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

2009

This Form is Open to Public Inspection

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:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] 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:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
HARTER SECREST & EMERY PENSION PLAN

1b Three-digit plan number (PN) ▶ 004

1c Effective date of plan 01/01/1994

2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.)
HARTER SECREST & EMERY, LLP

1600 BAUSCH AND LOMB PLACE
ROCHESTER, NY 14604-2711

2b Employer Identification Number (EIN)
16-0766172

2c Sponsor's telephone number
585-232-6500

2d Business code (see instructions)
541110

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	Filed with authorized/valid electronic signature.	09/22/2010	PAUL HOLLOWAY
	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

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
HARTER SECREST & EMERY, LLP

1600 BAUSCH AND LOMB PLACE
ROCHESTER, NY 14604-2711

3b Administrator's EIN
16-0766172

3c Administrator's telephone number
585-232-6500

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

5	Total number of participants at the beginning of the plan year	**5**	235
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**	283
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	3
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	286
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	
f	Total. Add lines **6d** and **6e**	**6f**	286
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	275
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2C

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

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	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)	X	Trust
(4)		General assets of the sponsor

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)	X	**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)	X		**H** (Financial Information)
(2)			**I** (Financial Information – Small Plan)
(3)		0	**A** (Insurance Information)
(4)			**C** (Service Provider Information)
(5)			**D** (DFE/Participating Plan Information)
(6)			**G** (Financial Transaction Schedules)

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan
HARTER SECREST & EMERY PENSION PLAN

B Three-digit plan number (PN) ▶ 004

C Plan sponsor's name as shown on line 2a of Form 5500
HARTER SECREST & EMERY, LLP

D Employer Identification Number (EIN)
16-0766172

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	161071	65438
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	7214332	9656530
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	8827180	11846860
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	54341	53646

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	16256924	21622474
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	16256924	21622474

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	1805639	
	(B) Participants	2a(1)(B)		
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1805639
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	715	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)	2750	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		3465
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	198165	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	378193	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		576358
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	7791630	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	9052709	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-1261079

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	5949788	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		5949788
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-159479
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		6914692
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1549142	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1549142
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1549142
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		5365550
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: INSERO & COMPANY CPAS, P.C. (2) EIN: 16-1016457

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. (2) [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If yes, enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b 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.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan
HARTER SECREST & EMERY PENSION PLAN

B Three-digit plan number (PN) ▶ 004

C Plan sponsor's name as shown on line 2a of Form 5500
HARTER SECREST & EMERY, LLP

D Employer Identification Number (EIN)
16-0766172

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 16-1486473

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3** 13

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 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 ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year **6a** 1805639

b Enter the amount contributed by the employer to the plan for this plan year **6b** 1805639

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c** 0

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☒ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

HARTER SECREST & EMERY PENSION PLAN

FINANCIAL REPORT

DECEMBER 31, 2009



AN INDEPENDENTLY OWNED MEMBER OF THE RSM MCGLADREY NETWORK.

HARTER SECREST & EMERY PENSION PLAN

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The highest standard

INDEPENDENT AUDITORS' REPORT

To the Participants and Plan Administrator of the
Harter Secrest & Emery Pension Plan

We were engaged to audit the accompanying statements of net assets available for benefits - modified cash basis of the Harter Secrest & Emery Pension Plan (the "Plan") as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits - modified cash basis for the year ended December 31, 2009, and the supplemental schedules of assets (held at end of year), as of December 31, 2009, and reportable transactions for the year then ended. 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 the information summarized in Note 4, which was certified by First Niagara Bank, the trustee 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 trustee holds the Plan's investment assets and executes investment transactions. As disclosed in Note 4, the Plan Administrator has obtained certifications from the trustee regarding the completeness and accuracy of the investment information provided to the Plan Administrator by the trustee as of and for the year ended December 31, 2009, and as of December 31, 2008.

As described in Note 2, these financial statements and supplemental schedules were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

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 trustee, 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.

Respectfully Submitted,

Insero & Company CPAs, P.C.

Insero & Company CPAs, P.C.
Certified Public Accountants

Rochester, New York
August 19, 2010

1500 HSBC Plaza >> Rochester, NY 14604 >> *ph:* 585-454-6096 >> *fax:* 585-454-4024 >> www.inserocpa.com
Insero & Company CPAs, P.C.
AN INDEPENDENTLY OWNED MEMBER OF RSM MCGLADREY NETWORK

HARTER SECREST & EMERY PENSION PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(Modified Cash Basis)
DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS		
Investments, at Fair Value		
Mutual Funds	**$ 11,846,860**	$ 8,827,180
Common Stocks	**9,656,530**	7,214,332
Foreign Bond	**53,646**	54,341
Money Market Fund	**318**	40,473
Cash and Cash Equivalents	**65,120**	120,598
Net Assets Available for Benefits (Modified Cash Basis)	**$ 21,622,474**	$ 16,256,924

See Notes to Financial Statements.

HARTER SECREST & EMERY PENSION PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
(Modified Cash Basis)
FOR THE YEAR ENDED DECEMBER 31, 2009

Additions to Net Assets Attributed to:	
Interest and Dividends	$ 579,823
Net Appreciation of Investments	4,529,230
Employer Contributions	1,805,639
Total Additions	6,914,692
Deductions from Net Assets Attributed to:	
Benefits Paid to Participants	1,549,142
Net Increase	5,365,550
Net Assets Available for Benefits - (Modified Cash Basis)	
Beginning of Year - (Modified Cash Basis)	16,256,924
End of Year - (Modified Cash Basis)	**$ 21,622,474**

See Notes to Financial Statements.

HARTER SECREST & EMERY PENSION PLAN

NOTES TO FINANCIAL STATEMENTS
(Modified Cash Basis)
DECEMBER 31, 2009 AND 2008

Note 1 Description of Plan

The following description of the Harter Secrest & Emery Pension Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan provisions.

General

The Plan is a defined contribution money purchase pension plan sponsored by Harter, Secrest & Emery LLP (the "Firm"). All employees who have completed two years of employment with the Firm with a minimum of 1,000 hours of service within each year are eligible to participate. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participants may not contribute to the Plan. All contributions are Firm sponsored and in an amount equal to 5.7 percent of the participant's base compensation plus 11.4 percent of the participant's excess compensation. Base compensation is the amount of a participant's compensation for the respective Plan year which does not exceed the taxable wage base under Section 230 of the Social Security Act in effect at the beginning of the Plan year. Excess compensation is the amount of compensation of a participant for the respective Plan year which exceeds the taxable wage base under Section 230 of the Social Security Act at the beginning of the Plan year.

Participant Accounts

Each participant's account is credited with the Firm's contribution and an allocation of Plan earnings and charged with participant withdrawals. Allocations are based on participant earnings or account balances, as defined in the Plan document.

Vesting

Participants are immediately and fully vested in all contributions plus actual earnings thereon.

Investments

First Niagara Bank is the trustee and third party administrator for the Plan ("trustee"), and Bernstein Global Wealth Management ("Bernstein") and Fidelity Investments ("Fidelity") are the custodians of the assets.

Discretionary investment decisions are made in accordance with the Plan provisions. Investments are not participant directed.

Payment of Benefits

Upon termination of service, a participant may elect to receive either a lump-sum equal to the value of the account, a single life or joint survivor annuity, or rollover the value of the account to an individual retirement account.

Plan Administration Costs

Costs to administer the Plan are paid by the Firm.

NOTES TO FINANCIAL STATEMENTS
(Modified Cash Basis)
DECEMBER 31, 2009 AND 2008

Note 2 Summary of Significant Accounting Policies

Basis of Accounting

Accounting principles generally accepted in the United States of America ("GAAP") require accrual basis accounting for contributions, investment income and expenses. The accounting records of the Plan are maintained on the modified cash basis, a comprehensive basis of accounting other than GAAP. Contributions and investment income are recognized when received. Benefits and expenses are recorded when paid.

Date of Management's Review

In preparing the financial statements, management has evaluated all events and transactions for potential recognition or disclosure through August 19, 2010, the date the financial statements were available to be issued.

Use of Estimates

The preparation of the Plan's financial statements in conformity with the modified cash basis of accounting requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is 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.

The Plan follows the fair value measurement guidance required by GAAP for financial and non-financial assets and liabilities. This guidance defines fair value and provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Note 2 **Summary of Significant Accounting Policies - Continued**

Investment Valuation and Income Recognition - Continued

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value.

Mutual Funds: Valued using the Net Asset Value ("NAV") provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is a quoted price in an active market.

Common Stocks: Valued at quoted market prices on the common stock's respective exchange.

Foreign Bond: Valued at quoted market prices as of the last day of the Plan year.

Money Market Fund: Valued at NAV of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Note 2 **Summary of Significant Accounting Policies - Continued**

Investment Valuation and Income Recognition - Continued

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31:

	Investments at Fair Value at December 31, 2009		
	Level 1	**Level 2**	**Total**
Mutual Funds			
Diversified	**$ 887,863**	**$ -**	**$ 887,863**
Fixed Income	**6,324,159**	**-**	**6,324,159**
International	**3,620,663**	**-**	**3,620,663**
Small Cap	**1,014,175**	**-**	**1,014,175**
Common Stocks	**9,656,530**	**-**	**9,656,530**
Foreign Bond	**-**	**53,646**	**53,646**
Money Market Fund	**-**	**318**	**318**
	$ 21,503,390	**$ 53,964**	**$ 21,557,354**

	Investments at Fair Value at December 31, 2008		
	Level 1	**Level 2**	**Total**
Mutual Funds			
Diversified	**$ 395,191**	**$ -**	**$ 395,191**
Fixed Income	**5,785,735**	**-**	**5,785,735**
International	**2,646,254**	**-**	**2,646,254**
Common Stocks	**7,214,332**	**-**	**7,214,332**
Foreign Bond	**-**	**54,341**	**54,341**
Money Market Fund	**40,473**	**-**	**40,473**
	$ 16,081,985	**$ 54,341**	**$ 16,136,326**

Purchases and sales of securities are recorded on a trade-date basis. Dividends and interest are recorded when received. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Risks and Uncertainties

The Plan invests in investment securities which are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with these investments, it is at least reasonably possible that changes in their values 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 benefits - modified cash basis.

NOTES TO FINANCIAL STATEMENTS
(Modified Cash Basis)
DECEMBER 31, 2009 AND 2008

Note 3 **Investments**

The following presents investments that represent five percent or more of the Plan's net assets available for benefits at December 31:

		2009		**2008**
Bernstein Intermediate Duration Institutional Portfolio	**$**	**6,324,159**	$	5,785,735
Bernstein International Portfolio		**3,620,663**		2,646,254

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) as follows:

Common Stocks	$	2,712,395
Mutual Funds		1,817,529
Foreign Bond		(694)
Net Appreciation in Fair Value of Investments	**$**	**4,529,230**

Note 4 **Certified Financial Information by the Trustee**

The Plan Administrator has elected the method of compliance 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, the trustee of the Plan has certified to the completeness and accuracy of the investments reflected on the accompanying statements of net assets available for benefits - modified cash basis as of December 31, 2009 and 2008, schedule of assets (held at end of year) as of December 31, 2009, the investment income reflected in the statement of changes in net assets available for benefits - modified cash basis for the year ended December 31, 2009, and the information reflected on the schedule of reportable transactions for the year ended December 31, 2009.

Note 5 **Income Tax Status**

The Internal Revenue Service has determined and informed the Firm by a letter dated October 30, 2008, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. The Plan Administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and, therefore, maintains its tax-exempt status.

Note 6 **Plan Termination**

Although it has not expressed any intent to do so, the Firm has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 7 **Party-in-Interest Transactions**

Certain Plan investments are managed by Bernstein, Fidelity and Clover Capital Management Inc (Clover). Bernstein and Fidelity are the custodians, as defined by the Plan, and Clover is a separate account manager and, therefore, transactions involving these investments qualify as party-in-interest transactions.

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks		
Cimarex Energy Co	$ 39,342	$ 52,970
D R Horton Inc	21,011	23,914
Masco Corp	21,582	27,620
NVR Inc	41,060	53,303
Pulte Group Inc	23,713	19,000
Quanta Service Inc	21,507	20,840
ACE LTD	15,666	17,640
Aetna Inc	66,185	72,910
Air Products & Chemicals Inc	100,706	105,378
Alcon Inc	190,685	230,090
Altria Group Inc	39,680	47,112
AK Steel Holding Corp	41,841	40,565
Ameriprise Financial Inc	46,472	50,466
Anheuser-Bush Inbev SPN ADR	24,411	24,714
AOL Inc	9,521	11,407
Apple Inc	207,002	324,724
Arcelormittal-NY Registered	41,585	50,325
Archer-Daniels-Midland Co	85,806	106,454
AT&T Inc	219,370	199,013
Bank of America Corp	93,085	88,854
Bank of New York Mellon Corp	15,287	13,985
Baxter International Inc	26,733	26,406
BB&T Corp	49,377	43,129
Broadcom Corp - Class A	24,331	26,733
Bunge Ltd	58,812	76,596
Cameron International	56,593	62,700
Caterpillar Inc	17,575	22,796
CBS Corp-Class B	32,286	48,824
Celgene Corp	85,116	77,952
Chevron Corp	43,324	50,044
Cisco Systems Inc	106,165	100,548
CME Group Inc	109,016	75,589
Comcast Corp - Class A	23,875	23,604
ConocoPhillips	256,226	214,494
Constellation Brands Inc - Class A	42,347	44,604
Cooper Industries PLC	34,082	38,376
Corning Inc	35,582	48,275

(Continued)

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks - Continued		
Costco Wholesale Corp	89,321	102,660
Covidien PLC	28,440	28,734
Credit Suisse Group	60,953	68,824
Dean Foods Co	24,097	23,452
Danaher Corp	85,498	105,280
Dell Inc	97,018	104,828
Deutsche Bank AG Registered	66,295	90,410
Devon Energy Corporation	130,519	147,000
Du Pont (E.I.) De Nemours	92,403	117,845
EMC Corp	90,372	96,085
Ensco PLC - Spon ADR	21,220	25,961
Fedex Corp	21,736	27,121
Ford Motor Co	47,643	55,000
Franklin Resources Inc	90,220	84,280
Freeport-McMoran Copper	69,251	92,334
Garmin Ltd	34,323	33,770
General Electric Co	114,610	108,936
General Mills Inc	9,975	14,162
Gilead Sciences Inc	174,632	168,792
Goldman Sachs Group Inc	359,306	451,647
Google Inc-CL A	267,966	325,490
Hewlett-Packard Co	150,020	175,134
Nexen Inc	56,033	55,039
Home Depot Inc	27,809	34,716
Huntsman Corp	25,532	27,096
Illinois Tool Works	116,413	134,372
Ingersoll-Rand PLC	98,815	123,303
Intel Corp	165,250	195,840
J C Penny Co Inc	45,774	45,237
Johnson Controls Inc	67,558	68,100
JPMorgan Chase & Co	357,735	406,283
KLA-Tencor Corporation	48,540	50,624
Kohls Corp	91,155	115,950
Lowe's Cos Inc	59,101	74,848
Macy's Inc	104,681	53,632
Medco Health Solutions Inc	20,589	30,357
Merck & Co. Inc.	131,655	182,700

(Continued)

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks - Continued		
MetLife Inc	16,580	22,978
Microsoft Corp	47,975	53,358
Morgan Stanley	90,533	65,120
Motorola Inc	52,937	79,928
National Oilwell Inc	14,401	16,534
News Corp	71,021	146,483
Nokia Corp-Spon ADR	78,565	77,100
Northrup Grumman Corp	68,183	78,190
Occidental Petroleum Corp	100,523	122,106
Office Depot Inc	46,087	42,570
PepsiCo Inc	82,900	97,280
Pfizer Inc	266,063	218,280
Principal Financial Group	25,866	21,636
QUALCOMM Inc	165,542	180,414
RRI Energy Inc	37,918	26,312
Schlumberger Ltd	227,976	201,779
Smithfield Foods Inc	22,124	27,342
Sprint Nextel Corp	145,531	110,898
SPX Corp	34,402	38,290
Steel Dynamics Inc	23,096	24,808
Suncor Energy Inc	26,176	24,717
Supervalu Inc	51,392	40,672
Symantec Corp	64,484	78,716
Target Corp	90,540	101,577
Teva Pharmaceutical	100,075	120,787
Textron Inc	11,329	22,572
The Travelers Cos Inc	51,910	49,860
The Walt Disney Co Holding Co	19,617	35,475
Time Warner Cable	86,916	107,614
Time Warner Inc	89,827	122,388
Tyco Electronics Ltd	92,498	120,295
United Parcel Service - Class B	23,597	22,948
Unum Group	21,643	25,376
US Bancorp	56,529	65,279
Vale SA - SP ADR	17,292	17,418
Valero Energy Corp	68,563	63,650
Vertex Pharmaceuticals Inc	15,264	16,069

(Continued)

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks - Continued		
Visa Inc - Class A	32,031	41,544
Vodaphone Group PLC	40,263	50,798
Wal-Mart Stores Inc	31,935	32,070
Wells Fargo & Company	106,345	121,454
Western Digitial Corp	34,666	57,394
XL Capital Ltd-Class A	81,714	58,655
Total Common Stocks	8,742,244	9,656,530
Foreign Bond		
Israel Bond 5.50%, Due 11/9/2016	49,689	53,646
Mutual Funds		
*Bernstein Intermediate Duration Institutional Portfolio	6,307,548	6,324,159
*Bernstein International Portfolio	4,500,025	3,620,663
*Bernstein Emerging Markets Portfolio	910,807	887,863
*Federated Clover Small Value Institutional Fund	1,028,364	1,014,175
Total Mutual Funds	12,746,744	11,846,860
Money Market Fund		
*Fidelity Cash Reserves	318	318
Cash and Cash Equivalents		
Interest Bearing Cash	65,120	65,120
	$ 21,604,115	**$ 21,622,474**

* Denotes Party-in-Interest

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2009

(i) Any single transaction within the Plan year in excess of five percent of the current value of Plan assets at the beginning of the Plan year.

None.

(ii) A series of transactions with or in conjunction with the same person, involving property other than securities, which amount in the aggregate within the Plan year to more than five percent of the current value of Plan assets at the beginning of the Plan year.

None.

(iii) A series of transactions within the Plan year involving securities of the same issue which amount in the aggregate to more than five percent of the current value of Plan assets at the beginning of the Plan year.

Identity of Issue	Purchase Price	Selling Price	Cost of Asset	Net Loss
*Bernstein International Portfolio	$ 645,500	N/A	$ 645,500	N/A
*Bernstein International Portfolio	N/A	$ 493,500	$ 622,349	$ (128,849)

(iv) Any transaction within the Plan year with respect to securities with, or in conjunction with, a person if any prior or subsequent single transaction within the Plan year with such person, with respect to securities, exceeds five percent of the current value of Plan assets at the beginning of the Plan year.

None.

*Denotes Party-in-Interest

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2009

(i) Any single transaction within the Plan year in excess of five percent of the current value of Plan assets at the beginning of the Plan year.

None.

(ii) A series of transactions with or in conjunction with the same person, involving property other than securities, which amount in the aggregate within the Plan year to more than five percent of the current value of Plan assets at the beginning of the Plan year.

None.

(iii) A series of transactions within the Plan year involving securities of the same issue which amount in the aggregate to more than five percent of the current value of Plan assets at the beginning of the Plan year.

Identity of Issue	Purchase Price	Selling Price	Cost of Asset	Net Loss
*Bernstein International Portfolio	$ 645,500	N/A	$ 645,500	N/A
*Bernstein International Portfolio	N/A	$ 493,500	$ 622,349	$ (128,849)

(iv) Any transaction within the Plan year with respect to securities with, or in conjunction with, a person if any prior or subsequent single transaction within the Plan year with such person, with respect to securities, exceeds five percent of the current value of Plan assets at the beginning of the Plan year.

None.

*Denotes Party-in-Interest

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks		
Cimarex Energy Co	$ 39,342	$ 52,970
D R Horton Inc	21,011	23,914
Masco Corp	21,582	27,620
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Pulte Group Inc	23,713	19,000
Quanta Service Inc	21,507	20,840
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Aetna Inc	66,185	72,910
Air Products & Chemicals Inc	100,706	105,378
Alcon Inc	190,685	230,090
Altria Group Inc	39,680	47,112
AK Steel Holding Corp	41,841	40,565
Ameriprise Financial Inc	46,472	50,466
Anheuser-Bush Inbev SPN ADR	24,411	24,714
AOL Inc	9,521	11,407
Apple Inc	207,002	324,724
Arcelormittal-NY Registered	41,585	50,325
Archer-Daniels-Midland Co	85,806	106,454
AT&T Inc	219,370	199,013
Bank of America Corp	93,085	88,854
Bank of New York Mellon Corp	15,287	13,985
Baxter International Inc	26,733	26,406
BB&T Corp	49,377	43,129
Broadcom Corp - Class A	24,331	26,733
Bunge Ltd	58,812	76,596
Cameron International	56,593	62,700
Caterpillar Inc	17,575	22,796
CBS Corp-Class B	32,286	48,824
Celgene Corp	85,116	77,952
Chevron Corp	43,324	50,044
Cisco Systems Inc	106,165	100,548
CME Group Inc	109,016	75,589
Comcast Corp - Class A	23,875	23,604
ConocoPhillips	256,226	214,494
Constellation Brands Inc - Class A	42,347	44,604
Cooper Industries PLC	34,082	38,376
Corning Inc	35,582	48,275

(Continued)

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks - Continued		
Costco Wholesale Corp	89,321	102,660
Covidien PLC	28,440	28,734
Credit Suisse Group	60,953	68,824
Dean Foods Co	24,097	23,452
Danaher Corp	85,498	105,280
Dell Inc	97,018	104,828
Deutsche Bank AG Registered	66,295	90,410
Devon Energy Corporation	130,519	147,000
Du Pont (E.I.) De Nemours	92,403	117,845
EMC Corp	90,372	96,085
Ensco PLC - Spon ADR	21,220	25,961
Fedex Corp	21,736	27,121
Ford Motor Co	47,643	55,000
Franklin Resources Inc	90,220	84,280
Freeport-McMoran Copper	69,251	92,334
Garmin Ltd	34,323	33,770
General Electric Co	114,610	108,936
General Mills Inc	9,975	14,162
Gilead Sciences Inc	174,632	168,792
Goldman Sachs Group Inc	359,306	451,647
Google Inc-CL A	267,966	325,490
Hewlett-Packard Co	150,020	175,134
Nexen Inc	56,033	55,039
Home Depot Inc	27,809	34,716
Huntsman Corp	25,532	27,096
Illinois Tool Works	116,413	134,372
Ingersoll-Rand PLC	98,815	123,303
Intel Corp	165,250	195,840
J C Penny Co Inc	45,774	45,237
Johnson Controls Inc	67,558	68,100
JPMorgan Chase & Co	357,735	406,283
KLA-Tencor Corporation	48,540	50,624
Kohls Corp	91,155	115,950
Lowe's Cos Inc	59,101	74,848
Macy's Inc	104,681	53,632
Medco Health Solutions Inc	20,589	30,357
Merck & Co. Inc.	131,655	182,700

(Continued)

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks - Continued		
MetLife Inc	16,580	22,978
Microsoft Corp	47,975	53,358
Morgan Stanley	90,533	65,120
Motorola Inc	52,937	79,928
National Oilwell Inc	14,401	16,534
News Corp	71,021	146,483
Nokia Corp-Spon ADR	78,565	77,100
Northrup Grumman Corp	68,183	78,190
Occidental Petroleum Corp	100,523	122,106
Office Depot Inc	46,087	42,570
PepsiCo Inc	82,900	97,280
Pfizer Inc	266,063	218,280
Principal Financial Group	25,866	21,636
QUALCOMM Inc	165,542	180,414
RRI Energy Inc	37,918	26,312
Schlumberger Ltd	227,976	201,779
Smithfield Foods Inc	22,124	27,342
Sprint Nextel Corp	145,531	110,898
SPX Corp	34,402	38,290
Steel Dynamics Inc	23,096	24,808
Suncor Energy Inc	26,176	24,717
Supervalu Inc	51,392	40,672
Symantec Corp	64,484	78,716
Target Corp	90,540	101,577
Teva Pharmaceutical	100,075	120,787
Textron Inc	11,329	22,572
The Travelers Cos Inc	51,910	49,860
The Walt Disney Co Holding Co	19,617	35,475
Time Warner Cable	86,916	107,614
Time Warner Inc	89,827	122,388
Tyco Electronics Ltd	92,498	120,295
United Parcel Service - Class B	23,597	22,948
Unum Group	21,643	25,376
US Bancorp	56,529	65,279
Vale SA - SP ADR	17,292	17,418
Valero Energy Corp	68,563	63,650
Vertex Pharmaceuticals Inc	15,264	16,069

(Continued)

HARTER SECREST & EMERY PENSION PLAN

SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED
DECEMBER 31, 2009

Description	Cost Value	Market Value
Common Stocks - Continued		
Visa Inc - Class A	32,031	41,544
Vodaphone Group PLC	40,263	50,798
Wal-Mart Stores Inc	31,935	32,070
Wells Fargo & Company	106,345	121,454
Western Digitial Corp	34,666	57,394
XL Capital Ltd-Class A	81,714	58,655
Total Common Stocks	8,742,244	9,656,530
Foreign Bond		
Israel Bond 5.50%, Due 11/9/2016	49,689	53,646
Mutual Funds		
*Bernstein Intermediate Duration Institutional Portfolio	6,307,548	6,324,159
*Bernstein International Portfolio	4,500,025	3,620,663
*Bernstein Emerging Markets Portfolio	910,807	887,863
*Federated Clover Small Value Institutional Fund	1,028,364	1,014,175
Total Mutual Funds	12,746,744	11,846,860
Money Market Fund		
*Fidelity Cash Reserves	318	318
Cash and Cash Equivalents		
Interest Bearing Cash	65,120	65,120
	$ 21,604,115	**$ 21,622,474**

* Denotes Party-in-Interest