the benefit, payable monthly for life, is equal to:

- a. \$50, plus,
- b. \$2.50 for each year of benefit service in excess of 15 years.

The \$2.50 is scheduled to increase \$0.25 each year until an ultimate rate of \$3.50 for employees retiring on and after August 25, 2006.

The Plan has no provision for commencement of benefits prior to the employees' normal retirement date at age 65.

The spouse of an active employee who has completed five years of vested service on the date of death will be eligible to receive survivor benefits. The surviving spouse of an employee who on the date of death had reached normal retirement age will be eligible to receive survivor's benefits.

If an employee terminates before rendering five years of service, they forfeit the right to receive the portion of their accumulated plan benefits attributable to the Company's contribution.

While the Company has not expressed any intent to discontinue its contributions, it is free to do so under the terms of the Plan at any time, subject to the provisions of ERISA. If such discontinuance were to result in termination of the Plan:

- a. The net assets shall be allocated among the participants and beneficiaries based upon proportionate interests as determined on an actuarial basis and in the order of priority as provided for in the Plan.
- b. Under the provisions of ERISA, unfunded vested benefits becoming vested by virtue of termination of the Plan, are payable, up to specified limitations, to participants by the Pension Benefit Guaranty Corporation.

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Notes to Financial Statements – continued

2. Summary of significant accounting policies

Basis of accounting

The financial statements of the Plan are prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

Investments

Investments of the Plan are held in the Acme Brick Company Pension Trust (the Trust), which is a master trust that also holds assets of the Acme Brick Company Pension Plan and the Acme Brick Company Union Pension Plan for Employees Represented by the United Steel, Paper & Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers International Union (USW), Local No. 602 of Perla, Arkansas. Such investments are stated at redemption value or fair value using quoted prices in an active market to the extent available. Investments in common stock and bonds are valued based on published market prices, which represent the net asset value of the underlying shares. Investments in money market accounts are stated at cost, which approximates fair value. Investments in mineral properties are carried at their lease bonus value until the mineral properties become producing.

Purchases and sales of securities are recorded on the trade date. Gains or losses on sales of securities are based upon the average cost of securities. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

The Trust invests in a variety of stocks, bonds, fixed income securities, mutual funds, and other 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 participant account balances and the amount reported in the Plan's financial statements.

Actuarial present value of accumulated plan benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are based on number of years of credited service. Benefits payable under all circumstances-retirement, death, disability, and termination of employment-are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by the actuarial firm Benefit Partners, Inc. by applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death,

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Notes to Financial Statements – continued

disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the valuations as of January 1, 2009 and 2008, include segment interest rates for target funding liability purposes, mortality basis (Internal Revenue Service (“IRS”) 2009 Combined Static Mortality Table and IRS 2008 Combined Static Mortality Table, respectively) and date of retirement (age 65 with five years of participation or present age, if greater). The segment interest rates for 2009 have been changed to 5.64% for the first 5 years, 6.40% for the next 15 years and 6.56% for the rest of the period. The 2008 segment interest rates were 5.72% for the first 5 years, 5.92% for the next 15 years and 6.09% for the rest of the period. As of January 1, 2009, the actuarial asset valuation method was changed from market value to the 3-year smoothing asset method. Initially, 50% of the prior year’s gain/(loss) was recognized. The gain/(loss) is the difference between the actual and expected return on the market value of assets. The 2008 actuarial value of assets was equal to the market value of assets as of the first day of the plan year, plus any appropriate receivable employer contributions attributable to the prior plan year.

Effective May 17, 2003, Acme Brick Company’s Baton Rouge plant was closed. All employees of the plant, including all active employees covered under the Plan, were either transferred to another location or their services terminated. It is currently anticipated that the Plan will continue in existence, and the participants will receive benefits as determined under the Plan provisions.

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Benefit payments

Benefit payments to participants are recorded upon distribution.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts of assets and liabilities, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from these estimates.

Recently issued accounting pronouncements

In June 2009, the Financial Accounting Standards Board (“FASB”) issued a standard which established the FASB Accounting Standards Codification (“Codification”) as the source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in conformity with accounting principles generally accepted in the United States of America. The Codification was effective for financial statements issued for annual periods ending after September 15, 2009, and was adopted by the Plan during the year ended December 31, 2009. Adoption of this standard did not impact the Plan’s financial statements.

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Notes to Financial Statements – continued

On December 31, 2009, the Plan adopted the FASB amendments to general standards on accounting for and disclosures of events that occur after the statement of financial position dates but before financial statements are issued or are available to be issued. The adoption of this guidance did not impact the Plan's financial statements. See Note 8, Subsequent Events.

3. Investments (unaudited)

JPMorgan Chase Bank, N.A., the trustee of the Plan, holds the Plan's investments and executes all investment transactions under a nondiscretionary trust agreement dated January 1, 1986. All investment information disclosed in the accompanying financial statements, including investments (\$45,598 and \$38,511, respectively) and accrued interest and dividend receivable (\$215 and \$359, respectively) at December 31, 2009 and 2008, net appreciation (depreciation) in fair value of investments (\$5,128 and \$(11,474), respectively) and interest and dividends (\$1,854 and \$2,222, respectively) for the years ended December 31, 2009 and 2008, was obtained or derived from information supplied to the Plan administrator by the trustee.

Investments held by the Plan consist of a share of the assets of the Trust. Investments held by the Trust at December 31, 2009 and 2008, are summarized as follows based on information provided by the trustee.

	2009		2008	
	Cost	Fair Value	Cost	Fair Value
Common stocks	\$ 88,555,638	\$ 71,917,419	\$ 87,492,471	\$ 68,973,359
Bonds:				
Government	2,511,437	2,747,682	2,959,025	3,078,360
Corporate	13,750,000	13,414,250	26,581,000	17,824,250
Mineral properties	1	-	1	46,075
Cash and cash equivalents	21,503,984	21,506,267	7,801,126	7,801,126
	<u>\$ 126,321,060</u>	<u>\$ 109,585,618</u>	<u>\$ 124,833,623</u>	<u>\$ 97,723,170</u>

The Plan's interest in the fair value of the Trust investments is approximately 0.040% and 0.036% of the Trust's net assets as of December 31, 2009 and 2008, respectively. Interest and dividend income earned by the Trust amounted to approximately \$4,599,011 and \$6,250,690 for the years ended December 31, 2009 and 2008, respectively.

Net investment income and gains and losses on investments are generally allocated to the plans in the ratio of beginning of the year net assets of the Plan, less average benefit payments, to the total beginning of the year net assets of the Trust, less average benefit payments. Contributions and benefit payments are allocated to each plan based on specific identification.

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Notes to Financial Statements – continued

During 2009 and 2008, the investments of the Trust, including those bought, sold or held during the year, appreciated (depreciated) in value as follows:

	2009	2008
Common stocks	\$ 1,880,844	\$ (21,557,887)
Bonds:		
Government	112,351	(27,356)
Corporate	10,774,750	(10,730,800)
Limited partnership interest	-	596,532
Mineral properties	(46,075)	46,074
Cash and cash equivalents	2,283	-
	<u>\$ 12,724,153</u>	<u>\$ (1,590,070)</u>

4. Fair value measurements

FASB Accounting Standards Codification (“ASC”) Topic No. 820, *Fair Value Measurements*, defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date and establishes a three-tier hierarchy that is used to identify assets and liabilities measured at fair value. The hierarchy focuses on the inputs used to measure fair value and requires that the lowest level input be used. The three levels defined in FASB ASC Topic No. 820 are as follows:

- Level 1 — observable inputs that are based upon quoted market prices for identical assets or liabilities within active markets.
- Level 2 — observable inputs other than Level 1 that are based upon quoted market prices for similar assets or liabilities, based upon quoted prices within inactive markets, or inputs other than quoted market prices that are observable through market data for substantially the full term of the asset or liability.
- Level 3 — inputs that are unobservable for the particular asset or liability due to little or no market activity and are significant to the fair value of the asset or liability. These inputs reflect assumptions that market participants would use when valuing the particular asset or liability.

FASB ASC Topic No. 820 requires that we describe the methodologies used to measure the fair value of assets and liabilities. These methodologies were consistently applied to all assets and liabilities carried as of December 31, 2009 and 2008. We have described below the methodology used to measure each major category of assets and liabilities. There have been no changes in the methodologies used at December 31, 2009 and 2008.

Common stocks

Common stocks are valued at the closing price reported on the major market on which the individual securities are traded. All common stock is classified within level 1 of the valuation hierarchy.

**ACME BRICK COMPANY UNION PENSION PLAN FOR EMPLOYEES
REPRESENTED BY THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS,
CHAUFFEURS, WAREHOUSEMEN AND HELPERS OF AMERICA,
LOCAL UNION NO. 5 OF BATON ROUGE, LOUISIANA**

Notes to Financial Statements – continued

Corporate debt instruments and U.S. government agency obligations

These investments are valued at the closing price reported on the major market on which the individual securities are traded. The investments are classified within level 1 of the valuation hierarchy.

Mineral properties

Investments in mineral properties are mineral rights stated at fair value of the lease bonus until the property becomes producing as determined by the JPMorgan Chase Bank, N.A. National Oil, Gas and Mineral Management department. The investments are classified within level 3 of the valuation hierarchy.

Cash and cash equivalents (money market funds)

These investments are carried at amortized cost which approximates fair value. The investments are classified within level 2 of the valuation hierarchy.

The following table presents the financial instruments held by the Trust, carried at fair value as of December 31, 2009 and 2008, by FASB ASC Topic No. 820 valuation hierarchy (as described above). The Trust has no assets classified within level 3 of the valuation hierarchy

Assets at Fair Value as of December 31, 2009

	Level 1	Level 2	Level 3
Common stocks	\$ 71,917,419	\$ -	\$ -
Bonds:			
Government	2,747,682	-	-
Corporate	13,414,250	-	-
Mineral properties	-	-	-
Cash and cash equivalents	-	21,506,267	-
	<u>\$ 88,079,351</u>	<u>\$ 21,506,267</u>	<u>\$ -</u>

Assets at Fair Value as of December 31, 2008

	Level 1	Level 2	Level 3
Common stocks	\$ 68,973,359	\$ -	\$ -
Bonds:			
Government	3,078,360	-	-
Corporate	17,824,250	-	-
Limited partnership interest	-	-	-
Mineral properties	-	-	46,075
Cash and cash equivalents	-	7,801,126	-
	<u>\$ 89,875,969</u>	<u>\$ 7,801,126</u>	<u>\$ 46,075</u>

**ACME BRICK COMPANY UNION PENSION PLAN FOR EMPLOYEES
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Notes to Financial Statements – continued

The table below sets forth a summary of changes in the fair value of the Trust's level 3 assets for the year ended December 31, 2009:

	<u>Level 3 Inputs</u>
	<u>Mineral Properties</u>
Balance as of December 31, 2007	\$ 1
Gains	46,074
Balance as of December 31, 2008	\$ 46,075
Losses	(46,075)
Balance as of December 31, 2009	<u>\$ -</u>

5. Funding policy

The Company's policy is to meet all regulatory minimum-funding requirements and to fund the amortization of each element of any unfunded accrued liability over twenty years from the date of establishment. The Plan met the minimum funding requirements for the years ended December 31, 2009 and 2008.

6. Income tax status

The Plan has received a determination letter from the IRS November 12, 2009, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification.

7. Administrative expenses

One employee of the Company performs certain administrative expenses for the Trust. The Trust reimburses the Company for such services which amounted to approximately \$40,000 and \$41,000 in 2009 and 2008, respectively. Other employees also perform administrative functions for the Trust; however, these services are not reimbursed by the Trust.

8. Subsequent event

In preparing the Plan's financial statements, management of the Company has evaluated all subsequent events and transactions for potential recognition or disclosure through July 1, 2010, the date the financial statements were available for issuance.

Management of the company has chosen to terminate the Plan effective September 30, 2010.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

► Round off amounts to nearest dollar.

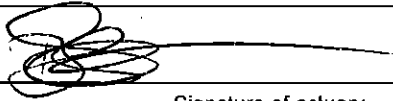
► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan Acme Brick Co. Union Pension Plan (Baton Rouge)	B Three-digit plan number (PN) ►	008
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Acme Building Brands, Inc.	D Employer Identification Number (EIN) 75-2864968	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☒ 100 or fewer ☐ 101-500 ☐ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2009</u>			
2 Assets:			
a Market value.....	2a	38,870	
b Actuarial value.....	2b	42,757	
3 Funding target/participant count breakdown		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment.....	3a	3	32,369
b For terminated vested participants.....	3b	3	23,762
c For active participants:			
(1) Non-vested benefits.....	3c(1)		0
(2) Vested benefits.....	3c(2)		0
(3) Total active.....	3c(3)	0	0
d Total.....	3d	6	56,131
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions.....	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate.....	5	6.38 %	
6 Target normal cost.....	6	0	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary Bruce R. Nordstrom, ASA, EA, MAAA Type or print name of actuary	05/11/2010 Date 08-05871 Most recent enrollment number (214) 526-2377 Telephone number (including area code)
AGP Benefit Partners Firm name 9400 N. Central Expwy. Suite 1400 Dallas TX 75231-5027 Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9 Amount remaining (Item 7 minus item 8)	0	0
10 Interest on item 9 using prior year's actual return of <u>(20.05)%</u>		
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		2,666
b Interest on (a) using prior year's effective rate of <u>5.96%</u>		159
c Total available at beginning of current plan year to add to prefunding balance		2,825
d Portion of (c) to be added to prefunding balance		2,825
12 Reduction in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	0	2,825

Part III Funding percentages

14 Funding target attainment percentage	14	71.14 %
15 Adjusted funding target attainment percentage	15	71.14 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	78.63 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/10/2009	550				
07/08/2009	550				
10/02/2009	550				
12/09/2009	550				
05/11/2010	938				
Totals ▶			18(b)	3,138	18(c) 0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contribution from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	2,980

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:			
a Segment rates:	1st segment: 5.64 %	2nd segment: 6.40 %	3rd segment: 6.56 %
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 0
22 Weighted average retirement age			22 65
23 Mortality table(s) (see instructions) ☒ Prescribed - combined ☐ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions)	31	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	16,199	2,980
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33)	34	2,980
35 Balances used to offset funding requirement	Carryover balance	Prefunding balance
	0	0
36 Additional cash requirement (item 34 minus item 35)	36	2,980
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (item 19c)	37	2,980
38 Interest-adjusted excess contributions for current year (see instructions)	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37)	39	0
40 Unpaid minimum required contribution for all years	40	0

Plan Name: Acme Brick Company Union Pension Plan -- Baton Rouge
EIN/PN: 75-2864968/008

Schedule SB, line 22 - Description of Weighted Average Retirement Age

100% retirement is assumed at age 65, the plan's normal retirement age.

Plan Name: Acme Brick Company Union Pension Plan -- Baton Rouge
EIN/PN: 75-2864968/008

Schedule SB, line 32 - Schedule of Amortization Bases

Type of Base	Valuation Date	Present Value of Remaining Installments	Number of Years Remaining	Amortization Installment
Shortfall	01/01/2008	10,857	6	2,077
Shortfall	01/01/2009	5,342	7	903
Total		16,199		2,980

Plan Name: Acme Brick Company Union Pension Plan -- Baton Rouge
EIN/PN: 75-2864968/008

Schedule SB, line 25 - Change in Method

As of January 1, 2009, the actuarial asset valuation method has been changed from market value to the 3-year smoothing asset method. Initially, 50% of the prior year's gain/(loss) was recognized. The gain/(loss) is the difference between the actual and expected return on the market value of assets.

Beginning in 2010, the actuarial value of assets will be determined by subtracting from (or adding to) the current year-end market value the sum of the following:

- (i) $66\frac{2}{3}\%$ % of the gain (or loss) during the first year preceding the valuation date,
- (ii) $33\frac{1}{3}\%$ % of the gain (or loss) during the second year preceding the valuation date,

The result is constrained to be no more than 110% of market value of assets or less than 90% of market value of assets.

Plan Name: Acme Brick Company Union Pension Plan – Baton Rouge
EIN/PN: 75-2864968/008

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods

Actuarial Assumptions

Mortality: The IRS 2009 Combined Static Mortality Table has been used.

Interest Rate for Target Funding Liability purposes: Segment rates (5.64% for the first 5 years, 6.40% for the next 15 years, and 6.56% for the rest of the period) have been used.

Compensation Increases: Not applicable since the plan is not pay-related.

Marriage: It was assumed that 100% of all active and terminated employees are married to an eligible spouse. Wives are assumed to be 3 years younger than husbands.

Disability and Withdrawal Rates: Graduated rates (see table below for sample rates).

Attained Age	Rates per 100 Participants	
	Disability Rates	Withdrawal Rates
25	.15	37.98
30	.16	32.08
35	.19	24.40
40	.30	18.00
45	.45	12.56
50	.69	7.92
55	1.19	4.08
60	1.80	.92

Retirement Age: Age 65 with 5 years of participation, or present age, if greater.

Assumed Age of Commencement for Deferred Vested Benefits: Age 65.

Form of Payment: Each participant not yet already in payment status is assumed to elect a lifetime annuity.

Recognition of IRC Section 415 Limitations: The benefit limitations under IRC Section 415(b) have been reflected in the determination of plan costs.

Plan Name: Acme Brick Company Union Pension Plan – Baton Rouge
EIN/PN: 75-2864968/008

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

Asset Valuation Method

As of January 1, 2009, the actuarial asset valuation method has been changed from market value to the 3-year smoothing asset method. Initially, 50% of the prior year's gain/(loss) was recognized. The gain/(loss) is the difference between the actual and expected return on the market value of assets.

Beginning in 2010, the actuarial value of assets will be determined by subtracting from (or adding to) the current year-end market value the sum of the following:

- (i) 66⅔ % of the gain (or loss) during the first year preceding the valuation date,
- (ii) 33⅓ % of the gain (or loss) during the second year preceding the valuation date.

The result is constrained to be no more than 110% of market value of assets or less than 90% of market value of assets.

Valuation Procedures

We used employee and financial data submitted by the plan sponsor without further audit. This information would customarily not be verified by a plan's actuary. We have reviewed the information for internal consistency and we have no reason to doubt its substantial accuracy.

No actuarial accrued liability is included for participants who terminated non-vested prior to the valuation date. Any liabilities for participants transferred to another plan have been included with the liabilities for terminated vested participants.

The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities. Based on our understanding of the plan sponsor's controlled group of corporations, the plan meets minimum coverage requirements under IRC Section 410(b) and the minimum participation rules under IRC Section 401(a)(26) since the plan only covers employees under a collective bargaining agreement.

Plan Name: Acme Brick Company Union Pension Plan – Baton Rouge
EIN/PN: 75-2864968/008

Schedule SB, Part V – Summary of Plan Provisions

Effective Date of Plan and Plan Year

The plan provisions used were based on the provisions of the plan as restated effective January 1, 1997. The latest plan amendment is effective July 1, 2007. The plan year is the calendar year.

Sponsoring Employer

Acme Brick Company.

Participation Requirements

Each Acme Brick Company employee who is represented by the International Brotherhood of Teamsters, Chauffeurs, Warehousemen and Helpers of America, Local Union No. 5 of Baton Rouge, Louisiana is eligible to participate in the plan on the January 1st or July 1st after having worked at least 1,000 hours during the first 12 months of employment (or any subsequent calendar year).

Type of Plan

Self-administered, trustee defined benefit pension plan.

Contributions to the Plan

Employer contributions to the trust will be made in such amounts and at such times as are required to maintain the plan and trust in compliance with ERISA and IRC Section 412. Participant contributions are not required or permitted.

Benefit Service

Benefit service is the period of employment used in determining the amount of pension benefits. A full year of benefit service will be granted for each calendar year beginning in 1976 that an employee works or is paid for 2,080 hours or more of service. If less than 2,080 hours are worked, benefit service is granted at the rate of 1/2,080 for each hour of service (in a year in which an employee works at least 1,000 hours). Also, in the initial year of hire and the ultimate year of termination, partial benefit service will be granted for years in which fewer than 1,000 hours are worked. Benefit service for participants of the prior plan up to January 1, 1976 will be granted for all continuous, uninterrupted employment with the employer.

Vesting Service

Vesting service is the period of employment used in determining eligibility for benefits. A year of vesting service is granted for each calendar year beginning in 1976 in which an employee has completed 1,000 or more hours of service with an employer. Also, in the initial year of hire and the ultimate year of termination, partial vesting service will be granted for years in which fewer than 1,000 hours are worked. Vesting service for participants of the prior plan up to January 1, 1976 will be granted for all continuous, uninterrupted employment with the employer.

Plan Compensation

Not applicable. This is not a pay-related plan.

Normal Retirement Benefit

Eligibility is the first day of the month coincident with or next following attainment of age 65 and completion of at least 5 years of vesting service, or 5 years of participation if earlier. The monthly lifetime only benefit for employees retiring between July 1, 2000 and August 25, 2002 is equal to \$50.00, plus \$2.50 for each year of benefit service in excess of 15 years. The dollar multiplier of \$2.50 was increased to \$2.75 for retirements between August 25, 2002 and August 25, 2003 and is scheduled to increase \$0.25 each year to an ultimate rate of \$3.50 for employees retiring on and after August 25, 2005.

Schedule SB, Part V – Summary of Plan Provisions (continued)

Late Retirement Benefit

The benefit is determined as for normal retirement considering service up to actual retirement. Payments begin at actual retirement without actuarial increase because of age. In no event will this late retirement benefit be less than the actuarial equivalent of the normal retirement benefit.

Early Retirement Benefit

None.

Disability Benefit

Participants who become disabled under the plan receive the same benefits as the termination benefit below.

Termination Benefit

At any age, provided the employee has completed at least 5 years of vesting service. The monthly lifetime only annuity is computed as for normal retirement using the number of years of benefit service the participant would have accumulated had his employment continued uninterrupted to normal retirement date, multiplied by a fraction, the numerator of which is equal to the number of years of benefit service accrued to date of termination and the denominator of which is the number of years of benefit service the participant would have accumulated had his employment continued uninterrupted to normal retirement date. Payments will commence at normal retirement date, if the participant is living.

Pre-Retirement Death Benefit

If a participant dies after becoming vested in any benefit, his spouse is eligible for a qualified joint and 50% survivor pension with payments commencing at the earliest date permissible and assuming his death occurred the day before commencement.

Optional Forms of Benefits

Automatic--If the participant is married on his benefit commencement date, a joint and 50% survivor annuity option will be payable, actuarially reduced. If the participant is not married on his benefit commencement date, a lifetime only annuity will be payable.

Optional forms available include a joint and 100% survivor annuity and a certain and life pension.

Actuarial equivalent forms of payment are calculated using a 6½% interest rate and the 1975 Group Annuity Mortality Table using unisex rates of 50% male rates and 50% female rates.

Automatic Cash Out

Upon termination of service, if the lump sum value of the accrued benefit is less than \$5,000, the lump sum amount is paid as soon as practical after termination.

Expenses

Paid by the trust if not paid by the employer.

Company Transfers

If an employee transfers employment between employers who have adopted this plan, his coverage will continue unaffected by such transfer except that any pension to which he may later become entitled will be provided jointly by the plan accounts maintained for each of the employers for whom he was employed. The amount of his pension provided by any such plan account will be computed on the basis of the total benefit service under all plan accounts (excluding any overlap) with the amount so computed multiplied by the ratio that his benefit service under such plan account bears to his total benefit service under all such plan accounts.