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;
- [X] 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
AFNI, INC 401 (K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 06/01/1992

2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.)
AFNI, INC

404 BROCK
BLOOMINGTON, IL 61701

2b Employer Identification Number (EIN) 37-1105130

2c Sponsor's telephone number 309-828-5226

2d Business code (see instructions) 561420

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.	09/23/2010	JUDY K. POHANKA
	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") AFNI, INC 404 BROCK BLOOMINGTON, IL 61701	**3b** Administrator's EIN 37-1105130 **3c** Administrator's telephone number 309-828-5226

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:		**4b** EIN
a	Sponsor's name		**4c** PN
5	Total number of participants at the beginning of the plan year	**5**	4123
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**	4525
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	188
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	4713
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f	Total. Add lines **6d** and **6e**	**6f**	4714
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1086
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	18
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:
3D 2G 2J 2K 2R 2E 2T

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)		**9b** Plan benefit arrangement (check all that apply)	
(1)	Insurance	**(1)**	Insurance
(2)	Code section 412(e)(3) insurance contracts	**(2)**	Code section 412(e)(3) insurance contracts
(3) X	Trust	**(3)** X	Trust
(4)	General assets of the sponsor	**(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		**b General Schedules**	
(1) X	**R** (Retirement Plan Information)	**(1)** X	**H** (Financial Information)
(2)	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	**(2)**	**I** (Financial Information – Small Plan)
		(3)	___ **A** (Insurance Information)
		(4) X	**C** (Service Provider Information)
(3)	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	**(5)** X	**D** (DFE/Participating Plan Information)
		(6)	**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**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
AFNI, INC 401 (K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
AFNI, INC

D Employer Identification Number (EIN)
37-1105130

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

ALLIANCE BENEFIT GROUP OF ILLINOIS

37-0899315

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 27 37	NONE	23413	Yes [X] No [ ]	Yes [ ] No [X]	94180	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS

04-3523567

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
18	NONE	0	Yes [X] No [ ]	Yes [ ] No [X]	7371	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ALLIANCE BENEFIT GROUP OF ILLINOIS	59	38944

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
FIDELITY INVESTMENTS 04-3523567	REVENUE SHARING USED TO PAY TPA SERVICES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ALLIANCE BENEFIT GROUP OF ILLINOIS	59	38997

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
CAPITAL RESEARCH AND MANAGEMENT CO 95-1411037	REVENUE SHARING USED TO PAY TPA SERVICES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ALLIANCE BENEFIT GROUP OF ILLINOIS	59	16239

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
MET MASTER TRUST 25157 58-1428634	REVENUE SHARING USED TO PAY TPA SERVICES

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

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(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN;
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN;
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **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
AFNI, INC 401 (K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
AFNI, INC

D Employer Identification Number (EIN)
37-1105130

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: MET MASTER TRUST 25157

b Name of sponsor of entity listed in (a): RELIANCE TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
58-1428634-005	C	3858746

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

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b Name of plan sponsor	**c** EIN-PN

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a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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
AFNI, INC 401 (K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
AFNI, INC

D Employer Identification Number (EIN)
37-1105130

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)	28432	28343
(2) Participant contributions	1b(2)	74301	72076
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	856	9647
(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)		
(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)	935208	1011215
(9) Value of interest in common/collective trusts	1c(9)	3152711	3858746
(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)	9720803	13991032
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	73107	75658

			(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	13985418	19046717
	Liabilities			
g	Benefit claims payable	1g		971
h	Operating payables	1h		80
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	1051
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	13985418	19045666

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)	766374	
	(B) Participants	2a(1)(B)	2085512	
	(C) Others (including rollovers)	2a(1)(C)	92587	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2944473
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	344	
	(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)	50151	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		50495
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	261769	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		261769
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		495649
(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)		2766144
c Other income	2c		2827
d Total income. Add all **income** amounts in column (b) and enter total	2d		6521357
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1357954	
(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)		1357954
f Corrective distributions (see instructions)	2f		79742
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	23413	
(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)		23413
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1461109
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		5060248
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: SULASKI & WEBB, CPA (2) EIN: 37-1142100

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
AFNI, INC 401 (K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
AFNI, INC

D Employer Identification Number (EIN)
37-1105130

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): 37-0899315

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**

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**

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

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**

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):

AFNI, INC.
401(K) PROFIT SHARING PLAN

FINANCIAL STATEMENTS

Years ended December 31, 2009 and 2008

and

INDEPENDENT AUDITOR'S REPORT

AFNI, INC.
401(K) PROFIT SHARING PLAN

FINANCIAL STATEMENTS

Years ended December 31, 2009 and 2008

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Sulaski & Webb

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator of
Afni, Inc.
401(k) Profit Sharing Plan
Bloomington, Illinois

We were engaged to audit the financial statements of Afni, Inc. 401(k) Profit Sharing Plan as of December 31, 2009 and 2008, and the supplemental schedules as of and for the year ended December 31, 2009, as listed in the accompanying table of contents. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the 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 3, which was certified by Reliance Trust Company, 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. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2009 and 2008, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and schedules taken as a whole. The form and content of the information included in the financial statements and 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Sulaski and Webb
Certified Public Accountants

September 2, 2010

AFNI, INC.
401(k) PROFIT SHARING PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2009 and 2008

	2009	2008
ASSETS		
Investments, at fair value:		
Money Market funds	$ 9,647	$ 856
Guaranteed investment contract	3,858,746	3,152,711
Shares of registered investment companies	13,991,032	9,720,803
Brokerage accounts	75,658	73,107
Participant loans	1,011,215	935,208
	18,946,298	13,882,685
Receivables:		
Employee salary deferral contributions	72,076	74,301
Employer matching contributions	28,343	28,432
	100,419	102,733
Total assets	19,046,717	13,985,418
LIABILITIES		
Payables:		
Investment settlements	-	-
Excess contribution refunds	143,676	80,564
Benefit claims payable	971	-
Opearting payables	80	-
Total liabilities	144,727	80,564
Net assets available for benefits at fair value	18,901,990	13,904,854
Adjustment from fair value to contract value for fully benefit-responsive investment contract	115,242	476,677
Net assets available for benefits	$ 19,017,232	$ 14,381,531

The accompanying notes are an integral part of these financial statements.

AFNI, INC.
401(k) PROFIT SHARING PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years ended December 31, 2009 and 2008

	2009	2008
ADDITIONS TO NET ASSETS		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$ 2,904,007	$ (4,606,578)
Interest	50,495	56,936
Dividends	261,769	524,072
	3,216,271	(4,025,570)
Contributions:		
Employee salary deferrals	2,085,512	2,275,158
Employer matching	766,374	783,245
Employee rollovers from other plans	92,587	60,100
	2,944,473	3,118,503
Total additions	6,160,744	(907,067)
DEDUCTIONS FROM NET ASSETS		
Benefits paid to participants	1,357,954	1,652,180
Refunds of employee salary deferral contributions in excess of amounts permitted by nondiscrimination requirements	143,676	80,564
Administrative expense - plan loan and distribution fees	23,413	26,144
	1,525,043	1,758,888
Net increase	4,635,701	(2,665,955)
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	14,381,531	17,047,486
End of year	$19,017,232	$14,381,531

The accompanying notes are an integral part of these financial statements.

AFNI, INC.
401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS
Years ended December 31, 2009 and 2008

1. DESCRIPTION OF THE PLAN

The following description of the Afni, Inc. 401(k) Profit Sharing Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description.

a. General. The plan is a defined contribution 401(k) plan covering virtually all full-time employees of Afni, Inc. (the "Company"), who have completed at least one year of service (1,000 hours) and are age 21 or older. Plan entry dates are January 1, April 1, July 1, and October 1. The Plan is subject to the provisions of the Employee Retirement Security Act of 1974 (ERISA).

b. Contributions. Each year, participants may contribute up to 100 percent in whole percentages of their pre-tax annual compensation, as defined by the Plan. Percentages may be changed prior to the beginning of any bi-weekly payroll period. Participants may also roll over distributions received from other qualified retirement plans. The Plan also provides for discretionary matching and profit sharing contributions by the Company. The Company currently matches the employees' elective deferrals at a rate of fifty percent of each employee's contribution not to exceed three percent of the employee's gross wages. No profit sharing contributions have been made by the Company. Contributions are subject to certain limitations.

c. Participant Accounts. Each participant's account is credited with the participant's contributions and related Company matching contributions, plus allocations of Company profit sharing contributions (if any) and Plan earnings. Allocations of Company profit sharing contributions are based on qualifying participant compensation, and Plan earnings are allocated on the basis of participants' account balances. The benefit to which a participant is entitled is the benefit that can be provided from that participants' vested account balance. Alliance Benefit Group, Inc. is the recordkeeper for the Plan.

d. Vesting. Participants are immediately vested in their salary deferral and rollover contributions and earnings thereon. The vesting schedule for Company matching and profit sharing contributions and related earnings is 20 percent after one year of service increasing in 20 percent increments each subsequent year with full vesting after five years of service. Participants are also fully vested in their accounts upon reaching the normal retirement age of 65 or early retirement age of 55 with five years of service.

e. Investment Options. Plan funds are held by Reliance Trust Company. Participants may self-direct their contributions in whole percentage increments in any of the investment options offered by the Plan.

MetLife Stable Value Fund – A guaranteed investment contract with an objective to protect principal and offer fixed returns that compare favorably with the yields on intermediate-term fixed income securities.

Spartan U.S. Equity Index Fund – Invests in equity securities of the companies that compose the Standard & Poor's (S&P) 500 Index.

DESCRIPTION OF PLAN (Continued)

Investment Options (Continued)

PIMCO Total Return Fund – Seeks total return consistent with preservation of capital by investing in a diversified portfolio of fixed income securities of varying maturities with a portfolio duration of three to six years, including U.S. government securities, corporate bonds, and mortgage-related securities.

Cohen & Steers Realty Shares Fund – Seeks total return with equal emphasis on capital appreciation and current income primarily through investment in equity securities of real estate companies.

American Funds – Washington Mutual Investors Fund – Seeks to provide current income and opportunity for capital growth consistent with sound common stock investing.

Dodge & Cox Stock Fund – Seeks long-term growth of principal and interest through investment in equity securities. A secondary objective is to achieve a reasonable current income.

Davis New York Venture Fund – Seeks long-term growth in capital by investing primarily in large-cap U.S. equity securities believed to be undervalued.

American Funds – The Growth Fund of America – Seeks to provide long-term growth of capital through a diversified portfolio of common stocks.

Janus Mid Cap Value Fund – Seeks capital appreciation primarily by investing in the common stocks of mid-sized companies whose stock prices are believed to be undervalued.

Victory Special Value Fund – Seeks long-term growth of capital and dividend income by investing primarily in equity securities of companies that are expected to benefit from either macroeconomic or company-specific factors and are undervalued.

T. Rowe Price Mid-Cap Growth Fund – Seeks long-term capital appreciation by investing primarily in mid-cap common stocks with above-average growth potential.

Royce Premier Fund – Seeks long-term growth of capital with a secondary goal of current income. The Fund invests primarily in a limited number of equity securities issued by small companies.

Columbia Acorn Fund – Seeks long-term growth by investing in the stocks of small and medium-sized United Stated and foreign companies.

DESCRIPTION OF PLAN (Continued)

Investment Options (Continued)

American Funds – EuroPacific Growth Fund – Seeks long-term appreciation of capital by investing in the securities of companies based outside of the United States.

American Funds – High Income Trust – Seeks high level of current income and capital appreciation by investing primarily in a broad range of higher yielding and generally lower quality debt securities, including corporate loans that also provide an opportunity to increase in value.

Columbia Small Cap Z Fund – Seeks long-term capital appreciation and the fund normally invests at least 80% of net assets in stocks of companies that have market capitalizations in the range of companies in the Russell 2000 index at the time of purchase.

Royce Value Service Fund – Seeks long-term growth of capital by investing primarily in the equity securities of small and mid-cap companies. (Added in 2009)

Van Kampen Small Cap Growth Fund – Seeks capital appreciation by investing primarily in common stocks and other equity securities of small companies that have above-average potential for capital appreciation. (Added in 2009)

In addition to choosing from the above menu of mutual funds, participants may also place all or a portion of their plan funds in a segregated brokerage account through which they can invest directly in other instruments including individual stocks and bonds, mutual funds not on the standard plan menu, and various other types of investments.

Participants may change their investment options at any time.

f. Participant Loans. Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. Loan terms range from one to five years or up to 15 years for the purchase of a principal residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates. Principal and interest are paid ratably through biweekly payroll deductions.

DESCRIPTION OF PLAN (Continued)

g. Payment of Benefits. The Plan permits withdrawals of participant contributions in the event of a hardship as defined in the Plan document. Withdrawals of rollover contributions and earnings thereon may be taken once during any Plan year. In addition, participants may withdraw part or all of their account balance at any time after reaching age 59 ½. Upon termination of employment, participants are generally entitled to receive distributions of their total vested account balances. Accounts totaling $5,000 or less are distributed automatically in a lump sum. Other terminated participants may elect to receive their distribution in a lump sum, in substantially equal installments over a specified period not exceeding their life expectancy or the joint life expectancy of the participant and beneficiary, or in the form of a single or joint and survivor annuity provided through the purchase of an annuity contract. The latter annuity alternative is the automatic form of distribution unless the participant elects otherwise and the spouse (if any) consents.

h. Forfeited Accounts. As of December 31, 2009 and 2008, forfeited nonvested accounts totaled $8,402 and $6,840 respectively. These accounts will be used to reduce future employer matching contributions.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Accounting. The financial statements of the Plan are prepared using the accrual method of accounting.

b. Estimates. The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

As defined in standards, investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan.

As required by the standard, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

c. Investment Valuation and Income Recognition. The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition (Continued)

Effective January 1, 2008, the Plan adopted ASC 820 Fair Value Measurements and Disclosures, which provides a single definition of fair value for accounting purposes, establishes a consistent framework for measuring fair value and expands disclosure requirements about fair value measurements. ASC 820 requires, among other things, an exit value approach for valuing assets and liabilities, using the best available information about what a market would bear. The exit value approach focuses on 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. Exit values for liabilities should include margins for risk even if they are not observable. ASC 820 provides guidance on how to measure fair value when required under existing accounting standards. ASC 820 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value, classified in three levels ("Level 1,2,and 3") with the most observable input being Level 1. Based on the newly adopted fair value definition, the Plan's investments have been classified as Level 1.

Participant loans are valued at their outstanding balances, which approximates fair value because loans are secured by each respective participant's account balance.

Purchases and redemptions of shares of investments are recorded on a settlement date basis, which is generally trade date plus one. Distributions are recorded on the ex-dividend date and are reinvested in additional shared on that date. Distributions designated as being in respect of long-term capital gains are included in realized gains (losses).

Interest earned on guaranteed investment accounts and loan security accounts are included in Investment Gain/Loss on the Statement of Changes in Net Assets for the years ended December 31, 2009 and 2008.

d. Payment of Benefits. Benefits are recorded when paid.

3. TRUSTEE CERTIFICATIONS

The Plan's trustee, Reliance Trust Company, has provided the Plan with certifications pursuant to 29 CFR 2520.103-5(c) that the reports of investments held at December 31, 2009 and 2008, and investment transactions for the years then ended are complete and accurate. The Plan administrator has elected to limit the scope of the audit with respect to these matters in accordance with 29 CFR 2520.103-8.

The following information included in the accompanying financial statements and supplemental schedules was obtained from data that has been prepared and certified to as complete and accurate by the trustee.

TRUSTEE CERTIFICATIONS (continued)

	2009	2008
Investments, at fair value:		
Short term investments	$ 9,647	$ 2,207
Guaranteed contracts	3,973,988	3,629,388
Mutual Funds – Equity	10,904,530	7,507,541
Mutual Funds – Fixed Income	3,094,282	2,222,186

Variances in certified balances and balances reported on the financial statements are due to timing differences in recording transactions and all differences have been reconciled.

4. INVESTMENTS

The following is a summary of investments held by the Plan at December 31, 2009 and 2008. Individual investments that represent 5 percent or more of the Plan's net assets are separately identified.

	2009	2008
Money Market Fund:		
Fidelity Cash Reserves	$ 9,647	$ 856
Guaranteed investment contract:		
MetLife Stable Value Fund	3,858,746	3,152,711
Shares of registered investment companies:		
Fidelity Spartan Equity Index Fund	529,202	356,802
PIMCO Total Return Fund	2,772,156	2,024,985
Cohen & Steers Realty Shares Fund	259,016	150,683
American Funds - Washington Mutual Investors Fund	1,705,377	804,802
Dodge & Cox Stock Fund	-	533,160
Davis New York Venture Fund	1,201,432	801,819
American Funds - The Growth Fund of America	314,346	1,376,716
Janus Mid Cap Value Fund	721,217	522,520
Victory Special Value Fund	207,798	160,445
Van Kampen Small Cap Growth	3,756	-
T. Rowe Price Mid-Cap Growth Fund	1,070,376	710,070
Royce Premier Fund	997,274	668,829
Royce Value Fund Service	42,330	-
Columbia Acorn Fund	412,090	335,680
Columbia Small Cap I Z	201,718	134,861
American Funds - EuroPacific Growth Fund	1,512,458	951,210
American Funds - High Income Trust	314,346	188,277
Self-directed brokerage accounts	75,659	73,107
	$16,208,944	$12,947,533

INVESTMENTS (continued)

During 2009 and 2008 the Plan's investments in registered investment companies (including investments bought, sold, and held during the applicable year) appreciated in value by $3,265,493 and $(5,096,514), respectively.

The MetLife Stable Value Fund assets are invested in a separate account with the insurance Company. MetLife guarantees principal and accrued interest, based on credited interest rates, for participant-initiated withdrawals as long as the contract remains active. Interest is credited to the contract at interest rates that reflect the performance of the underlying portfolio.

MetLife resets the interest crediting rate every quarter, by amortizing the difference between the market value of the portfolio and the guaranteed value over the weighted average duration of the Fund's investments. The contract is included in the statements of net assets available for benefits at fair value as determined using the market approach based on market prices of similar contracts. The adjustment from fair value to contract value for the investment contract is based on the contract value as reported to the Plan by MetLife. Participants receive the principal and accrued earnings credited to their accounts on withdrawal for allowed events. These events include transfers to other Plan investment options, and payments because of retirement, termination of employment, disability, death and in-service withdrawals as permitted by the Plan.

The fair value of the investment contract at December 31, 2009 and 2008 was $3,858,746 and $3,152,711 respectively. The average yield earned on the MetLife Stable Value Fund was 15.01% during 2009. The average yield earned on the MetLife Stable Value Fund, with any applicable adjustment to reflect the actual interest rate, that was credited to plan participants was 3.08% during 2009.

5. PLAN TERMINATION

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

6. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2009 and 2008, to the amounts reported on Form 5500:

	2009	2008
Net assets available for benefits per the financial statements	$18,901,990	$13,904,854
Plus excess contribution refunds payable	143,676	80,564
Net assets available for benefits per the Form 5500	$19,045,666	$13,985,418

7. TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated March 3, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since that date, the Plan administrator and the Plan's legal counsel believe that it is designed and is currently being operated in compliance with the applicable requirements of the IRC.

The Plan currently has in effect a prototype plan document sponsored by Alliance Benefit Group, Inc., the recordkeeper for the Plan. Alliance Benefit Group previously obtained a letter dated November 27, 2001, from the Internal Revenue Service that stated the form of the plan is acceptable under Section 401 of the Internal Revenue Code for use by employers for the benefit of their employees.

8. ADMINISTRATIVE EXPENSES

For the years ended December 31, 2009 and 2008, Afni, Inc., the plan sponsor, paid administrative expenses to Alliance Benefit Group, Inc. and other service providers in the amounts of $7,705 and $16,912 respectively.

9. EXCESS CONTRIBUTION REFUNDS

The Plan had excess contributions refundable at December 31, 2009 and 2008 of $143,676 and $80,564, respectively. These excess contributions are due to the Plan failing the IRC §401(k)(3) Actual Deferral Percentage Test and IRC §401(m) Actual Contribution Percentage Test thus requiring the Plan to refund the excess contributions plus applicable earnings to plan participants who are highly compensated employees.

10. RECLASSIFICATIONS

Certain amounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.

11. SUBSEQUENT EVENTS

The Afni, Inc. 401(k) Profit Sharing Plan has evaluated events occurring subsequent to December 31, 2009 as to their potential impact to the financial statement through September 2, 2010, which is the date the financial statements were issued.

SUPPLEMENTAL SCHEDULE

AFNI, INC.
401(k) PROFIT SHARING PLAN
FEIN: 37-1105130
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
December 31, 2009

(a)	(b) Identity of Issue, Borrower Lessor or Similar Party	(c) Description of Investment including Maturity Date Rate of Interest, Collateral Par or Maturity date Registered Investment Companies	(d) Cost	(e) Current Value
	Fidelity Investments	Spartan US Equity Index	**	529,202
	Mainstay	Mainstay Small Cap Opportunity Fund	**	-
	Cohen & Steers	Cohen & Steers Realty Shares Fund	**	259,016
	Dodge & Cox	Dodge & Cox Stock	**	-
	Victory	Victory Special Value Fund	**	207,798
	Davis	New York Venture Fund	**	1,201,432
	American Funds	American EuroPacific Growth	**	1,512,457
	Columbia	Columbia Acorn Class Z	**	412,090
	American Funds	American High Income Trust Fund	**	314,346
	American Funds	American Growth Fund of America	**	2,040,486
	Janus	Janus Mid Cap Value	**	721,217
	Royce	Royce Premier Fund	**	997,274
	Royce	Royce Value Fund Service	**	42,330
	Van Kampen	Small Cap Growth Class	**	3,756
	Pimco	Pimco Total Return	**	2,772,156
	T. Rowe Price	T. Rowe Price Mid Cap Growth	**	1,070,376
	American Funds	American Washington Mutual	**	1,705,377
	Columbia	Columbia Small Cap I Z	**	201,718
	Metropolitan Life	Met Life Stable Value - contract value	**	3,973,988
*	Fidelity Investments	Fidelity Cash Reserves	**	9,647
	Charles A. Schwab	Personal Choice Account	**	75,659
*	Participant loans	4.50% - 8.75% Maturity 2007-2021		1,011,215
	Grand totals		$ -	$ 19,061,540

* Indicates party-in-interest
** Cost information is not required by participant directed investments

Sponsor's Name: AFNI, INC
EIN: 37-1105130
Name of Plan: AFNI, INC. 401(K) PROFIT SHARING PLAN
Plan Number: 002

Schedule H, Part IV, Line 4i

Schedule of Assets Held for Investment Purposes at End of Year 12/31/09

(a)	(b) Identity of Issue, Borrower Lessor or Similar Party	(c) Description of Investment, including Maturity Date Rate of Interest, Collateral Par or Maturity date Registered Investment Companies:	(d) Cost	(e) Market
	AMERICAN FUNDS	AMERICAN EUROPACIFIC GROWTH	**	1,512,458
	AMERICAN FUNDS	AMERICAN GROWTH FUND OF AMERICA	**	2,040,486
	AMERICAN FUNDS	AMERICAN HIGH INCOME TRUST	**	314,346
	AMERICAN FUNDS	AMERICAN WASHINGTON MUTUAL	**	1,705,377
	COHEN & STEERS	COHEN & STEERS REALTY SHARES	**	259,016
	COLUMBIA	COLUMBIA ACORN CLASS Z	**	412,090
	COLUMBIA	COLUMBIA SMALL CAP VALUE	**	201,718
	DAVIS	DAVIS NEW YORK VENTURE	**	1,201,432
	VAN KAMPEN	VAN KAMPEN SMALL CAP GROWTH	**	3,756
*	FIDELITY INVESTMENTS	FIDELITY CASH RESERVES	**	9,647
	JANUS	JANUS MID CAP VALUE	**	721,217
	PIMCO	PIMCO TOTAL RETURN	**	2,772,156
	ROYCE	ROYCE PREMIER FUND	**	997,274
	ROYCE	ROYCE VALUE FUND SERVICE	**	42,330
	SPARTAN	SPARTAN US EQUITY INDEX	**	529,202
	T ROWE PRICE	T ROWE PRICE MID CAP GROWTH	**	1,070,376
	VICTORY	VICTORY SPECIAL VALUE	**	207,798
	METROPOLITAN LIFE	METLIFE STABLE VALUE	**	3,858,746
	CHARLES A SCHWAB	PERSONAL CHOICE ACCOUNT	**	75,658
*	PARTICIPANT LOANS	MATURITY 2010-2021 3.750%--8.75%	0	1,011,215
	Grand Totals			**18,946,298**

* Indicates party - in- interest
** Cost information is not required for participant directed investments