

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 ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST	1b Three-digit plan number (PN) ▶ 001
	1c Effective date of plan 11/01/2001
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) APPLE AMERICAN GROUP 6200 OAK TREE BLVD. INDEPENDENCE, OH 44131	2b Employer Identification Number (EIN) 91-2115263 2c Sponsor's telephone number 216-525-2775 2d Business code (see instructions) 722110

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.	10/11/2010	RONALD S. GROSS
	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")APPLE AMERICAN GROUP
6200 OAK TREE BLVD.
INDEPENDENCE, OH 44131**3b** Administrator's EIN

91-2115263

3c Administrator's telephone number

216-525-2775

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**

884

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**

833

b Retired or separated participants receiving benefits.....**6b****c** Other retired or separated participants entitled to future benefits.....**6c**

34

d Subtotal. Add lines **6a**, **6b**, and **6c**.....**6d**

867

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....**6e****f** Total. Add lines **6d** and **6e**.....**6f**

867

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g**

433

h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h**

10

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:

2E 2F 2G 2J 2K

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) ☒ Trust
- (4) ☐ General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

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

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)**a Pension Schedules**

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

b General Schedules

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

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance 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. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	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 APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500. APPLE AMERICAN GROUP	D Employer Identification Number (EIN) 91-2115263	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
--------	---	--

1 Coverage Information:

(a) Name of insurance carrier NATIONWIDE LIFE INSURANCE CO

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
31-4156830	66869	335-80100	59	01/01/2009	12/31/2009

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.
--

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 557977**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 624326**c** Additions: (1) Contributions deposited during the year **7c(1)** 58482(2) Dividends and credits **7c(2)**(3) Interest credited during the year **7c(3)** 22576(4) Transferred from separate account **7c(4)** 7261(5) Other (specify below) **7c(5)** 6036▶ LOAN REPAYMENT - PRINCIPAL TRANSFER INSIDE NATIONWIDE
TRANSFER OUTSIDE NATIONWIDE(6) Total additions **7c(6)** 94355**d** Total of balance and additions (add **b** and **c(6)**). **7d** 718681**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 38294(2) Administration charge made by carrier **7e(2)** 291(3) Transferred to separate account **7e(3)** 95024(4) Other (specify below) **7e(4)** 27095(5) Total deductions **7e(5)** 160704**f** Balance at the end of the current year (subtract **e(5)** from **d**) **7f** 557977

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organization(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	
Specify nature of costs ▶		

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☐ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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 APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 APPLE AMERICAN GROUP	D Employer Identification Number (EIN) 91-2115263

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

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

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

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

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

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

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

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

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

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

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

(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)

MOSKAL GROSS ORCHOSKY

1301 EAST NINTH STREET
SUITE 1400
CLEVELAND, OH 44114

(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 16 17 37	TPA	54795	Yes ☒ No ☐	Yes ☒ No ☐	1834	Yes ☐ No ☒

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

NATIONWIDE

ONE NATIONWIDE PLAZA
COLUMBUS, OH 43215

(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 49 64 99	CUSTODIAN/RECORD KEEPER	12756	Yes ☒ No ☐	Yes ☒ No ☐	1296	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 ☐

(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
MOSKAL GROSS ORCHOSKY	15 16 17 37	1349
(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.
NATIONWIDE ONE NATIONWIDE PLAZA COLUMBUS, OH 43215	ADMINISTRATIVE SERVICES FEE	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
NATIONWIDE	49 64	1296
(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.
MGO INVESTMENT ADVISORS 1301 EAST NINTH STREET SUITE 1400 CLEVELAND, OH 44114	ADVISORY/SERVICE PROVIDER FEE	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(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.

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
(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

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 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 <u>01/01/2009</u> and ending <u>12/31/2009</u>		
A Name of plan <u>APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>APPLE AMERICAN GROUP</u>	D Employer Identification Number (EIN) <u>91-2115263</u>	

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)	<u>23149</u>	
(2) Participant contributions	1b(2)		<u>64</u>
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(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)	<u>747482</u>	<u>774286</u>
(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)	<u>5775142</u>	<u>8830631</u>
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	<u>624326</u>	<u>557977</u>
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(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	7170099	10162958

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 through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	7170099	10162958
---	-----------	---------	----------

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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	284851	
(B) Participants	2a(1)(B)	1296945	
(C) Others (including rollovers)	2a(1)(C)	54022	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1635818

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(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)	49199	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		49199

(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)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

(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)		
(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)		1899523
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		3584540

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	591681	
(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)		591681
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		591681

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2992859
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) ☒ Disclaimer (4) ☐ Adverse

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

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

(1) Name: MEADEN & MOORE

(2) EIN: 34-1818258

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.).....		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.).....		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.)		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.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		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?		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?		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.).....	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.).....		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?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		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.		X	

- 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)

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 <u>APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>APPLE AMERICAN GROUP</u>	D Employer Identification Number (EIN) <u>91-2115263</u>

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
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): <u>31-4156830</u>	
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 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

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

Schedule R (Form 5500) 2009
v.092308.1

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): _____

- 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): _____

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITORS' REPORT

December 31, 2009

INDEX

	<u>Page</u>
Independent Auditors' Report	
Financial Statements:	
Statement of Net Assets Available for Benefits	2 - 3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5 - 13
Supplemental Schedule:	
Schedule of Assets Held for Investment Purposes at End of Year	14



INDEPENDENT AUDITORS' REPORT

Plan Administrator

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

We were engaged to audit the financial statements of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust as of December 31, 2009 and 2008, and for the years then ended, and the supplemental schedule as of December 31, 2009, as listed in the accompanying index. These financial statements 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 in Note 6, which was certified by Nationwide Life Insurance Company (the Custodian of the Plan), except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Custodian holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Custodian as of December 31, 2009 and 2008 and for the years then ended, that the information provided to the Plan Administrator by the Custodian is complete and accurate.

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

MEADEN & MOORE, LTD.
Certified Public Accountants

October 5, 2010
Cleveland, Ohio



Meaden & Moore, Ltd.

(A Meaden & Moore Company)

1100 Superior Avenue Suite 1100 Cleveland, Ohio 44114-2523 216-241-3272 FAX 216-771-4511
Akron Atlanta Charlotte Chicago Cleveland Columbus Los Angeles Naperville New York Orlando Phoenix Pittsburgh Wooster

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

	December 31	
	2009	2008
ASSETS		
Receivable - Employer contributions	\$ 64	\$ 23,149
Investments:		
AIM Energy Fund	-	2,423
AIM Gold and Precious Metals Fund	2,214	1,135
AIM Small Cap Growth Fund	87,388	49,951
American Balanced Fund	920,983	646,259
American Balanced Fund R3	5,382	2,366
American Century Income & Growth Fund	1,601	437
AST Equity 500 Index Fund	771,663	521,358
Blackrock Energy and Resources Fund	1,054	82
Blackrock Global Emerging Market Fund	-	3,647
Blackrock Healthcare Fund	18,385	14,739
BOA Fixed Rate Fund	557,977	624,326
Diamond Hill Small Cap Fund	25,772	28,864
Dreyfus Appreciation Fund	7,369	2,083
Dreyfus Greater China Fund	4,780	-
Dryden Financial Services Fund	4,540	7,611
Eaton Vance Floating Rate Fund	6,306	-
Europacific Growth Fund R3	177,794	113,733
Europacific Growth Fund R5	81,626	5,689
Federated Bond Fund	545,169	342,363
Fidelity Advisor Equity Income Fund	171,272	57,881
Fidelity Advisor Growth Opportunity Fund	3,231	1,898
Franklin Small & Mid Cap Growth Fund	308,027	156,607
Gateway Fund	29,219	-
Growth Fund of America R5	903,356	601,037
Income Fund of America R3	40,843	46,251
Income Fund of America R5	18,632	9,203
Ivy High Income Fund	13,403	14,408
Janus Advisor Perkins Mid Cap Value Fund	-	15,134
Janus Perkins Mid Cap Value Fund	20,833	-
Janus Twenty Fund	1,380,997	809,899
Jennison Mid Cap Growth Fund	22,410	14,285
Jennison Small Company Fund	-	1
Nationwide Government Bond Fund	258,932	206,867
Nationwide Money Market Fund	474,829	521,856

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

Nationwide S&P 500 Index Fund	18,210	5,560
Neuberger Berman Genesis Trust	423,010	341,075
New Perspective Fund	-	71
New World Fund R3	-	35
Oppenheimer Global Fund	814,216	532,988
Oppenheimer Strategic Income Fund	15,202	13,375
Pimco Low Duration Fund	34,099	25,827
Pimco Real Return Fund	20,057	-
Pimco Total Return Fund	42,765	26,725
Pioneer Emerging Markets Fund	6,631	-
Prudential Jennison Natural Resources Fund	12,509	-
Rydex/SGI All Cap Opportunity Fund	10,667	-
Seligman Global Technology Fund	12,296	11,715
Sentinel Government Securities Fund	34,837	-
T Rowe Price Mid Cap Value Fund	683,661	379,889
Templeton Foreign Fund	6,684	7
Van Kampen Equity and Income Fund	-	31,278
Van Kampen Growth & Income Fund	26,134	23,196
Van Kampen Small Cap Growth Fund	5,041	7,526
WFAF Small Cap Value Fund	356,602	177,808
Participant Loans	774,286	747,482
	<u>10,162,894</u>	<u>7,146,950</u>
Total Investments	10,162,894	7,146,950
Total Assets	10,162,958	7,170,099
LIABILITIES	<u>-</u>	<u>-</u>
Net Assets Available for Benefits	<u>\$ 10,162,958</u>	<u>\$ 7,170,099</u>

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	<u>2009</u>	<u>2008</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employer	\$ 284,851	\$ 256,467
Employee	1,296,945	1,187,489
Rollover	54,022	13,703
Total Contributions	<u>1,635,818</u>	<u>1,457,659</u>
Investment Income/(Loss)		
Participant loan interest	49,199	60,447
Net appreciation/(depreciation) in investments	<u>1,899,523</u>	<u>(2,739,207)</u>
Total Investment Income/(Loss)	<u>1,948,722</u>	<u>(2,678,760)</u>
Deductions from Net Assets Attributed to:		
Benefits paid to participants	<u>591,681</u>	<u>550,095</u>
Net Increase (Decrease)	<u>2,992,859</u>	<u>(1,771,196)</u>
Net Assets Available for Benefits:		
Beginning of Year	<u>7,170,099</u>	<u>8,941,295</u>
End of Year	<u>\$ 10,162,958</u>	<u>\$ 7,170,099</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective June 30, 2008), and Apple Nevada, LLC (effective October 9, 2008).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

- a. Attainment of age of twenty-one years
- b. Not being a highly compensated employee as defined by the Internal Revenue Service
- c. Not being a leased employee
- d. Not being an hourly restaurant employee (this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan, Continued

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2009 and 2008.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan, Continued

Forfeitures:

Forfeited non-vested accounts totaled \$6,961 and \$8,458 as of December 31, 2009 and 2008, respectively. Future employer contributions will be reduced by these amounts.

Participants' Loans:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 Summary of Significant Accounting Policies

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

2 Summary of Significant Accounting Policies, Continued

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations. Loans are valued at cost which approximates fair value.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to \$43,885 and \$17,060 as of December 31, 2009 and 2008, respectively.

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 will become 100% vested in their accounts.

Risks and Uncertainties:

The Plan's investment include investments in mutual funds and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

2 Summary of Significant Accounting Policies, Continued

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 5, 2010, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Company utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Company utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Company is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

- * 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; and
 - * 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.
- * Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds and Collective Investment Fund:

The fair value of the mutual funds and collective investment fund are based on quoted market prices and are classified as a Level 1.

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

Participant Loans:

Loans to Plan participants are valued at cost plus accrued interest, which approximates fair value and are classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2009, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds				
Bond Funds	\$ 1,445,599	\$ -	\$ -	\$ 1,445,599
Capital Appreciation Funds	1,855,762	-	-	1,855,762
Growth Funds	4,757,607	-	-	4,757,607
Collective Investment Fund	771,663	-	-	771,663
General Account	-	-	557,977	557,977
Participant Loans	-	-	774,286	774,286
	<u>\$ 8,830,631</u>	<u>\$ -</u>	<u>\$ 1,332,263</u>	<u>\$ 10,162,894</u>

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2009:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)		
	General Account	Loans	Total
Beginning Balance	\$ -	\$ 747,482	\$ 747,482
Total realized/unrealized gains or losses included in changes in net assets	21,170	-	21,170
Purchases, issuances and settlements	(87,519)	26,804	(60,715)
Transfers in and/or out of Level 3	624,326	-	624,326
Ending Balance	<u>\$ 557,977</u>	<u>\$ 774,286</u>	<u>\$ 1,332,263</u>

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2008, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds				
Bond Funds	\$ 1,151,421	\$ -	\$ -	\$ 1,151,421
Capital Appreciation Funds	1,113,662	-	-	1,113,662
Growth Funds	2,988,701	-	-	2,988,701
Collective Investment Fund	521,358	-	-	521,358
General Account	624,326	-	-	624,326
Participant Loans	-	-	747,482	747,482
	<u>\$ 6,399,468</u>	<u>\$ -</u>	<u>\$ 747,482</u>	<u>\$ 7,146,950</u>

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2008:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)
	<u>Loans</u>
Beginning Balance	\$ 718,436
Purchases, issuances and settlements	<u>29,046</u>
Ending Balance	<u><u>\$ 747,482</u></u>

4 Tax Status

On October 30, 2002, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended; however, the Plan Administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	<u>2009</u>	<u>2008</u>
American Balanced Fund	\$ 920,983	\$ 646,259
AST Equity 500 Index Fund	\$ 771,663	\$ 521,358
BOA Fixed Rate Fund	\$ 557,977	\$ 624,326
Federated Bond Fund	\$ 545,169	NA
Growth Fund of America R5	\$ 903,356	\$ 601,037
Janus Twenty Fund	\$ 1,380,997	\$ 809,899
Nationwide Money Market Fund	NA	\$ 521,856
Oppenheimer Global Fund	\$ 814,216	\$ 532,988
T Rowe Price Mid Cap Value Fund	\$ 683,661	\$ 379,889

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

6 Information Prepared and Certified by Custodian

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

	<u>2009</u>	<u>2008</u>
Investments, at fair value	\$ 9,388,608	\$ 6,399,468
Participant loan interest	\$ 49,199	\$ 60,447
Net appreciation/(depreciation) in investments	\$ 1,899,523	\$ (2,739,207)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263

Plan Number 001

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 Value	(d) Cost	(e) Current Value
*	AIM Gold and Precious Metals Fund	Mutual Fund	N/A	\$ 2,214
*	AIM Small Cap Growth Fund	Mutual Fund	N/A	\$ 87,388
*	American Balanced Fund	Mutual Fund	N/A	\$ 920,983
*	American Balanced Fund R3	Mutual Fund	N/A	\$ 5,382
*	American Century Income & Growth Fund	Mutual Fund	N/A	\$ 1,601
*	AST Equity 500 Index Fund	Collective Investment Fund	N/A	\$ 771,663
*	Blackrock Energy and Resources Fund	Mutual Fund	N/A	\$ 1,054
*	Blackrock Healthcare Fund	Mutual Fund	N/A	\$ 18,385
*	BOA Fixed Rate Fund	General Account	N/A	\$ 557,977
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	\$ 25,772
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	\$ 7,369
*	Dreyfus Greater China Fund	Mutual Fund	N/A	\$ 4,780
*	Dryden Financial Services Fund	Mutual Fund	N/A	\$ 4,540
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	\$ 6,306
*	Europacific Growth Fund R3	Mutual Fund	N/A	\$ 177,794
*	Europacific Growth Fund R5	Mutual Fund	N/A	\$ 81,626
*	Federated Bond Fund	Mutual Fund	N/A	\$ 545,169
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	\$ 171,272
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	\$ 3,231
*	Franklin Small & Mid Cap Growth Fund	Mutual Fund	N/A	\$ 308,027
*	Gateway Fund	Mutual Fund	N/A	\$ 29,219
*	Growth Fund of America R5	Mutual Fund	N/A	\$ 903,356
*	Income Fund of America R3	Mutual Fund	N/A	\$ 40,843
*	Income Fund of America R5	Mutual Fund	N/A	\$ 18,632
*	Ivy High Income Fund	Mutual Fund	N/A	\$ 13,403
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	\$ 20,833
*	Janus Twenty Fund	Mutual Fund	N/A	\$ 1,380,997
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	\$ 22,410
*	Nationwide Government Bond Fund	Mutual Fund	N/A	\$ 258,932
*	Nationwide Money Market Fund	Mutual Fund	N/A	\$ 474,829
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	\$ 18,210
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	\$ 423,010
*	Oppenheimer Global Fund	Mutual Fund	N/A	\$ 814,216
*	Oppenheimer Strategic Income Fund	Mutual Fund	N/A	\$ 15,202
*	Pimco Low Duration Fund	Mutual Fund	N/A	\$ 34,099
*	Pimco Real Return Fund	Mutual Fund	N/A	\$ 20,057
*	Pimco Total Return Fund	Mutual Fund	N/A	\$ 42,765
*	Pioneer Emerging Markets Fund	Mutual Fund	N/A	\$ 6,631
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	\$ 12,509
*	Rydex/SGI All Cap Opportunity Fund	Mutual Fund	N/A	\$ 10,667
*	Seligman Global Technology Fund	Mutual Fund	N/A	\$ 12,296
*	Sentinel Government Securities Fund	Mutual Fund	N/A	\$ 34,837
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	\$ 683,661
*	Templeton Foreign Fund	Mutual Fund	N/A	\$ 6,684
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	\$ 26,134
*	Van Kampen Small Cap Growth Fund	Mutual Fund	N/A	\$ 5,041
*	WFAF Small Cap Value Fund	Mutual Fund	N/A	\$ 356,602
*	Participant Loans	Notes receivable (interest at 4.25%)	N/A	\$ 774,286
				<u>\$ 10,162,894</u>

* Party-in-interest to the Plan.

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITORS' REPORT

December 31, 2009

INDEX

	<u>Page</u>
Independent Auditors' Report	
Financial Statements:	
Statement of Net Assets Available for Benefits	2 - 3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5 - 13
Supplemental Schedule:	
Schedule of Assets Held for Investment Purposes at End of Year	14



INDEPENDENT AUDITORS' REPORT

Plan Administrator

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

We were engaged to audit the financial statements of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust as of December 31, 2009 and 2008, and for the years then ended, and the supplemental schedule as of December 31, 2009, as listed in the accompanying index. These financial statements 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 in Note 6, which was certified by Nationwide Life Insurance Company (the Custodian of the Plan), except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Custodian holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Custodian as of December 31, 2009 and 2008 and for the years then ended, that the information provided to the Plan Administrator by the Custodian is complete and accurate.

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

MEADEN & MOORE, LTD.
Certified Public Accountants

October 5, 2010
Cleveland, Ohio



Meaden & Moore, Ltd.

(A Meaden & Moore Company)

1100 Superior Avenue Suite 1100 Cleveland, Ohio 44114-2523 216-241-3272 FAX 216-771-4511
Akron Atlanta Charlotte Chicago Cleveland Columbus Los Angeles Naperville New York Orlando Phoenix Pittsburgh Wooster

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

	December 31	
	<u>2009</u>	<u>2008</u>
ASSETS		
Receivable - Employer contributions	\$ 64	\$ 23,149
Investments:		
AIM Energy Fund	-	2,423
AIM Gold and Precious Metals Fund	2,214	1,135
AIM Small Cap Growth Fund	87,388	49,951
American Balanced Fund	920,983	646,259
American Balanced Fund R3	5,382	2,366
American Century Income & Growth Fund	1,601	437
AST Equity 500 Index Fund	771,663	521,358
Blackrock Energy and Resources Fund	1,054	82
Blackrock Global Emerging Market Fund	-	3,647
Blackrock Healthcare Fund	18,385	14,739
BOA Fixed Rate Fund	557,977	624,326
Diamond Hill Small Cap Fund	25,772	28,864
Dreyfus Appreciation Fund	7,369	2,083
Dreyfus Greater China Fund	4,780	-
Dryden Financial Services Fund	4,540	7,611
Eaton Vance Floating Rate Fund	6,306	-
Europacific Growth Fund R3	177,794	113,733
Europacific Growth Fund R5	81,626	5,689
Federated Bond Fund	545,169	342,363
Fidelity Advisor Equity Income Fund	171,272	57,881
Fidelity Advisor Growth Opportunity Fund	3,231	1,898
Franklin Small & Mid Cap Growth Fund	308,027	156,607
Gateway Fund	29,219	-
Growth Fund of America R5	903,356	601,037
Income Fund of America R3	40,843	46,251
Income Fund of America R5	18,632	9,203
Ivy High Income Fund	13,403	14,408
Janus Advisor Perkins Mid Cap Value Fund	-	15,134
Janus Perkins Mid Cap Value Fund	20,833	-
Janus Twenty Fund	1,380,997	809,899
Jennison Mid Cap Growth Fund	22,410	14,285
Jennison Small Company Fund	-	1
Nationwide Government Bond Fund	258,932	206,867
Nationwide Money Market Fund	474,829	521,856

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

Nationwide S&P 500 Index Fund	18,210	5,560
Neuberger Berman Genesis Trust	423,010	341,075
New Perspective Fund	-	71
New World Fund R3	-	35
Oppenheimer Global Fund	814,216	532,988
Oppenheimer Strategic Income Fund	15,202	13,375
Pimco Low Duration Fund	34,099	25,827
Pimco Real Return Fund	20,057	-
Pimco Total Return Fund	42,765	26,725
Pioneer Emerging Markets Fund	6,631	-
Prudential Jennison Natural Resources Fund	12,509	-
Rydex/SGI All Cap Opportunity Fund	10,667	-
Seligman Global Technology Fund	12,296	11,715
Sentinel Government Securities Fund	34,837	-
T Rowe Price Mid Cap Value Fund	683,661	379,889
Templeton Foreign Fund	6,684	7
Van Kampen Equity and Income Fund	-	31,278
Van Kampen Growth & Income Fund	26,134	23,196
Van Kampen Small Cap Growth Fund	5,041	7,526
WFAF Small Cap Value Fund	356,602	177,808
Participant Loans	774,286	747,482
	<u>10,162,894</u>	<u>7,146,950</u>
Total Investments	10,162,894	7,146,950
Total Assets	10,162,958	7,170,099
LIABILITIES	<u>-</u>	<u>-</u>
Net Assets Available for Benefits	<u>\$ 10,162,958</u>	<u>\$ 7,170,099</u>

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	<u>2009</u>	<u>2008</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employer	\$ 284,851	\$ 256,467
Employee	1,296,945	1,187,489
Rollover	54,022	13,703
Total Contributions	<u>1,635,818</u>	<u>1,457,659</u>
Investment Income/(Loss)		
Participant loan interest	49,199	60,447
Net appreciation/(depreciation) in investments	<u>1,899,523</u>	<u>(2,739,207)</u>
Total Investment Income/(Loss)	<u>1,948,722</u>	<u>(2,678,760)</u>
Deductions from Net Assets Attributed to:		
Benefits paid to participants	<u>591,681</u>	<u>550,095</u>
Net Increase (Decrease)	<u>2,992,859</u>	<u>(1,771,196)</u>
Net Assets Available for Benefits:		
Beginning of Year	<u>7,170,099</u>	<u>8,941,295</u>
End of Year	<u>\$ 10,162,958</u>	<u>\$ 7,170,099</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective June 30, 2008), and Apple Nevada, LLC (effective October 9, 2008).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

- a. Attainment of age of twenty-one years
- b. Not being a highly compensated employee as defined by the Internal Revenue Service
- c. Not being a leased employee
- d. Not being an hourly restaurant employee (this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan, Continued

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2009 and 2008.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan, Continued

Forfeitures:

Forfeited non-vested accounts totaled \$6,961 and \$8,458 as of December 31, 2009 and 2008, respectively. Future employer contributions will be reduced by these amounts.

Participants' Loans:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 Summary of Significant Accounting Policies

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

2 Summary of Significant Accounting Policies, Continued

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations. Loans are valued at cost which approximates fair value.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to \$43,885 and \$17,060 as of December 31, 2009 and 2008, respectively.

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 will become 100% vested in their accounts.

Risks and Uncertainties:

The Plan's investment include investments in mutual funds and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

2 Summary of Significant Accounting Policies, Continued

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 5, 2010, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Company utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Company utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Company is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

- * 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; and
 - * 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.
- * Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds and Collective Investment Fund:

The fair value of the mutual funds and collective investment fund are based on quoted market prices and are classified as a Level 1.

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

Participant Loans:

Loans to Plan participants are valued at cost plus accrued interest, which approximates fair value and are classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2009, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds				
Bond Funds	\$ 1,445,599	\$ -	\$ -	\$ 1,445,599
Capital Appreciation Funds	1,855,762	-	-	1,855,762
Growth Funds	4,757,607	-	-	4,757,607
Collective Investment Fund	771,663	-	-	771,663
General Account	-	-	557,977	557,977
Participant Loans	-	-	774,286	774,286
	<u>\$ 8,830,631</u>	<u>\$ -</u>	<u>\$ 1,332,263</u>	<u>\$ 10,162,894</u>

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2009:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)		
	General Account	Loans	Total
Beginning Balance	\$ -	\$ 747,482	\$ 747,482
Total realized/unrealized gains or losses included in changes in net assets	21,170	-	21,170
Purchases, issuances and settlements	(87,519)	26,804	(60,715)
Transfers in and/or out of Level 3	624,326	-	624,326
Ending Balance	<u>\$ 557,977</u>	<u>\$ 774,286</u>	<u>\$ 1,332,263</u>

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2008, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds				
Bond Funds	\$ 1,151,421	\$ -	\$ -	\$ 1,151,421
Capital Appreciation Funds	1,113,662	-	-	1,113,662
Growth Funds	2,988,701	-	-	2,988,701
Collective Investment Fund	521,358	-	-	521,358
General Account	624,326	-	-	624,326
Participant Loans	-	-	747,482	747,482
	<u>\$ 6,399,468</u>	<u>\$ -</u>	<u>\$ 747,482</u>	<u>\$ 7,146,950</u>

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2008:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)
	<u>Loans</u>
Beginning Balance	\$ 718,436
Purchases, issuances and settlements	<u>29,046</u>
Ending Balance	<u><u>\$ 747,482</u></u>

4 Tax Status

On October 30, 2002, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended; however, the Plan Administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	<u>2009</u>	<u>2008</u>
American Balanced Fund	\$ 920,983	\$ 646,259
AST Equity 500 Index Fund	\$ 771,663	\$ 521,358
BOA Fixed Rate Fund	\$ 557,977	\$ 624,326
Federated Bond Fund	\$ 545,169	NA
Growth Fund of America R5	\$ 903,356	\$ 601,037
Janus Twenty Fund	\$ 1,380,997	\$ 809,899
Nationwide Money Market Fund	NA	\$ 521,856
Oppenheimer Global Fund	\$ 814,216	\$ 532,988
T Rowe Price Mid Cap Value Fund	\$ 683,661	\$ 379,889

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

6 Information Prepared and Certified by Custodian

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

	<u>2009</u>	<u>2008</u>
Investments, at fair value	\$ 9,388,608	\$ 6,399,468
Participant loan interest	\$ 49,199	\$ 60,447
Net appreciation/(depreciation) in investments	\$ 1,899,523	\$ (2,739,207)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263

Plan Number 001

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 Value	(d) Cost	(e) Current Value
*	AIM Gold and Precious Metals Fund	Mutual Fund	N/A	\$ 2,214
*	AIM Small Cap Growth Fund	Mutual Fund	N/A	\$ 87,388
*	American Balanced Fund	Mutual Fund	N/A	\$ 920,983
*	American Balanced Fund R3	Mutual Fund	N/A	\$ 5,382
*	American Century Income & Growth Fund	Mutual Fund	N/A	\$ 1,601
*	AST Equity 500 Index Fund	Collective Investment Fund	N/A	\$ 771,663
*	Blackrock Energy and Resources Fund	Mutual Fund	N/A	\$ 1,054
*	Blackrock Healthcare Fund	Mutual Fund	N/A	\$ 18,385
*	BOA Fixed Rate Fund	General Account	N/A	\$ 557,977
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	\$ 25,772
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	\$ 7,369
*	Dreyfus Greater China Fund	Mutual Fund	N/A	\$ 4,780
*	Dryden Financial Services Fund	Mutual Fund	N/A	\$ 4,540
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	\$ 6,306
*	Europacific Growth Fund R3	Mutual Fund	N/A	\$ 177,794
*	Europacific Growth Fund R5	Mutual Fund	N/A	\$ 81,626
*	Federated Bond Fund	Mutual Fund	N/A	\$ 545,169
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	\$ 171,272
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	\$ 3,231
*	Franklin Small & Mid Cap Growth Fund	Mutual Fund	N/A	\$ 308,027
*	Gateway Fund	Mutual Fund	N/A	\$ 29,219
*	Growth Fund of America R5	Mutual Fund	N/A	\$ 903,356
*	Income Fund of America R3	Mutual Fund	N/A	\$ 40,843
*	Income Fund of America R5	Mutual Fund	N/A	\$ 18,632
*	Ivy High Income Fund	Mutual Fund	N/A	\$ 13,403
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	\$ 20,833
*	Janus Twenty Fund	Mutual Fund	N/A	\$ 1,380,997
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	\$ 22,410
*	Nationwide Government Bond Fund	Mutual Fund	N/A	\$ 258,932
*	Nationwide Money Market Fund	Mutual Fund	N/A	\$ 474,829
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	\$ 18,210
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	\$ 423,010
*	Oppenheimer Global Fund	Mutual Fund	N/A	\$ 814,216
*	Oppenheimer Strategic Income Fund	Mutual Fund	N/A	\$ 15,202
*	Pimco Low Duration Fund	Mutual Fund	N/A	\$ 34,099
*	Pimco Real Return Fund	Mutual Fund	N/A	\$ 20,057
*	Pimco Total Return Fund	Mutual Fund	N/A	\$ 42,765
*	Pioneer Emerging Markets Fund	Mutual Fund	N/A	\$ 6,631
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	\$ 12,509
*	Rydex/SGI All Cap Opportunity Fund	Mutual Fund	N/A	\$ 10,667
*	Seligman Global Technology Fund	Mutual Fund	N/A	\$ 12,296
*	Sentinel Government Securities Fund	Mutual Fund	N/A	\$ 34,837
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	\$ 683,661
*	Templeton Foreign Fund	Mutual Fund	N/A	\$ 6,684
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	\$ 26,134
*	Van Kampen Small Cap Growth Fund	Mutual Fund	N/A	\$ 5,041
*	WFAF Small Cap Value Fund	Mutual Fund	N/A	\$ 356,602
*	Participant Loans	Notes receivable (interest at 4.25%)	N/A	\$ 774,286
				<u>\$ 10,162,894</u>

* Party-in-interest to the Plan.

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITORS' REPORT

December 31, 2009

INDEX

	<u>Page</u>
Independent Auditors' Report	
Financial Statements:	
Statement of Net Assets Available for Benefits	2 - 3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5 - 13
Supplemental Schedule:	
Schedule of Assets Held for Investment Purposes at End of Year	14



INDEPENDENT AUDITORS' REPORT

Plan Administrator

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

We were engaged to audit the financial statements of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust as of December 31, 2009 and 2008, and for the years then ended, and the supplemental schedule as of December 31, 2009, as listed in the accompanying index. These financial statements 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 in Note 6, which was certified by Nationwide Life Insurance Company (the Custodian of the Plan), except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Custodian holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Custodian as of December 31, 2009 and 2008 and for the years then ended, that the information provided to the Plan Administrator by the Custodian is complete and accurate.

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

MEADEN & MOORE, LTD.
Certified Public Accountants

October 5, 2010
Cleveland, Ohio



Meaden & Moore, Ltd.

(A Meaden & Moore Company)

1100 Superior Avenue Suite 1100 Cleveland, Ohio 44114-2523 216-241-3272 FAX 216-771-4511
Akron Atlanta Charlotte Chicago Cleveland Columbus Los Angeles Naperville New York Orlando Phoenix Pittsburgh Wooster

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

	December 31	
	<u>2009</u>	<u>2008</u>
ASSETS		
Receivable - Employer contributions	\$ 64	\$ 23,149
Investments:		
AIM Energy Fund	-	2,423
AIM Gold and Precious Metals Fund	2,214	1,135
AIM Small Cap Growth Fund	87,388	49,951
American Balanced Fund	920,983	646,259
American Balanced Fund R3	5,382	2,366
American Century Income & Growth Fund	1,601	437
AST Equity 500 Index Fund	771,663	521,358
Blackrock Energy and Resources Fund	1,054	82
Blackrock Global Emerging Market Fund	-	3,647
Blackrock Healthcare Fund	18,385	14,739
BOA Fixed Rate Fund	557,977	624,326
Diamond Hill Small Cap Fund	25,772	28,864
Dreyfus Appreciation Fund	7,369	2,083
Dreyfus Greater China Fund	4,780	-
Dryden Financial Services Fund	4,540	7,611
Eaton Vance Floating Rate Fund	6,306	-
Europacific Growth Fund R3	177,794	113,733
Europacific Growth Fund R5	81,626	5,689
Federated Bond Fund	545,169	342,363
Fidelity Advisor Equity Income Fund	171,272	57,881
Fidelity Advisor Growth Opportunity Fund	3,231	1,898
Franklin Small & Mid Cap Growth Fund	308,027	156,607
Gateway Fund	29,219	-
Growth Fund of America R5	903,356	601,037
Income Fund of America R3	40,843	46,251
Income Fund of America R5	18,632	9,203
Ivy High Income Fund	13,403	14,408
Janus Advisor Perkins Mid Cap Value Fund	-	15,134
Janus Perkins Mid Cap Value Fund	20,833	-
Janus Twenty Fund	1,380,997	809,899
Jennison Mid Cap Growth Fund	22,410	14,285
Jennison Small Company Fund	-	1
Nationwide Government Bond Fund	258,932	206,867
Nationwide Money Market Fund	474,829	521,856

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

Nationwide S&P 500 Index Fund	18,210	5,560
Neuberger Berman Genesis Trust	423,010	341,075
New Perspective Fund	-	71
New World Fund R3	-	35
Oppenheimer Global Fund	814,216	532,988
Oppenheimer Strategic Income Fund	15,202	13,375
Pimco Low Duration Fund	34,099	25,827
Pimco Real Return Fund	20,057	-
Pimco Total Return Fund	42,765	26,725
Pioneer Emerging Markets Fund	6,631	-
Prudential Jennison Natural Resources Fund	12,509	-
Rydex/SGI All Cap Opportunity Fund	10,667	-
Seligman Global Technology Fund	12,296	11,715
Sentinel Government Securities Fund	34,837	-
T Rowe Price Mid Cap Value Fund	683,661	379,889
Templeton Foreign Fund	6,684	7
Van Kampen Equity and Income Fund	-	31,278
Van Kampen Growth & Income Fund	26,134	23,196
Van Kampen Small Cap Growth Fund	5,041	7,526
WFAF Small Cap Value Fund	356,602	177,808
Participant Loans	774,286	747,482
	<u>10,162,894</u>	<u>7,146,950</u>
Total Investments	10,162,894	7,146,950
	<u>10,162,958</u>	<u>7,170,099</u>
Total Assets	10,162,958	7,170,099
LIABILITIES	<u>-</u>	<u>-</u>
Net Assets Available for Benefits	<u>\$ 10,162,958</u>	<u>\$ 7,170,099</u>

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	<u>2009</u>	<u>2008</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employer	\$ 284,851	\$ 256,467
Employee	1,296,945	1,187,489
Rollover	54,022	13,703
Total Contributions	<u>1,635,818</u>	<u>1,457,659</u>
Investment Income/(Loss)		
Participant loan interest	49,199	60,447
Net appreciation/(depreciation) in investments	<u>1,899,523</u>	<u>(2,739,207)</u>
Total Investment Income/(Loss)	<u>1,948,722</u>	<u>(2,678,760)</u>
Deductions from Net Assets Attributed to:		
Benefits paid to participants	<u>591,681</u>	<u>550,095</u>
Net Increase (Decrease)	<u>2,992,859</u>	<u>(1,771,196)</u>
Net Assets Available for Benefits:		
Beginning of Year	<u>7,170,099</u>	<u>8,941,295</u>
End of Year	<u>\$ 10,162,958</u>	<u>\$ 7,170,099</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective June 30, 2008), and Apple Nevada, LLC (effective October 9, 2008).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

- a. Attainment of age of twenty-one years
- b. Not being a highly compensated employee as defined by the Internal Revenue Service
- c. Not being a leased employee
- d. Not being an hourly restaurant employee (this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan, Continued

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2009 and 2008.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

1 Description of Plan, Continued

Forfeitures:

Forfeited non-vested accounts totaled \$6,961 and \$8,458 as of December 31, 2009 and 2008, respectively. Future employer contributions will be reduced by these amounts.

Participants' Loans:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 Summary of Significant Accounting Policies

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

2 Summary of Significant Accounting Policies, Continued

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations. Loans are valued at cost which approximates fair value.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to \$43,885 and \$17,060 as of December 31, 2009 and 2008, respectively.

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 will become 100% vested in their accounts.

Risks and Uncertainties:

The Plan's investment include investments in mutual funds and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

2 Summary of Significant Accounting Policies, Continued

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 5, 2010, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Company utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Company utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Company is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

- * 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; and
 - * 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.
- * Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds and Collective Investment Fund:

The fair value of the mutual funds and collective investment fund are based on quoted market prices and are classified as a Level 1.

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

Participant Loans:

Loans to Plan participants are valued at cost plus accrued interest, which approximates fair value and are classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2009, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds				
Bond Funds	\$ 1,445,599	\$ -	\$ -	\$ 1,445,599
Capital Appreciation Funds	1,855,762	-	-	1,855,762
Growth Funds	4,757,607	-	-	4,757,607
Collective Investment Fund	771,663	-	-	771,663
General Account	-	-	557,977	557,977
Participant Loans	-	-	774,286	774,286
	<u>\$ 8,830,631</u>	<u>\$ -</u>	<u>\$ 1,332,263</u>	<u>\$ 10,162,894</u>

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2009:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)		
	General Account	Loans	Total
Beginning Balance	\$ -	\$ 747,482	\$ 747,482
Total realized/unrealized gains or losses included in changes in net assets	21,170	-	21,170
Purchases, issuances and settlements	(87,519)	26,804	(60,715)
Transfers in and/or out of Level 3	624,326	-	624,326
Ending Balance	<u>\$ 557,977</u>	<u>\$ 774,286</u>	<u>\$ 1,332,263</u>

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2008, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds				
Bond Funds	\$ 1,151,421	\$ -	\$ -	\$ 1,151,421
Capital Appreciation Funds	1,113,662	-	-	1,113,662
Growth Funds	2,988,701	-	-	2,988,701
Collective Investment Fund	521,358	-	-	521,358
General Account	624,326	-	-	624,326
Participant Loans	-	-	747,482	747,482
	<u>\$ 6,399,468</u>	<u>\$ -</u>	<u>\$ 747,482</u>	<u>\$ 7,146,950</u>

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

3 Fair Value Measurements, Continued

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2008:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)
	<u>Loans</u>
Beginning Balance	\$ 718,436
Purchases, issuances and settlements	<u>29,046</u>
Ending Balance	<u><u>\$ 747,482</u></u>

4 Tax Status

On October 30, 2002, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended; however, the Plan Administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	<u>2009</u>	<u>2008</u>
American Balanced Fund	\$ 920,983	\$ 646,259
AST Equity 500 Index Fund	\$ 771,663	\$ 521,358
BOA Fixed Rate Fund	\$ 557,977	\$ 624,326
Federated Bond Fund	\$ 545,169	NA
Growth Fund of America R5	\$ 903,356	\$ 601,037
Janus Twenty Fund	\$ 1,380,997	\$ 809,899
Nationwide Money Market Fund	NA	\$ 521,856
Oppenheimer Global Fund	\$ 814,216	\$ 532,988
T Rowe Price Mid Cap Value Fund	\$ 683,661	\$ 379,889

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC 401(k) Profit Sharing Plan and Trust

6 Information Prepared and Certified by Custodian

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

	<u>2009</u>	<u>2008</u>
Investments, at fair value	\$ 9,388,608	\$ 6,399,468
Participant loan interest	\$ 49,199	\$ 60,447
Net appreciation/(depreciation) in investments	\$ 1,899,523	\$ (2,739,207)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263

Plan Number 001

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 Value	(d) Cost	(e) Current Value
*	AIM Gold and Precious Metals Fund	Mutual Fund	N/A	\$ 2,214
*	AIM Small Cap Growth Fund	Mutual Fund	N/A	\$ 87,388
*	American Balanced Fund	Mutual Fund	N/A	\$ 920,983
*	American Balanced Fund R3	Mutual Fund	N/A	\$ 5,382
*	American Century Income & Growth Fund	Mutual Fund	N/A	\$ 1,601
*	AST Equity 500 Index Fund	Collective Investment Fund	N/A	\$ 771,663
*	Blackrock Energy and Resources Fund	Mutual Fund	N/A	\$ 1,054
*	Blackrock Healthcare Fund	Mutual Fund	N/A	\$ 18,385
*	BOA Fixed Rate Fund	General Account	N/A	\$ 557,977
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	\$ 25,772
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	\$ 7,369
*	Dreyfus Greater China Fund	Mutual Fund	N/A	\$ 4,780
*	Dryden Financial Services Fund	Mutual Fund	N/A	\$ 4,540
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	\$ 6,306
*	Europacific Growth Fund R3	Mutual Fund	N/A	\$ 177,794
*	Europacific Growth Fund R5	Mutual Fund	N/A	\$ 81,626
*	Federated Bond Fund	Mutual Fund	N/A	\$ 545,169
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	\$ 171,272
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	\$ 3,231
*	Franklin Small & Mid Cap Growth Fund	Mutual Fund	N/A	\$ 308,027
*	Gateway Fund	Mutual Fund	N/A	\$ 29,219
*	Growth Fund of America R5	Mutual Fund	N/A	\$ 903,356
*	Income Fund of America R3	Mutual Fund	N/A	\$ 40,843
*	Income Fund of America R5	Mutual Fund	N/A	\$ 18,632
*	Ivy High Income Fund	Mutual Fund	N/A	\$ 13,403
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	\$ 20,833
*	Janus Twenty Fund	Mutual Fund	N/A	\$ 1,380,997
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	\$ 22,410
*	Nationwide Government Bond Fund	Mutual Fund	N/A	\$ 258,932
*	Nationwide Money Market Fund	Mutual Fund	N/A	\$ 474,829
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	\$ 18,210
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	\$ 423,010
*	Oppenheimer Global Fund	Mutual Fund	N/A	\$ 814,216
*	Oppenheimer Strategic Income Fund	Mutual Fund	N/A	\$ 15,202
*	Pimco Low Duration Fund	Mutual Fund	N/A	\$ 34,099
*	Pimco Real Return Fund	Mutual Fund	N/A	\$ 20,057
*	Pimco Total Return Fund	Mutual Fund	N/A	\$ 42,765
*	Pioneer Emerging Markets Fund	Mutual Fund	N/A	\$ 6,631
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	\$ 12,509
*	Rydex/SGI All Cap Opportunity Fund	Mutual Fund	N/A	\$ 10,667
*	Seligman Global Technology Fund	Mutual Fund	N/A	\$ 12,296
*	Sentinel Government Securities Fund	Mutual Fund	N/A	\$ 34,837
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	\$ 683,661
*	Templeton Foreign Fund	Mutual Fund	N/A	\$ 6,684
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	\$ 26,134
*	Van Kampen Small Cap Growth Fund	Mutual Fund	N/A	\$ 5,041
*	WFAF Small Cap Value Fund	Mutual Fund	N/A	\$ 356,602
*	Participant Loans	Notes receivable (interest at 4.25%)	N/A	\$ 774,286
				<u>\$ 10,162,894</u>

* Party-in-interest to the Plan.