

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

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>THE JACOBS GROUP 401(K) PLAN II</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>10/01/1996</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>10/01/1996</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>				
1c Effective date of plan <u>10/01/1996</u>					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>JACOBS GROUP MANAGEMENT CO., INC.</u> <u>25425 CENTER RIDGE ROAD</u> <u>CLEVELAND, OH 44145-4122</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>34-1587817</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>440-871-4800</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>531110</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>34-1587817</u>	2c Sponsor's telephone number <u>440-871-4800</u>	2d Business code (see instructions) <u>531110</u>	
2b Employer Identification Number (EIN) <u>34-1587817</u>					
2c Sponsor's telephone number <u>440-871-4800</u>					
2d Business code (see instructions) <u>531110</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2010	KRISTINE MCGIVNEY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") JACOBS GROUP MANAGEMENT CO., INC. 25425 CENTER RIDGE ROAD CLEVELAND, OH 44145-4122	3b Administrator's EIN 34-1587817 3c Administrator's telephone number 440-871-4800
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	124
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	114
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	10
d Subtotal. Add lines 6a , 6b , and 6c	6d	124
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	124
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	46
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2E 2G 2J 2K 2F 3D 3H 2S

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

a Pension Schedules

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

b General Schedules

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

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 THE JACOBS GROUP 401(K) PLAN II	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 JACOBS GROUP MANAGEMENT CO., INC.	D Employer Identification Number (EIN) 34-1587817

Part I

Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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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)

PNC BANK, N.A.

25-1211909

(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?
25 59 60 63	TRUSTEE	0	Yes ☒ No ☐	Yes ☒ No ☐	0	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 ☐

(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
PNC BANK, N.A.	59 60 63	0
(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.
AIM SMALL CAP GROWTH 1555 PEACHTREE STREET, N.E. ATLANTA, GA 30309	5 BASIS POINTS ANNUALLY-59 25 BASIS POINTS ANNUALLY-60 25 BASIS POINTS ANNUALLY-63	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0
(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.
AMERICAN FUNDS - AMERICAN BALANCED 333 SOUTH HOPE STREET LOS ANGELES, CA 90071	10 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0
(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.
AMERICAN FUNDS - EUROPACIFIC GROWTH 333 SOUTH HOPE STREET LOS ANGELES, CA 90071	10 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63	

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
PNC BANK, N.A.	60 63	0
(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.	
AMERICAN FUNDS - THE GROWTH FUND OF 333 SOUTH HOPE STREET LOS ANGELES, CA 90071	10 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0
(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.	
AMERICAN FUNDS - WASHINGTON MUTUAL 333 SOUTH HOPE STREET LOS ANGELES, CA 90071	10 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60	0
(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.	
ARTISAN SMALL CAP FUND 875 E. WISCONSIN AVENUE, SUITE 800 MILWAUKEE, WI 53202	35 BASIS POINTS ANNUALLY-60	

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
PNC BANK, N.A.	60 63	0
(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.	
BLACKROCK INTERMEDIATE GOVERNMENT B 40 EAST 52ND STREET NEW YORK, NY 10022	20 BASIS POINTS ANNUALLY-60 25 BASIS POINTS ANNUALLY-63	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	59 60	0
(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.	
FEDERATED TOTAL RETURN BOND FUND FEDERATED INVESTORS TOWER PITTSBURGH, PA 15222	25 BASIS POINTS ANNUALLY-59 5 BASIS POINTS ANNUALLY-60	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FIDELITY ADVISOR MID CAP FUND 82 DEVONSHIRE ST. BOSTON, MA 02109	10 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63	

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
PNC BANK, N.A.	60 63	0

(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.
HARBOR INTERNATIONAL FUND 111 S WACKER DRIVE, 34TH FLOOR CHICAGO, IL 60606	18 BASIS POINTS ANNUALLY-60 25 BASIS POINTS ANNUALLY-63

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0

(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.
T. ROWE PRICE RETIREMENT 2010 FUND 100 EAST PRATT STREET BALTIMORE, MD 21202	15 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0

(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.
T. ROWE PRICE RETIREMENT 2020 FUND 100 EAST PRATT STREET BALTIMORE, MD 21202	15 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63

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
PNC BANK, N.A.	60 63	0

(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.
T. ROWE PRICE RETIREMENT 2030 FUND 100 EAST PRATT STREET BALTIMORE, MD 21202	15 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0

(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.
T. ROWE PRICE RETIREMENT 2040 FUND 100 EAST PRATT STREET BALTIMORE, MD 21202	15 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PNC BANK, N.A.	60 63	0

(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.
T. ROWE PRICE RETIREMENT 2050 FUND 100 EAST PRATT STREET BALTIMORE, MD 21202	15 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63

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
PNC BANK, N.A.	60 63	0

(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.
T. ROWE PRICE RETIREMENT INCOME FUN 100 EAST PRATT STREET BALTIMORE, MD 21202	15 BASIS POINTS ANNUALLY-60 50 BASIS POINTS ANNUALLY-63

(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.

(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 01/01/2009 and ending 12/31/2009		
A Name of plan THE JACOBS GROUP 401(K) PLAN II	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 JACOBS GROUP MANAGEMENT CO., INC.		
		D Employer Identification Number (EIN) 34-1587817

Part I	Asset and Liability Statement
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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)	1445	475
(2) Participant contributions	1b(2)	4285	1545
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	158727	120418
(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)		
(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)	323373	425608
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(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	487830	548046

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	487830	548046
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	26721	
(B) Participants	2a(1)(B)	85708	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		112429
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)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(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)	9296	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		9296
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	181087	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	180395	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		692

		(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)		68199
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		190616

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	90227	
(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)		90227
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		90227

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		100389
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		40173

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: DELOITTE & TOUCHE

(2) EIN: 13-3891517

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		10000000
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.			

- 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)
THE JACOBS GROUP 401(K) PLAN I	34-1587817	001

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>THE JACOBS GROUP 401(K) PLAN II</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>JACOBS GROUP MANAGEMENT CO., INC.</u>	D Employer Identification Number (EIN) <u>34-1587817</u>

Part I	Distributions
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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	<u>0</u>
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>25-1211909</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
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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
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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.
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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): _____

The Jacobs Group

401(k) Plan II

*Financial Statements as of December 31, 2009 and
2008 and for the Year Ended December 31, 2009,
Supplemental Schedule as of December 31, 2009,
and Independent Auditors' Report*

THE JACOBS GROUP 401(k) PLAN II

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Schedule H, Line 4i—Schedule of Assets (Held at End of Year) as of December 31, 2009	12
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Trustees of
The Jacobs Group 401(k) Plan II
Cleveland, Ohio

We were engaged to audit the financial statements and supplemental schedule of The Jacobs Group 401(k) Plan II (the "Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009, listed in the Table of Contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 7, which was certified by PNC Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee that the information as of December 31, 2009 and 2008 and for the year ended December 31, 2009, provided to the plan administrator by the trustee is complete and accurate.

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

Deloitte & Touche LLP

October 5, 2010

THE JACOBS GROUP 401(k) PLAN II

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS:		
Investments—at fair value	\$ 546,026	\$ 482,100
Contributions receivable:		
Participants	1,545	4,285
Employer	<u>475</u>	<u>1,445</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 548,046</u>	<u>\$ 487,830</u>

See accompanying notes to financial statements.

THE JACOBS GROUP 401(k) PLAN II

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2009

ADDITIONS:

Contributions:

Participants

\$ 85,708

Employer

26,721

Total contributions

112,429

Investment Income:

Net appreciation in fair value of investments

68,891

Dividends

9,296

Net investment income

78,187

TOTAL ADDITIONS

190,616

DEDUCTIONS

Benefits paid to participants

(90,227)

Transfer to The Jacobs Group 401(k) Plan I

(40,173)

TOTAL DEDUCTIONS

(130,400)

INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS

60,216

NET ASSETS AVAILABLE FOR BENEFITS—Beginning of year

487,830

NET ASSETS AVAILABLE FOR BENEFITS—End of year

\$ 548,046

See accompanying notes to financial statements.

THE JACOBS GROUP 401(k) PLAN II

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2009 AND 2008 AND FOR THE YEAR ENDED DECEMBER 31, 2009

1. DESCRIPTION OF THE PLAN

The following description of The Jacobs Group 401(k) Plan II (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General—On October 1, 1996, The Richard E. Jacobs Group and affiliated entities (the “Company”) established the Plan, which is a defined contribution plan, for information booth associates, housekeepers, and non-supervisory food court associates of the Company and affiliated entities. Information booth associates, housekeepers, and non-supervisory food court associates of the Company who have attained age 21 and have accumulated one year of continuous service with the Company, except employees of Jacobs Hospitality LLC who are performing services at the Pier House and are highly compensated employees and those who are covered by a collective bargaining agreement that does not specifically provide for coverage under the Plan, are eligible to become participants in the Plan. The account balances of participants of the Plan who change service positions and become ineligible under this Plan are transferred to The Jacobs Group 401(k) Plan I. Similarly, the account balances of participants of The Jacobs Group 401(k) Plan I who change service positions and become eligible under this Plan are transferred to this Plan. The Plan is administered by the Company, and PNC Bank, N.A. (the “Trustee”) serves as the Plan’s trustee. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Contributions—The Plan provides for contributions by participants through payroll deductions and for matching contributions by the Company. Each participating employee elects to enter into a written wage reduction agreement with the employer, thereby contributing to his/her participant account a percentage of compensation, as defined, which is limited to no more than 50% of eligible earnings (subject to Internal Revenue Code (“IRC”) limitations). Participant contributions are made on a before-tax basis or after-tax basis (Roth 401(k)) based on the participant’s election. Participants may change their contribution percentage and/or their allocation of amounts held in their Plan account, or future contributions, among the various investment funds not more than once every calendar quarter. The Plan also includes an automatic enrollment feature for new employees that become eligible to participate in the Plan.

The Company provides a matching contribution each bi-weekly pay period. The Company contributes 37.5% of the first 8% of compensation, as defined, that a participant contributes to the Plan.

Vesting and Benefits—Each participant is immediately and fully vested in all participant and employer contributions and earnings thereon. If a participant’s employment with the Company is terminated, the Plan permits benefits to be paid from the participant’s Plan account. Benefit payments are made in single-sum payments.

Participant Accounts—Each participant’s account is increased or decreased, as appropriate, with (a) the participant’s contribution, (b) the Company’s matching contribution, (c) net investment earnings or losses based on the participant’s account balance and composition, and (d) any benefits paid. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account balance.

Expenses—The expenses of administering the Plan are paid by the Company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting—The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”).

Use of Estimates—The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions to the Plan’s net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties—The Plan utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. 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 that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition—Investments are stated at fair value, which 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. Shares of mutual funds are valued at quoted market prices. Money market funds are stated at amortized cost, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

Payment of Benefits—Benefits are recorded when paid.

Transfers—Along with the Plan, the Company also sponsors a The Jacobs Group 401(k) Plan I for all employees of the Company that are not information booth associates, housekeepers, non-supervisory food court associates, or highly compensated employees of Jacobs Hospitality LLC performing services at the Pier House. If employees change their service position during the year, their account balances are transferred into the corresponding plan. For the year ended December 31, 2009, Plan transfers to The Jacobs Group 401(k) Plan I were \$40,173.

New Accounting Standards Adopted—The accounting standards initially adopted in the 2009 financial statements described below affected certain note disclosures but did not impact the statements of net assets available for benefits or the statement of changes of net assets available for benefits.

Accounting Standards Codification—The Financial Accounting Standards Board’s (“FASB’s”) Accounting Standards Codification (“ASC”) became effective on July 1, 2009. At that date, the ASC became FASB’s official source of authoritative GAAP applicable to all public and nonpublic nongovernmental entities, superseding existing guidance issued by the FASB, the American Institute of Certified Public Accountants, the Emerging Issues Task Force and other related literature. The FASB also issues Accounting Standards Updates (“ASU”). An ASU communicates amendments to the ASC. An ASU also provides information to help a user of GAAP understand how and why GAAP is changing and when the changes will be effective.

Subsequent Events—In May 2009, the FASB issued ASC 855 (originally issued as FASB Statement No. 165, *Subsequent Events*) to establish general standards of accounting for and disclosure of events that occur after the balance sheet date, but prior to the issuance of financial statements. ASC 855 provides guidance on when financial statements should be adjusted for subsequent events and requires companies to disclose subsequent events and the date through which subsequent events have been evaluated. ASC 855 is effective for periods ending after June 15, 2009.

For the year ended December 31, 2009, subsequent events were evaluated through October 5, 2010, the date the financial statements were available to be issued.

Updates to Fair Value Measurements and Disclosures—In 2009, FASB Staff Position 157-4, *Disclosures Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP), was issued and later codified into ASC 820, which expanded disclosures and required that major categories for debt and equity securities in the fair value hierarchy table be determined on the basis of the nature and risks of the investments. See Note 3 for the additional disclosures.

In September 2009, the FASB issued ASU No. 2009-12, *Fair Value Measurements and Disclosures: Investments in Certain Entities That Calculate Net Asset per Share (or Its Equivalent)* (“ASU 2009-12”), which amended ASC Subtopic 820-10, *Fair Value Measurements and Disclosures — Overall*. ASU No. 2009-12 is effective for the first reporting period ending after December 15, 2009. ASU No. 2009-12 expands the required disclosures for certain investments with a reported net asset value (NAV). ASU No. 2009-12 permits, as a practical expedient, an entity holding investments in certain entities that calculate net asset value per share or its equivalent for which the fair value is not readily determinable, to measure the fair value of such investments on the basis of that net asset value per share or its equivalent without adjustment. The ASU requires enhanced disclosures about the nature and risks of investments within its scope. Such disclosures include the nature of any restrictions on an investor’s ability to redeem its investments at the measurement date, any unfunded commitments, and the investment strategies of the investee. The Plan has adopted ASU No. 2009-12 on a prospective basis for the year ended December 31, 2009. Adoption did not have a material impact on the fair value determination and disclosure of applicable investments. The effect of the adoption of the ASU had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

New Accounting Standards to Be Adopted—In January 2010, the FASB issued ASU No. 2010-06, *Fair Value Measurements and Disclosures* (ASU No. 2010-06), which amends ASC 820 (originally issued as FASB Statement No. 157, *Fair Value Measurements*), adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU No. 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide information concerning purchases, sales, issuances, and settlements on a gross basis for investments categorized as Level 3 securities, which will be effective for fiscal years beginning after December 15, 2010. The Plan is currently evaluating the impact ASU No. 2010-06 will have on the financial statements.

3. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures*, established a single authoritative definition of fair value, set a framework for measuring fair value, and requires additional disclosures about fair value measurements. In accordance with ASC 820, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily

available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at December 31, 2009 and 2008.

In accordance with the update to ASC 820 (originally issued as FSP 157-4), the table below includes the categorization of the Plan's investments on the basis of the nature and risk of the investments at December 31, 2009.

	Active Markets for Identical Assets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Balanced funds	\$167,763	\$	\$	\$167,763
International stock funds	27,147			27,147
US stock funds	89,941			89,941
Taxable bond funds	84,051			84,051
Domestic equity fund	<u>56,706</u>	<u> </u>	<u> </u>	<u>56,706</u>
<i>Total mutual funds</i>	425,608			425,608
Money Market fund:	<u> </u>	<u>120,418</u>	<u> </u>	<u>120,418</u>
Total	<u>\$425,608</u>	<u>\$120,418</u>	<u>\$ </u>	<u>\$546,026</u>

The following table sets forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value at December 31, 2008:

	Fair Values at December 31, 2008 as Measured By			
Description	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual Funds	\$ 323,372	\$	\$	\$ 323,372
Money Market Fund	<u>158,728</u>	<u> </u>	<u> </u>	<u>158,728</u>
Total	<u>\$ 482,100</u>	<u>\$ </u>	<u>\$ </u>	<u>\$ 482,100</u>

The ownership interests in the money market fund in which the Plan invested at December 31, 2008 were publicly traded and the Plan's investment in the money market fund was classified as Level 1 under the fair value hierarchy. During the year ended December 31, 2009, the ownership structure of this money market fund was modified such that ownership interests are no longer publicly traded. Instead, purchases and redemptions of the interests in the money market fund are based upon a net asset value derived from the fair value of the underlying assets of the money market fund, most of which are publicly traded, and the Plan's respective ownership interest. Accordingly, the Plan's investment in the money market fund at December 31, 2009 is classified as Level 2 under the fair value hierarchy. The money market fund invests in a broad range of short-term, high quality, U.S. denominated instruments, including U.S. and foreign bank government, bank commercial and other obligations. The Plan has no redemption restrictions related to its investment in this money market fund.

4. INVESTMENTS (UNAUDITED)

The Plan provides for the establishment of various investment funds in which participants may invest at their discretion. The Trustee maintains separate accounts for each Plan participant and invests such participant's and employer's contributions, as directed by the participant, in one or more of the various investment funds managed by the Trustee.

Income generated from the investment funds is reinvested in the respective funds. Generally, participants are permitted to reallocate their account balances between the various investment funds no more than once per calendar quarter at their discretion.

The Plan does not permit the purchase of life insurance contracts or the issuance of loans to participants.

The Plan's investments that represented 5% or more of the Plan's net assets available for benefits as of December 31, 2009 and 2008 are as follows:

	2009	2008
BlackRock Money Market Inv A Fund (1)	\$ 120,418	\$ 158,728
Mutual Funds:		
American Balanced R3 Fund	92,336	69,488
BlackRock Intermediate Government Bond Portfolio, Class A Fund (1)		51,773
Fidelity Advisor Spartan US Equity Index Fund	56,706	51,219
Federated Total Return Bond Fund	59,705	47,665
T. Rowe 2020 Retirement Fund	57,348	33,916
American Growth Fund of America R3 Fund	42,076	25,166

(1) Represents a party-in-interest to the Plan.

During the year ended December 31, 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

BlackRock Money Market Inv A Fund (1)	\$ 269
Mutual Funds:	
AIM Small Cap Growth Fund	3,131
American Balanced R3 Fund	13,493
American EuroPacific Growth R3 Fund	5,322
American Growth Fund of America R3 Fund	9,900
American Washington Mutual Investments R3 Fund	2,410
Artisan Small Cap Growth Fund	2,317
BlackRock Intermediate Government Bond Portfolio, Class A Fund (1)	(82)
Federated Total Return Bond Fund	3,375
Fidelity Advisor Mid Cap Fund	3,049
Fidelity Advisor Spartan US Equity Index Fund	10,774
Harbor International Investor	90
T. Rowe 2010 Retirement Fund	1,896
T. Rowe 2020 Retirement Fund	12,503
T. Rowe 2030 Retirement Fund	42
T. Rowe 2040 Retirement Fund	619
T. Rowe 2050 Retirement Fund	1
T. Rowe Retirement Income Fund	(218)
Total net appreciation in fair value of investments	<u>\$ 68,891</u>

(1) Represents a party-in-interest to the Plan.

5. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to alter, suspend, or terminate the Plan at any time subject to the provisions set forth in ERISA. In the event of Plan termination, the Plan's assets will be distributed to the participants as permitted under federal law and the Plan document.

6. FEDERAL INCOME TAX STATUS

The Company has adopted a PNC Bank N.A. prototype plan document. The prototype document has received an opinion letter from the Internal Revenue Service dated March 31, 2008, that the prototype document as designed is in accordance with applicable regulations of the IRC. The Company and plan administrator believe that the Plan is currently designed and has operated in compliance with the applicable requirements of the IRC and accordingly is tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

7. INFORMATION CERTIFIED BY THE TRUSTEE (UNAUDITED)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2009 and 2008 and for the year ended December 31, 2009, included in the Plan's financial statements and supplemental schedule, that was prepared by PNC Bank, N.A., the trustee of the Plan, and furnished to the plan administrator. The plan administrator has obtained certifications from the Trustee that such information is complete and accurate:

Included in Statements of Net Assets Available for Benefits:	December 31	
	2009	2008
Investments:		
BlackRock Money Market Inv A Fund	\$ 120,418	\$ 158,728
Mutual Funds:		
AIM Small Cap Growth Fund	13,830	6,001
American Balanced R3 Fund	92,336	69,488
American EuroPacific Growth R3 Fund	25,761	11,590
American Growth Fund of America R3 Fund	42,076	25,166
American Washington Mutual Investments R3 Fund	13,251	2,057
Artisan Small Cap Growth Fund	8,801	1,152
BlackRock Intermediate Government Bond Portfolio, Class A Fund	24,346	51,773
Federated Total Return Bond Fund	59,705	47,655
Fidelity Advisor Mid Cap Fund	11,983	4,396
Fidelity Advisor Spartan US Equity Index Fund	56,706	-
Harbor International Investor	1,386	51,219
T. Rowe 2010 Retirement Fund	13,354	3,045
T. Rowe 2020 Retirement Fund	57,348	33,916
T. Rowe 2030 Retirement Fund	882	99
T. Rowe 2040 Retirement Fund	3,600	457
T. Rowe Retirement Income Fund	243	15,358
Total investments	<u>\$ 546,026</u>	<u>\$ 482,100</u>
Included in Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2009:		
Net appreciation in fair value of investments	\$ 68,891	
Dividends	\$ 9,296	

Note 4—All investment balances and investment information in the note.

Supplemental Schedule—All investment balances and information included in the schedule.

8. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

As of December 31, 2009 and 2008, the Plan had an investment in the BlackRock Money Market Inv A Fund and the BlackRock Intermediate Government Bond Portfolio, Class A Fund. The administrator of these funds is BlackRock, Inc. ("BlackRock"), a subsidiary of PNC Bank N.A., the Plan's trustee. Accordingly, the Plan's transactions with these funds qualify as exempt party-in-interest transactions. BlackRock's fees for administering the investment funds are offset against the overall rate of return generated by the funds for their various investors. The income from the funds recognized by the Plan during the year ended December 31, 2009 was \$1,458.

* * * * *

SUPPLEMENTAL SCHEDULE

THE JACOBS GROUP 401(k) PLAN II

SCHEDULE H, LINE 4i—SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 34-1587817—PLAN NO. 002

AS OF DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Cost**	Current Value
*	BlackRock Funds	Money Market Inv A Fund		\$ 120,418
	AIM Investments	Small Cap Growth Fund		13,830
	American Funds	American Balanced R3 Fund		92,336
	American Funds	EuroPacific Growth R3 Fund		25,761
	American Funds	Growth Fund of America R3 Fund		42,076
	American Funds	Washington Mutual Investments R3 Fund		13,251
	Artisan Funds	Small Cap Growth Fund		8,801
*	BlackRock Funds	Intermediate Government Bond Portfolio, Class A Fund		24,346
	Federated Funds	Total Return Bond Fund		59,705
	Fidelity Advisor Funds	Mid Cap Fund		11,983
	Fidelity Advisor Funds	Spartan US Equity Index Fund		56,706
	Harbor Funds	Harbor International Investor		1,386
	T. Rowe Price	2010 Retirement Fund		13,354
	T. Rowe Price	2020 Retirement Fund		57,348
	T. Rowe Price	2030 Retirement Fund		882
	T. Rowe Price	2040 Retirement Fund		3,600
	T. Rowe Price	Retirement Income Fund		243
				<u>\$ 546,026</u>

* Party-in-interest.

** Cost information is not required for participant-directed investments and therefore is not included.

The Jacobs Group 401(k) Plan II

*Financial Statements as of December 31, 2009 and
2008 and for the Year Ended December 31, 2009,
Supplemental Schedule as of December 31, 2009,
and Independent Auditors' Report*

THE JACOBS GROUP 401(k) PLAN II

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Notes to Financial Statements as of December 31, 2009 and 2008 and for the Year Ended December 31, 2009	4–10
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NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Trustees of
The Jacobs Group 401(k) Plan II
Cleveland, Ohio

We were engaged to audit the financial statements and supplemental schedule of The Jacobs Group 401(k) Plan II (the "Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009, listed in the Table of Contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 7, which was certified by PNC Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee that the information as of December 31, 2009 and 2008 and for the year ended December 31, 2009, provided to the plan administrator by the trustee is complete and accurate.

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

Deloitte & Touche LLP

October 5, 2010

THE JACOBS GROUP 401(k) PLAN II

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS:		
Investments—at fair value	\$ 546,026	\$ 482,100
Contributions receivable:		
Participants	1,545	4,285
Employer	<u>475</u>	<u>1,445</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 548,046</u>	<u>\$ 487,830</u>

See accompanying notes to financial statements.

THE JACOBS GROUP 401(k) PLAN II

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2009

ADDITIONS:

Contributions:

Participants	\$ 85,708
Employer	<u>26,721</u>

Total contributions 112,429

Investment Income:

Net appreciation in fair value of investments	68,891
Dividends	<u>9,296</u>

Net investment income 78,187

TOTAL ADDITIONS 190,616

DEDUCTIONS

Benefits paid to participants	(90,227)
Transfer to The Jacobs Group 401(k) Plan I	<u>(40,173)</u>

TOTAL DEDUCTIONS (130,400)

INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS 60,216

NET ASSETS AVAILABLE FOR BENEFITS—Beginning of year 487,830

NET ASSETS AVAILABLE FOR BENEFITS—End of year \$ 548,046

See accompanying notes to financial statements.

THE JACOBS GROUP 401(k) PLAN II

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2009 AND 2008 AND FOR THE YEAR ENDED DECEMBER 31, 2009

1. DESCRIPTION OF THE PLAN

The following description of The Jacobs Group 401(k) Plan II (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General—On October 1, 1996, The Richard E. Jacobs Group and affiliated entities (the “Company”) established the Plan, which is a defined contribution plan, for information booth associates, housekeepers, and non-supervisory food court associates of the Company and affiliated entities. Information booth associates, housekeepers, and non-supervisory food court associates of the Company who have attained age 21 and have accumulated one year of continuous service with the Company, except employees of Jacobs Hospitality LLC who are performing services at the Pier House and are highly compensated employees and those who are covered by a collective bargaining agreement that does not specifically provide for coverage under the Plan, are eligible to become participants in the Plan. The account balances of participants of the Plan who change service positions and become ineligible under this Plan are transferred to The Jacobs Group 401(k) Plan I. Similarly, the account balances of participants of The Jacobs Group 401(k) Plan I who change service positions and become eligible under this Plan are transferred to this Plan. The Plan is administered by the Company, and PNC Bank, N.A. (the “Trustee”) serves as the Plan’s trustee. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Contributions—The Plan provides for contributions by participants through payroll deductions and for matching contributions by the Company. Each participating employee elects to enter into a written wage reduction agreement with the employer, thereby contributing to his/her participant account a percentage of compensation, as defined, which is limited to no more than 50% of eligible earnings (subject to Internal Revenue Code (“IRC”) limitations). Participant contributions are made on a before-tax basis or after-tax basis (Roth 401(k)) based on the participant’s election. Participants may change their contribution percentage and/or their allocation of amounts held in their Plan account, or future contributions, among the various investment funds not more than once every calendar quarter. The Plan also includes an automatic enrollment feature for new employees that become eligible to participate in the Plan.

The Company provides a matching contribution each bi-weekly pay period. The Company contributes 37.5% of the first 8% of compensation, as defined, that a participant contributes to the Plan.

Vesting and Benefits—Each participant is immediately and fully vested in all participant and employer contributions and earnings thereon. If a participant’s employment with the Company is terminated, the Plan permits benefits to be paid from the participant’s Plan account. Benefit payments are made in single-sum payments.

Participant Accounts—Each participant’s account is increased or decreased, as appropriate, with (a) the participant’s contribution, (b) the Company’s matching contribution, (c) net investment earnings or losses based on the participant’s account balance and composition, and (d) any benefits paid. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account balance.

Expenses—The expenses of administering the Plan are paid by the Company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting—The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”).

Use of Estimates—The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions to the Plan’s net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties—The Plan utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. 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 that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition—Investments are stated at fair value, which 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. Shares of mutual funds are valued at quoted market prices. Money market funds are stated at amortized cost, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

Payment of Benefits—Benefits are recorded when paid.

Transfers—Along with the Plan, the Company also sponsors a The Jacobs Group 401(k) Plan I for all employees of the Company that are not information booth associates, housekeepers, non-supervisory food court associates, or highly compensated employees of Jacobs Hospitality LLC performing services at the Pier House. If employees change their service position during the year, their account balances are transferred into the corresponding plan. For the year ended December 31, 2009, Plan transfers to The Jacobs Group 401(k) Plan I were \$40,173.

New Accounting Standards Adopted—The accounting standards initially adopted in the 2009 financial statements described below affected certain note disclosures but did not impact the statements of net assets available for benefits or the statement of changes of net assets available for benefits.

Accounting Standards Codification—The Financial Accounting Standards Board’s (“FASB’s”) Accounting Standards Codification (“ASC”) became effective on July 1, 2009. At that date, the ASC became FASB’s official source of authoritative GAAP applicable to all public and nonpublic nongovernmental entities, superseding existing guidance issued by the FASB, the American Institute of Certified Public Accountants, the Emerging Issues Task Force and other related literature. The FASB also issues Accounting Standards Updates (“ASU”). An ASU communicates amendments to the ASC. An ASU also provides information to help a user of GAAP understand how and why GAAP is changing and when the changes will be effective.

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For the year ended December 31, 2009, subsequent events were evaluated through October 5, 2010, the date the financial statements were available to be issued.

Updates to Fair Value Measurements and Disclosures—In 2009, FASB Staff Position 157-4, *Disclosures Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP), was issued and later codified into ASC 820, which expanded disclosures and required that major categories for debt and equity securities in the fair value hierarchy table be determined on the basis of the nature and risks of the investments. See Note 3 for the additional disclosures.

In September 2009, the FASB issued ASU No. 2009-12, *Fair Value Measurements and Disclosures: Investments in Certain Entities That Calculate Net Asset per Share (or Its Equivalent)* (“ASU 2009-12”), which amended ASC Subtopic 820-10, *Fair Value Measurements and Disclosures — Overall*. ASU No. 2009-12 is effective for the first reporting period ending after December 15, 2009. ASU No. 2009-12 expands the required disclosures for certain investments with a reported net asset value (NAV). ASU No. 2009-12 permits, as a practical expedient, an entity holding investments in certain entities that calculate net asset value per share or its equivalent for which the fair value is not readily determinable, to measure the fair value of such investments on the basis of that net asset value per share or its equivalent without adjustment. The ASU requires enhanced disclosures about the nature and risks of investments within its scope. Such disclosures include the nature of any restrictions on an investor’s ability to redeem its investments at the measurement date, any unfunded commitments, and the investment strategies of the investee. The Plan has adopted ASU No. 2009-12 on a prospective basis for the year ended December 31, 2009. Adoption did not have a material impact on the fair value determination and disclosure of applicable investments. The effect of the adoption of the ASU had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

New Accounting Standards to Be Adopted—In January 2010, the FASB issued ASU No. 2010-06, *Fair Value Measurements and Disclosures* (ASU No. 2010-06), which amends ASC 820 (originally issued as FASB Statement No. 157, *Fair Value Measurements*), adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU No. 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide information concerning purchases, sales, issuances, and settlements on a gross basis for investments categorized as Level 3 securities, which will be effective for fiscal years beginning after December 15, 2010. The Plan is currently evaluating the impact ASU No. 2010-06 will have on the financial statements.

3. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures*, established a single authoritative definition of fair value, set a framework for measuring fair value, and requires additional disclosures about fair value measurements. In accordance with ASC 820, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily

available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at December 31, 2009 and 2008.

In accordance with the update to ASC 820 (originally issued as FSP 157-4), the table below includes the categorization of the Plan's investments on the basis of the nature and risk of the investments at December 31, 2009.

	Active Markets for Identical Assets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Balanced funds	\$167,763	\$	\$	\$167,763
International stock funds	27,147			27,147
US stock funds	89,941			89,941
Taxable bond funds	84,051			84,051
Domestic equity fund	<u>56,706</u>	<u> </u>	<u> </u>	<u>56,706</u>
<i>Total mutual funds</i>	425,608			425,608
Money Market fund:	<u> </u>	<u>120,418</u>	<u> </u>	<u>120,418</u>
Total	<u>\$425,608</u>	<u>\$120,418</u>	<u>\$ </u>	<u>\$546,026</u>

The following table sets forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value at December 31, 2008:

	Fair Values at December 31, 2008 as Measured By			
Description	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual Funds	\$ 323,372	\$	\$	\$ 323,372
Money Market Fund	<u>158,728</u>	<u> </u>	<u> </u>	<u>158,728</u>
Total	<u>\$ 482,100</u>	<u>\$ </u>	<u>\$ </u>	<u>\$ 482,100</u>

The ownership interests in the money market fund in which the Plan invested at December 31, 2008 were publicly traded and the Plan's investment in the money market fund was classified as Level 1 under the fair value hierarchy. During the year ended December 31, 2009, the ownership structure of this money market fund was modified such that ownership interests are no longer publicly traded. Instead, purchases and redemptions of the interests in the money market fund are based upon a net asset value derived from the fair value of the underlying assets of the money market fund, most of which are publicly traded, and the Plan's respective ownership interest. Accordingly, the Plan's investment in the money market fund at December 31, 2009 is classified as Level 2 under the fair value hierarchy. The money market fund invests in a broad range of short-term, high quality, U.S. denominated instruments, including U.S. and foreign bank government, bank commercial and other obligations. The Plan has no redemption restrictions related to its investment in this money market fund.

4. INVESTMENTS (UNAUDITED)

The Plan provides for the establishment of various investment funds in which participants may invest at their discretion. The Trustee maintains separate accounts for each Plan participant and invests such participant's and employer's contributions, as directed by the participant, in one or more of the various investment funds managed by the Trustee.

Income generated from the investment funds is reinvested in the respective funds. Generally, participants are permitted to reallocate their account balances between the various investment funds no more than once per calendar quarter at their discretion.

The Plan does not permit the purchase of life insurance contracts or the issuance of loans to participants.

The Plan's investments that represented 5% or more of the Plan's net assets available for benefits as of December 31, 2009 and 2008 are as follows:

	2009	2008
BlackRock Money Market Inv A Fund (1)	\$ 120,418	\$ 158,728
Mutual Funds:		
American Balanced R3 Fund	92,336	69,488
BlackRock Intermediate Government Bond Portfolio, Class A Fund (1)		51,773
Fidelity Advisor Spartan US Equity Index Fund	56,706	51,219
Federated Total Return Bond Fund	59,705	47,665
T. Rowe 2020 Retirement Fund	57,348	33,916
American Growth Fund of America R3 Fund	42,076	25,166

(1) Represents a party-in-interest to the Plan.

During the year ended December 31, 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

BlackRock Money Market Inv A Fund (1)	\$ 269
Mutual Funds:	
AIM Small Cap Growth Fund	3,131
American Balanced R3 Fund	13,493
American EuroPacific Growth R3 Fund	5,322
American Growth Fund of America R3 Fund	9,900
American Washington Mutual Investments R3 Fund	2,410
Artisan Small Cap Growth Fund	2,317
BlackRock Intermediate Government Bond Portfolio, Class A Fund (1)	(82)
Federated Total Return Bond Fund	3,375
Fidelity Advisor Mid Cap Fund	3,049
Fidelity Advisor Spartan US Equity Index Fund	10,774
Harbor International Investor	90
T. Rowe 2010 Retirement Fund	1,896
T. Rowe 2020 Retirement Fund	12,503
T. Rowe 2030 Retirement Fund	42
T. Rowe 2040 Retirement Fund	619
T. Rowe 2050 Retirement Fund	1
T. Rowe Retirement Income Fund	(218)
Total net appreciation in fair value of investments	<u>\$ 68,891</u>

(1) Represents a party-in-interest to the Plan.

5. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to alter, suspend, or terminate the Plan at any time subject to the provisions set forth in ERISA. In the event of Plan termination, the Plan's assets will be distributed to the participants as permitted under federal law and the Plan document.

6. FEDERAL INCOME TAX STATUS

The Company has adopted a PNC Bank N.A. prototype plan document. The prototype document has received an opinion letter from the Internal Revenue Service dated March 31, 2008, that the prototype document as designed is in accordance with applicable regulations of the IRC. The Company and plan administrator believe that the Plan is currently designed and has operated in compliance with the applicable requirements of the IRC and accordingly is tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

7. INFORMATION CERTIFIED BY THE TRUSTEE (UNAUDITED)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2009 and 2008 and for the year ended December 31, 2009, included in the Plan's financial statements and supplemental schedule, that was prepared by PNC Bank, N.A., the trustee of the Plan, and furnished to the plan administrator. The plan administrator has obtained certifications from the Trustee that such information is complete and accurate:

Included in Statements of Net Assets Available for Benefits:	December 31	
	2009	2008
Investments:		
BlackRock Money Market Inv A Fund	\$ 120,418	\$ 158,728
Mutual Funds:		
AIM Small Cap Growth Fund	13,830	6,001
American Balanced R3 Fund	92,336	69,488
American EuroPacific Growth R3 Fund	25,761	11,590
American Growth Fund of America R3 Fund	42,076	25,166
American Washington Mutual Investments R3 Fund	13,251	2,057
Artisan Small Cap Growth Fund	8,801	1,152
BlackRock Intermediate Government Bond Portfolio, Class A Fund	24,346	51,773
Federated Total Return Bond Fund	59,705	47,655
Fidelity Advisor Mid Cap Fund	11,983	4,396
Fidelity Advisor Spartan US Equity Index Fund	56,706	-
Harbor International Investor	1,386	51,219
T. Rowe 2010 Retirement Fund	13,354	3,045
T. Rowe 2020 Retirement Fund	57,348	33,916
T. Rowe 2030 Retirement Fund	882	99
T. Rowe 2040 Retirement Fund	3,600	457
T. Rowe Retirement Income Fund	243	15,358
Total investments	<u>\$ 546,026</u>	<u>\$ 482,100</u>
Included in Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2009:		
Net appreciation in fair value of investments	\$ 68,891	
Dividends	\$ 9,296	

Note 4—All investment balances and investment information in the note.

Supplemental Schedule—All investment balances and information included in the schedule.

8. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

As of December 31, 2009 and 2008, the Plan had an investment in the BlackRock Money Market Inv A Fund and the BlackRock Intermediate Government Bond Portfolio, Class A Fund. The administrator of these funds is BlackRock, Inc. ("BlackRock"), a subsidiary of PNC Bank N.A., the Plan's trustee. Accordingly, the Plan's transactions with these funds qualify as exempt party-in-interest transactions. BlackRock's fees for administering the investment funds are offset against the overall rate of return generated by the funds for their various investors. The income from the funds recognized by the Plan during the year ended December 31, 2009 was \$1,458.

* * * * *

SUPPLEMENTAL SCHEDULE

THE JACOBS GROUP 401(k) PLAN II

SCHEDULE H, LINE 4i—SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 34-1587817—PLAN NO. 002

AS OF DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Cost**	Current Value
*	BlackRock Funds	Money Market Inv A Fund		\$ 120,418
	AIM Investments	Small Cap Growth Fund		13,830
	American Funds	American Balanced R3 Fund		92,336
	American Funds	EuroPacific Growth R3 Fund		25,761
	American Funds	Growth Fund of America R3 Fund		42,076
	American Funds	Washington Mutual Investments R3 Fund		13,251
	Artisan Funds	Small Cap Growth Fund		8,801
*	BlackRock Funds	Intermediate Government Bond Portfolio, Class A Fund		24,346
	Federated Funds	Total Return Bond Fund		59,705
	Fidelity Advisor Funds	Mid Cap Fund		11,983
	Fidelity Advisor Funds	Spartan US Equity Index Fund		56,706
	Harbor Funds	Harbor International Investor		1,386
	T. Rowe Price	2010 Retirement Fund		13,354
	T. Rowe Price	2020 Retirement Fund		57,348
	T. Rowe Price	2030 Retirement Fund		882
	T. Rowe Price	2040 Retirement Fund		3,600
	T. Rowe Price	Retirement Income Fund		243
				<u>\$ 546,026</u>

* Party-in-interest.

** Cost information is not required for participant-directed investments and therefore is not included.

The Jacobs Group 401(k) Plan II

*Financial Statements as of December 31, 2009 and
2008 and for the Year Ended December 31, 2009,
Supplemental Schedule as of December 31, 2009,
and Independent Auditors' Report*

THE JACOBS GROUP 401(k) PLAN II

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

INDEPENDENT AUDITORS' REPORT

To the Trustees of
The Jacobs Group 401(k) Plan II
Cleveland, Ohio

We were engaged to audit the financial statements and supplemental schedule of The Jacobs Group 401(k) Plan II (the "Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009, listed in the Table of Contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 7, which was certified by PNC Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee that the information as of December 31, 2009 and 2008 and for the year ended December 31, 2009, provided to the plan administrator by the trustee is complete and accurate.

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

Deloitte & Touche LLP

October 5, 2010

THE JACOBS GROUP 401(k) PLAN II

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS:		
Investments—at fair value	\$ 546,026	\$ 482,100
Contributions receivable:		
Participants	1,545	4,285
Employer	<u>475</u>	<u>1,445</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 548,046</u>	<u>\$ 487,830</u>

See accompanying notes to financial statements.

THE JACOBS GROUP 401(k) PLAN II

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2009

ADDITIONS:

Contributions:

Participants

\$ 85,708

Employer

26,721

Total contributions

112,429

Investment Income:

Net appreciation in fair value of investments

68,891

Dividends

9,296

Net investment income

78,187

TOTAL ADDITIONS

190,616

DEDUCTIONS

Benefits paid to participants

(90,227)

Transfer to The Jacobs Group 401(k) Plan I

(40,173)

TOTAL DEDUCTIONS

(130,400)

INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS

60,216

NET ASSETS AVAILABLE FOR BENEFITS—Beginning of year

487,830

NET ASSETS AVAILABLE FOR BENEFITS—End of year

\$ 548,046

See accompanying notes to financial statements.

THE JACOBS GROUP 401(k) PLAN II

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2009 AND 2008 AND FOR THE YEAR ENDED DECEMBER 31, 2009

1. DESCRIPTION OF THE PLAN

The following description of The Jacobs Group 401(k) Plan II (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General—On October 1, 1996, The Richard E. Jacobs Group and affiliated entities (the “Company”) established the Plan, which is a defined contribution plan, for information booth associates, housekeepers, and non-supervisory food court associates of the Company and affiliated entities. Information booth associates, housekeepers, and non-supervisory food court associates of the Company who have attained age 21 and have accumulated one year of continuous service with the Company, except employees of Jacobs Hospitality LLC who are performing services at the Pier House and are highly compensated employees and those who are covered by a collective bargaining agreement that does not specifically provide for coverage under the Plan, are eligible to become participants in the Plan. The account balances of participants of the Plan who change service positions and become ineligible under this Plan are transferred to The Jacobs Group 401(k) Plan I. Similarly, the account balances of participants of The Jacobs Group 401(k) Plan I who change service positions and become eligible under this Plan are transferred to this Plan. The Plan is administered by the Company, and PNC Bank, N.A. (the “Trustee”) serves as the Plan’s trustee. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Contributions—The Plan provides for contributions by participants through payroll deductions and for matching contributions by the Company. Each participating employee elects to enter into a written wage reduction agreement with the employer, thereby contributing to his/her participant account a percentage of compensation, as defined, which is limited to no more than 50% of eligible earnings (subject to Internal Revenue Code (“IRC”) limitations). Participant contributions are made on a before-tax basis or after-tax basis (Roth 401(k)) based on the participant’s election. Participants may change their contribution percentage and/or their allocation of amounts held in their Plan account, or future contributions, among the various investment funds not more than once every calendar quarter. The Plan also includes an automatic enrollment feature for new employees that become eligible to participate in the Plan.

The Company provides a matching contribution each bi-weekly pay period. The Company contributes 37.5% of the first 8% of compensation, as defined, that a participant contributes to the Plan.

Vesting and Benefits—Each participant is immediately and fully vested in all participant and employer contributions and earnings thereon. If a participant’s employment with the Company is terminated, the Plan permits benefits to be paid from the participant’s Plan account. Benefit payments are made in single-sum payments.

Participant Accounts—Each participant’s account is increased or decreased, as appropriate, with (a) the participant’s contribution, (b) the Company’s matching contribution, (c) net investment earnings or losses based on the participant’s account balance and composition, and (d) any benefits paid. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account balance.

Expenses—The expenses of administering the Plan are paid by the Company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting—The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”).

Use of Estimates—The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions to the Plan’s net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties—The Plan utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. 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 that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition—Investments are stated at fair value, which 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. Shares of mutual funds are valued at quoted market prices. Money market funds are stated at amortized cost, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

Payment of Benefits—Benefits are recorded when paid.

Transfers—Along with the Plan, the Company also sponsors a The Jacobs Group 401(k) Plan I for all employees of the Company that are not information booth associates, housekeepers, non-supervisory food court associates, or highly compensated employees of Jacobs Hospitality LLC performing services at the Pier House. If employees change their service position during the year, their account balances are transferred into the corresponding plan. For the year ended December 31, 2009, Plan transfers to The Jacobs Group 401(k) Plan I were \$40,173.

New Accounting Standards Adopted—The accounting standards initially adopted in the 2009 financial statements described below affected certain note disclosures but did not impact the statements of net assets available for benefits or the statement of changes of net assets available for benefits.

Accounting Standards Codification—The Financial Accounting Standards Board’s (“FASB’s”) Accounting Standards Codification (“ASC”) became effective on July 1, 2009. At that date, the ASC became FASB’s official source of authoritative GAAP applicable to all public and nonpublic nongovernmental entities, superseding existing guidance issued by the FASB, the American Institute of Certified Public Accountants, the Emerging Issues Task Force and other related literature. The FASB also issues Accounting Standards Updates (“ASU”). An ASU communicates amendments to the ASC. An ASU also provides information to help a user of GAAP understand how and why GAAP is changing and when the changes will be effective.

Subsequent Events—In May 2009, the FASB issued ASC 855 (originally issued as FASB Statement No. 165, *Subsequent Events*) to establish general standards of accounting for and disclosure of events that occur after the balance sheet date, but prior to the issuance of financial statements. ASC 855 provides guidance on when financial statements should be adjusted for subsequent events and requires companies to disclose subsequent events and the date through which subsequent events have been evaluated. ASC 855 is effective for periods ending after June 15, 2009.

For the year ended December 31, 2009, subsequent events were evaluated through October 5, 2010, the date the financial statements were available to be issued.

Updates to Fair Value Measurements and Disclosures—In 2009, FASB Staff Position 157-4, *Disclosures Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP), was issued and later codified into ASC 820, which expanded disclosures and required that major categories for debt and equity securities in the fair value hierarchy table be determined on the basis of the nature and risks of the investments. See Note 3 for the additional disclosures.

In September 2009, the FASB issued ASU No. 2009-12, *Fair Value Measurements and Disclosures: Investments in Certain Entities That Calculate Net Asset per Share (or Its Equivalent)* (“ASU 2009-12”), which amended ASC Subtopic 820-10, *Fair Value Measurements and Disclosures — Overall*. ASU No. 2009-12 is effective for the first reporting period ending after December 15, 2009. ASU No. 2009-12 expands the required disclosures for certain investments with a reported net asset value (NAV). ASU No. 2009-12 permits, as a practical expedient, an entity holding investments in certain entities that calculate net asset value per share or its equivalent for which the fair value is not readily determinable, to measure the fair value of such investments on the basis of that net asset value per share or its equivalent without adjustment. The ASU requires enhanced disclosures about the nature and risks of investments within its scope. Such disclosures include the nature of any restrictions on an investor’s ability to redeem its investments at the measurement date, any unfunded commitments, and the investment strategies of the investee. The Plan has adopted ASU No. 2009-12 on a prospective basis for the year ended December 31, 2009. Adoption did not have a material impact on the fair value determination and disclosure of applicable investments. The effect of the adoption of the ASU had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

New Accounting Standards to Be Adopted—In January 2010, the FASB issued ASU No. 2010-06, *Fair Value Measurements and Disclosures* (ASU No. 2010-06), which amends ASC 820 (originally issued as FASB Statement No. 157, *Fair Value Measurements*), adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU No. 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide information concerning purchases, sales, issuances, and settlements on a gross basis for investments categorized as Level 3 securities, which will be effective for fiscal years beginning after December 15, 2010. The Plan is currently evaluating the impact ASU No. 2010-06 will have on the financial statements.

3. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures*, established a single authoritative definition of fair value, set a framework for measuring fair value, and requires additional disclosures about fair value measurements. In accordance with ASC 820, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily

available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at December 31, 2009 and 2008.

In accordance with the update to ASC 820 (originally issued as FSP 157-4), the table below includes the categorization of the Plan's investments on the basis of the nature and risk of the investments at December 31, 2009.

	Active Markets for Identical Assets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Balanced funds	\$167,763	\$	\$	\$167,763
International stock funds	27,147			27,147
US stock funds	89,941			89,941
Taxable bond funds	84,051			84,051
Domestic equity fund	<u>56,706</u>	<u> </u>	<u> </u>	<u>56,706</u>
<i>Total mutual funds</i>	425,608			425,608
Money Market fund:	<u> </u>	<u>120,418</u>	<u> </u>	<u>120,418</u>
Total	<u>\$425,608</u>	<u>\$120,418</u>	<u>\$ </u>	<u>\$546,026</u>

The following table sets forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value at December 31, 2008:

	Fair Values at December 31, 2008 as Measured By			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Description				
Mutual Funds	\$ 323,372	\$	\$	\$ 323,372
Money Market Fund	<u>158,728</u>	<u> </u>	<u> </u>	<u>158,728</u>
Total	<u>\$ 482,100</u>	<u>\$ </u>	<u>\$ </u>	<u>\$ 482,100</u>

The ownership interests in the money market fund in which the Plan invested at December 31, 2008 were publicly traded and the Plan's investment in the money market fund was classified as Level 1 under the fair value hierarchy. During the year ended December 31, 2009, the ownership structure of this money market fund was modified such that ownership interests are no longer publicly traded. Instead, purchases and redemptions of the interests in the money market fund are based upon a net asset value derived from the fair value of the underlying assets of the money market fund, most of which are publicly traded, and the Plan's respective ownership interest. Accordingly, the Plan's investment in the money market fund at December 31, 2009 is classified as Level 2 under the fair value hierarchy. The money market fund invests in a broad range of short-term, high quality, U.S. denominated instruments, including U.S. and foreign bank government, bank commercial and other obligations. The Plan has no redemption restrictions related to its investment in this money market fund.

4. INVESTMENTS (UNAUDITED)

The Plan provides for the establishment of various investment funds in which participants may invest at their discretion. The Trustee maintains separate accounts for each Plan participant and invests such participant's and employer's contributions, as directed by the participant, in one or more of the various investment funds managed by the Trustee.

Income generated from the investment funds is reinvested in the respective funds. Generally, participants are permitted to reallocate their account balances between the various investment funds no more than once per calendar quarter at their discretion.

The Plan does not permit the purchase of life insurance contracts or the issuance of loans to participants.

The Plan's investments that represented 5% or more of the Plan's net assets available for benefits as of December 31, 2009 and 2008 are as follows:

	2009	2008
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Fidelity Advisor Spartan US Equity Index Fund	56,706	51,219
Federated Total Return Bond Fund	59,705	47,665
T. Rowe 2020 Retirement Fund	57,348	33,916
American Growth Fund of America R3 Fund	42,076	25,166

(1) Represents a party-in-interest to the Plan.

During the year ended December 31, 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

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American Balanced R3 Fund	13,493
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American Growth Fund of America R3 Fund	9,900
American Washington Mutual Investments R3 Fund	2,410
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T. Rowe 2020 Retirement Fund	12,503
T. Rowe 2030 Retirement Fund	42
T. Rowe 2040 Retirement Fund	619
T. Rowe 2050 Retirement Fund	1
T. Rowe Retirement Income Fund	(218)
Total net appreciation in fair value of investments	<u>\$ 68,891</u>

(1) Represents a party-in-interest to the Plan.

5. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to alter, suspend, or terminate the Plan at any time subject to the provisions set forth in ERISA. In the event of Plan termination, the Plan's assets will be distributed to the participants as permitted under federal law and the Plan document.

6. FEDERAL INCOME TAX STATUS

The Company has adopted a PNC Bank N.A. prototype plan document. The prototype document has received an opinion letter from the Internal Revenue Service dated March 31, 2008, that the prototype document as designed is in accordance with applicable regulations of the IRC. The Company and plan administrator believe that the Plan is currently designed and has operated in compliance with the applicable requirements of the IRC and accordingly is tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

7. INFORMATION CERTIFIED BY THE TRUSTEE (UNAUDITED)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2009 and 2008 and for the year ended December 31, 2009, included in the Plan's financial statements and supplemental schedule, that was prepared by PNC Bank, N.A., the trustee of the Plan, and furnished to the plan administrator. The plan administrator has obtained certifications from the Trustee that such information is complete and accurate:

Included in Statements of Net Assets Available for Benefits:	December 31	
	2009	2008
Investments:		
BlackRock Money Market Inv A Fund	\$ 120,418	\$ 158,728
Mutual Funds:		
AIM Small Cap Growth Fund	13,830	6,001
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T. Rowe 2030 Retirement Fund	882	99
T. Rowe 2040 Retirement Fund	3,600	457
T. Rowe Retirement Income Fund	243	15,358
Total investments	<u>\$ 546,026</u>	<u>\$ 482,100</u>
Included in Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2009:		
Net appreciation in fair value of investments	\$ 68,891	
Dividends	\$ 9,296	

Note 4—All investment balances and investment information in the note.

Supplemental Schedule—All investment balances and information included in the schedule.

8. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

As of December 31, 2009 and 2008, the Plan had an investment in the BlackRock Money Market Inv A Fund and the BlackRock Intermediate Government Bond Portfolio, Class A Fund. The administrator of these funds is BlackRock, Inc. ("BlackRock"), a subsidiary of PNC Bank N.A., the Plan's trustee. Accordingly, the Plan's transactions with these funds qualify as exempt party-in-interest transactions. BlackRock's fees for administering the investment funds are offset against the overall rate of return generated by the funds for their various investors. The income from the funds recognized by the Plan during the year ended December 31, 2009 was \$1,458.

* * * * *

SUPPLEMENTAL SCHEDULE

THE JACOBS GROUP 401(k) PLAN II

SCHEDULE H, LINE 4i—SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 34-1587817—PLAN NO. 002

AS OF DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Cost**	Current Value
*	BlackRock Funds	Money Market Inv A Fund		\$ 120,418
	AIM Investments	Small Cap Growth Fund		13,830
	American Funds	American Balanced R3 Fund		92,336
	American Funds	EuroPacific Growth R3 Fund		25,761
	American Funds	Growth Fund of America R3 Fund		42,076
	American Funds	Washington Mutual Investments R3 Fund		13,251
	Artisan Funds	Small Cap Growth Fund		8,801
*	BlackRock Funds	Intermediate Government Bond Portfolio, Class A Fund		24,346
	Federated Funds	Total Return Bond Fund		59,705
	Fidelity Advisor Funds	Mid Cap Fund		11,983
	Fidelity Advisor Funds	Spartan US Equity Index Fund		56,706
	Harbor Funds	Harbor International Investor		1,386
	T. Rowe Price	2010 Retirement Fund		13,354
	T. Rowe Price	2020 Retirement Fund		57,348
	T. Rowe Price	2030 Retirement Fund		882
	T. Rowe Price	2040 Retirement Fund		3,600
	T. Rowe Price	Retirement Income Fund		243
				<u>\$ 546,026</u>

* Party-in-interest.

** Cost information is not required for participant-directed investments and therefore is not included.