Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2009

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
T.B. PENICK AND SONS, INC. EMPLOYEE PENSION BENEFIT PLAN

1b Three-digit plan number (PN) ▶ 005

1c Effective date of plan 12/01/1988

2a Plan sponsor's name and address (employer, if for a single-employer plan)
(Address should include room or suite no.)
T.B. PENICK & SONS, INC.

9747 OLSON DRIVE
SAN DIEGO, CA 92121

2b Employer Identification Number (EIN)
95-2056465

2c Sponsor's telephone number
858-558-1800

2d Business code (see instructions)
238900

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	MARC E. PENICK
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
TRUSTEES OF THE ASSOCIATED GENERAL CONTRACTORS OF AMERICA SD CHAP INC.

404 CAMINO DEL RIO SOUTH, SUITE 608
SAN DIEGO, CA 92108

3b Administrator's EIN
95-2889854

3c Administrator's telephone number
619-683-2101

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	1382
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**	412
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	170
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	582
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	582
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	366
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2C 3D 2F

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2009** **This Form is Open to Public Inspection.**

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

A Name of plan
T.B. PENICK AND SONS, INC. EMPLOYEE PENSION BENEFIT PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
T.B. PENICK & SONS, INC.

D Employer Identification Number (EIN)
95-2056465

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)

AGC RETIREMENT TRUST

95-2889854

(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?
21	TRUSTEE (CORPORATE)	34788	Yes [ ] No [X]	Yes [ ] No [X]	0	Yes [ ] No [X]

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

NWQ

(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?
26	INVESTMENT MANAGER	5855	Yes [ ] No [X]	Yes [ ] No [X]	0	Yes [ ] No [X]

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(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.	

(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

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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
T.B. PENICK AND SONS, INC. EMPLOYEE PENSION BENEFIT PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
T.B. PENICK & SONS, INC.

D Employer Identification Number (EIN)
95-2056465

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	11274	9031
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	21100	26944
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	1312	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	114083	80148
(2) U.S. Government securities	1c(2)	335767	354492
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	400409	376224
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	1396764	1637413
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	0	0
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	779113	737736
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	3059822	3221988
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	3576	9617
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through1j)	1k	3576	9617
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	3056246	3212371

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)	302130	
(B) Participants	2a(1)(B)	0	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	-499	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		301631
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	31457	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		31457
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	24327	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	0	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		24327
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	75025	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		75025

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	326224	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		326224
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		130652
c Other income	2c		700
d Total income. Add all **income** amounts in column (b) and enter total	2d		890016
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	680156	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		680156
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	34788	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	18947	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		53735
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		733891
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		156125
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

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) [X] 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 [X] No

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

(1) Name: MOSS ADAMS, LLP (2) EIN: 91-0189318

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

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

A Name of plan
T.B. PENICK AND SONS, INC. EMPLOYEE PENSION BENEFIT PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
T.B. PENICK & SONS, INC.

D Employer Identification Number (EIN)
95-2056465

Part I Distributions

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

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

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

EIN(s): 33-6297103

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

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

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

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

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

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

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

6 **a** Enter the minimum required contribution for this plan year **6a** 302130

b Enter the amount contributed by the employer to the plan for this plan year **6b** 302130

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

INDEPENDENT AUDITOR'S REPORT
AND
FINANCIAL STATEMENTS
WITH SUPPLEMENTAL INFORMATION

DECEMBER 31, 2009

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INDEPENDENT AUDITOR'S REPORT

To the Administrator
T.B. Penick & Sons, Inc.
Employee Pension Benefit Plan

We have audited the accompanying statements of net assets available for benefits of T.B. Penick & Sons, Inc. Employee Pension Benefit Plan (the "Plan") as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits for the year ended December 31, 2009. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009 and 2008, and the changes in its net assets available for benefits for the year ended December 31, 2009, in conformity with accounting principles generally accepted in the United States of America.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental information on pages 9 – 15 is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Moss Adams LLP

San Diego, California
October 5, 2010

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

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

	2009	2008
ASSETS		
Investments, at fair value	$ 3,186,013	$ 3,026,137
Employer contributions receivable	26,944	22,412
Non-interest bearing cash	9,031	11,274
	3,221,988	3,059,823
LIABILITIES		
Accounts payable:		
Retirement Trust fees	3,565	2,460
Investment fees	6,052	1,117
NET ASSETS AVAILABLE FOR BENEFITS	$ 3,212,371	$ 3,056,246

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

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

ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Net appreciation in fair value of investments	$	531,901
Interest		31,458
Dividends		24,326
Other		700
		588,385
Investment expenses		(18,947)
Net investment gain		569,438
Employer's contributions		302,130
Other		(499)
		871,069
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants		680,156
Administrative expenses		34,788
		714,944
NET INCREASE		156,125
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year		3,056,246
End of year	$	3,212,371

NOTES TO FINANCIAL STATEMENTS

Note 1 – Nature and Description of the Plan

Nature of the Plan: The T.B. Penick & Sons, Inc. Employee Pension Benefit Plan (the "Plan") is a non-contributory defined contribution money purchase pension plan established to provide pension, death, and disability benefits for prevailing wage construction employees of T.B. Penick & Sons, Inc. (the "Employer") not represented by collective bargaining units or by other retirement plans. The Plan is administered by the Trustees of the Associated General Contractors of America, San Diego Chapter, Inc. Retirement Trust Fund (the "Retirement Trust"). The Retirement Trust is a multiple employer plan sponsored by the Associated General Contractors of America, San Diego Chapter, Inc. ("AGC"). By signing the Retirement Trust's subscription agreement, contractor members of AGC with Money Purchase Pension or 401(k) plans are eligible to invest their plan assets with the Retirement Trust. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The following brief description of the Plan is provided for general information purposes only. Reference should be made to the Plan Agreement for a more complete description of the Plan's provisions.

Contributions: The Employer has elected and is required to make contributions at hourly rates based on the prevailing wage requirements for each employee group with respect to each job or contract.

Vesting: Contributions made for all participants are 100 percent vested when made.

Benefits: Participants may elect to receive benefits upon reaching their normal retirement date. The normal retirement date for a participating employee will be April 1 or October 1 coinciding with, or next following, the later of the participating employee's normal retirement age of 55 or 5 years of service. Pension, death, and disability benefits are equal to the account value from the most current valuation and are payable as a lump-sum cash distribution or a guaranteed annuity. Spousal consent is required for certain benefit payment elections.

Participant Accounts: Each participant's account is credited with the Employer's contributions and an allocation of Plan earnings (including realized and unrealized gains and losses) and charged with an allocation of Plan expenses. Allocations are based on participant compensation or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Eligibility: Participants are eligible to participate in the Plan upon the completion of one hour of service.

Note 2 – Significant Accounting Policies

Method of Accounting: The financial statements of the Plan are prepared on the accrual method of accounting.

NOTES TO FINANCIAL STATEMENTS

Note 2 – Significant Accounting Policies (Continued)

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 as well as the reported amounts of additions to and deductions from net assets available for benefits during the reporting period. Actual results could differ from those estimates.

FASB Codification: On July 1, 2009, the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") became the single authoritative source for nongovernmental U.S. generally accepted accounting principles ("GAAP"). The ASC supersedes all previous authoritative GAAP applicable to the Plan and is effective for interim and annual periods ended after September 15, 2009.

Investment Valuation: Fair value is the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Income Recognition: Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The net appreciation in fair value of investments consists of both the realized gains or losses and unrealized appreciation and depreciation of those investments.

Benefit Payments: Benefits are recorded when paid.

Subsequent Events: Subsequent events are events or transactions that occur after the statement of net assets available for benefits date but before the financial statements are available to be issued. The Plan recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statement of net assets available for benefits, including the estimates inherent in the process of preparing the financial statements. The Plan's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statement of net assets available for benefits but arose after the statement of net assets available for benefits date and before financial statements are available to be issued. The Plan has evaluated subsequent events through the date of the auditor's report, which is the date the financial statements were available to be issued.

Note 3 – Investments

Investments representing 5 percent or more of net assets available for benefits consist of the following as of December 31:

	2009	2008
Registered investment companies:		
JP Morgan mortgage-backed securities		
Select Class Shares #1273++	$ 516,676	$ 577,124
Vanguard Total International Stock Index Fund+	221,060	201,990

++Non-participant directed investments.

Note 3 – Investments (Continued)

The Plan's net appreciation in fair value of non-participant directed investments, including realized and unrealized gains, consists of the following for the year ended December 31, 2009:

Common stocks	$	392,256
Registered investment companies		130,652
Government obligations and corporate bonds		8,993
	$	531,901

Note 4 – Fair Value Measurements

In accordance with authoritative guidance, the Plan classifies its investments based upon an established fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not considered to be active or financial instruments without quoted market prices, but for which all significant inputs are observable, either directly or indirectly; and

Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The Retirement Trust has no Level 3 investments.

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

Common stocks, registered investment companies, and money market: Investments are valued at the closing price reported in the active market in which the individual securities are traded.

Corporate and government bonds: Corporate and government bonds are valued based on yields currently available on comparable securities of issuers with similar credit ratings.

The Retirement Trust has an agreement with Union Bank of California ("UBOC") to maintain and invest contributions in separate accounts. Contributions with UBOC are invested under the direction of investment managers appointed by the Trustees. Investments in UBOC money funds are party-in-interest transactions. The participating plans' accounts are credited with earnings on the underlying investments. The assets held by UBOC include all of the money purchase pension plans. Investment income and administrative expenses relating to the Retirement Trust are allocated to the individual plans based upon average monthly balances invested by each plan.

Note 4 – Fair Value Measurements (Continued)

The following table presents the fair values of investments:

	Investment Assets at Fair Value as of December 31, 2009			
	Level 1	Level 2	Level 3	Total
Common stocks				
Information technology	$ 252,162	$ -	$ -	$ 252,162
Media	50,760	-	-	50,760
Health care	171,928	-	-	171,928
Consumer services	86,783	-	-	86,783
Telecommunications	88,420	-	-	88,420
Consumer goods	152,280	-	-	152,280
Industrial materials	234,150	-	-	234,150
Business services	167,016	-	-	167,016
Financials	247,249	-	-	247,249
Energy	178,478	-	-	178,478
Other	8,187	-	-	8,187
Registered investment companies				
International	221,060	-	-	221,060
Mortgage backed securities	516,676	-	-	516,676
Corporate bonds	-	376,224	-	376,224
Government obligations	-	354,492	-	354,492
Money market	80,148	-	-	80,148
	$ 2,455,297	$ 730,716	$ -	$ 3,186,013

	Investment Assets at Fair Value as of December 31, 2008			
	Level 1	Level 2	Level 3	Total
Common stocks	$ 1,396,764	$ -	$ -	$ 1,396,764
Registered investment companie	779,114	-	-	779,114
Corporate bonds	-	400,409	-	400,409
Government obligations	-	335,767	-	335,767
Money market	114,083	-	-	114,083
	$ 2,289,961	$ 736,176	$ -	$ 3,026,137

NOTES TO FINANCIAL STATEMENTS

Note 5 – Trust and Investment Fees Paid to Parties-in-Interest

The Plan pays a monthly fee to the Retirement Trust equal to an annual rate of 0.8 percent of the Plan's investments. The Retirement Trust fees are determined each quarter and are used by the Retirement Trust to pay legal, accounting, and other administrative expenses which benefit the Plan. Total Retirement Trust fees incurred by the Plan during the year ended December 31, 2009 were $34,788, with $3,565 and $2,460 in accounts payable at December 31, 2009 and 2008, respectively.

In addition, the Retirement Trust allocates investment management fees to the Plan. This allocation is determined based on the Retirement Trust fees the Plan pays to the Retirement Trust. Fees of $18,947 paid to these money managers were recorded during the year ended December 31, 2009, with $6,052 and $1,117 in accounts payable at December 31, 2009 and 2008, respectively.

Note 6 – Income Tax Status

On June 17, 2002, the Internal Revenue Service stated that the volume-submitter plan adopted by the Plan, as then designed, qualifies under section 401(a) of the Internal Revenue Code ("IRC"). The Plan has not received a determination letter specific to the Plan itself; however, the plan administrator believes that the Plan was designed and is being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Note 7 – Risk and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near-term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

Note 8 – Plan Termination

Although it has not expressed any intention to do so, the Company has the right to terminate the Plan and discontinue its contributions at any time. If the Plan is terminated, amounts allocated to a participant's account become fully vested.

Note 9 – Reconciliation to the Form 5500

The Form 5500, which is filed with the Department of Labor, has certain line items in the liabilities and earnings that differ from the amounts shown on the accompanying statements of net assets available for benefits and statement of changes in net assets available for benefits. These differences relate to classification only and have no effect upon total net assets available for benefits.

SUPPLEMENTAL INFORMATION

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
*	HIGHMARK DIVERSIFIED MMKT FUND FIDUCIARY SHS	Money Market	$ 80,148	$ 80,148
	ABB LTD SPONSORED ADR	Common Stock	10,179	9,361
	ABM INDUSTRIES INC	Common Stock	12,229	12,943
	ACTIVISION BLIZZARD INC COM	Common Stock	7,799	8,125
	AETNA INC-NEW COM	Common Stock	5,788	8,106
	AFFILIATED MANAGERS COM	Common Stock	8,814	15,413
	ALLEGIANT TRAVEL CO COM	Common Stock	4,886	6,031
	ALLERGAN INC	Common Stock	16,729	18,743
	AMGEN INC	Common Stock	24,827	25,554
	ANGLOGOLD ASHANTI LTD SPONSORED ADR	Common Stock	16,769	20,688
	AON CORP	Common Stock	17,903	20,587
	APACHE CORP	Common Stock	31,259	46,517
	APPLE INC COM	Common Stock	11,443	22,272
	ARES CAP CORP COM	Common Stock	18,304	14,495
	AT&T	Common Stock	8,656	10,273
	BALCHEM CORP	Common Stock	1,108	5,761
	BARRICK GOLD CORP	Common Stock	19,071	29,201
	BAXTER INTL INC COM	Common Stock	16,252	16,955
	BED BATH & BEYOND INC COM	Common Stock	6,799	10,860
	CA INC	Common Stock	33,379	29,863
	CAMERON INTERNATIONAL CORP COM	Common Stock	7,022	7,375
	CANADIAN NAT RES LTD COM	Common Stock	10,469	11,038
	CAPELLA EDUCATION COMPANY	Common Stock	5,834	7,894
	CARBO CERAMICA INC COM	Common Stock	6,788	13,364
	CASS INFORMATION SYS INC COM	Common Stock	7,595	7,514
	CAVIUM NETWORKS INC COM	Common Stock	4,447	7,312
	CBS CORP NEW	Common Stock	12,939	10,837
	CELGENE CORP	Common Stock	12,980	13,810
	CHATTEM INC	Common Stock	6,497	14,314
	CITIGROUP INC COM	Common Stock	20,136	21,159
	CLARCOR INC	Common Stock	4,780	9,041
	COGNIZANT TECHNOLOGY SOLUTIO	Common Stock	3,519	8,848
	COMCAST CORP-SPECIAL	Common Stock	10,244	10,234
	COMPUTER SVCS INC	Common Stock	3,847	7,822
	CONCCOPHILLIPS	Common Stock	12,745	13,028
	CVS CAREMARK CORPORATION COM	Common Stock	17,169	17,460
	CVS CAREMARK CORPORATION COM	Common Stock	11,225	11,805
	DANAHER CORP DEL COM	Common Stock	9,302	13,460
	DEVRY INC DEL ROM	Common Stock	21,524	24,031
	ECOLAB INC	Common Stock	10,684	13,033
	ENTERTAINMENT PPTYS TR	Common Stock	11,180	12,641
	FASTENAL CO	Common Stock	16,722	19,200
	FEDERATED INVS INC PA CL B	Common Stock	8,348	11,016

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer	Description of Investment	Cost	Current Value
	FINANCIAL FED CORP	Common Stock	$ 7,414	$ 8,016
	FREEPORT-MCMORAN COPPER & GO COM	Common Stock	7,363	8,349
	FTI CONSULTING INC COM	Common Stock	9,522	10,330
	GENEWORTH FINL INC	Common Stock	17,353	8,513
	GENPACK LIMITED SHS	Common Stock	7,421	8,763
	GILEAD SCIENCES INC	Common Stock	18,988	19,141
	GOODRICH CORP COM	Common Stock	9,043	10,021
	GOOGLE INC	Common Stock	14,858	30,648
	GRACO INC COM	Common Stock	3,551	5,844
	HALLIBURTON CO COM	Common Stock	7,178	12,054
	HARTFORD FINL SERV GROUP INC	Common Stock	25,173	19,627
	HESS CORP	Common Stock	7,808	8,250
	HEWLETT PACKARD CO COM	Common Stock	18,446	33,937
	IDEXX LABS INC	Common Stock	5,275	9,293
	IHS INC	Common Stock	7,022	10,137
	INGERSOLL RAND COMPANY	Common Stock	8,126	8,529
	JOHNSON CTLS INC COM	Common Stock	5,306	11,144
	JP MORGAN CHASE & CO	Common Stock	14,414	15,627
	K12 INC	Common Stock	6,828	7,653
	KIMBERLY CLARK CORP	Common Stock	17,346	17,919
	KNIGHT TRANSN INC	Common Stock	8,522	10,341
	KROGER CO COM	Common Stock	7,296	7,349
	LANDAUER INC	Common Stock	7,375	9,969
	LANDSTAR SYS INC	Common Stock	5,027	10,508
	LINCOLN ELEC HLDGS INC	Common Stock	6,524	12,097
	LOCKHEED MARTIN CORP	Common Stock	15,047	19,267
	LOEWS CORP	Common Stock	15,265	22,146
	MANPOWER INC COM	Common Stock	11,745	12,374
	MATTHEWS INTL CORP	Common Stock	8,699	9,769
	MCAFEE INC COM	Common Stock	10,567	10,996
	MCDONALDS CORP COM	Common Stock	18,029	19,638
	MCGRATH RENTCORP	Common Stock	13,594	11,358
	MERCK & CO INC COM	Common Stock	13,916	18,998
	METLIFE INC COM	Common Stock	17,615	24,103
	MICROSOFT CORP	Common Stock	31,932	44,216
	MONSANTO CO	Common Stock	6,705	7,107
	MOSAIC CO COM	Common Stock	3,291	7,636
	MOTOROLA INC	Common Stock	39,704	29,564
	NEWFIELD EXPL CO COM	Common Stock	3,556	3,617
	NOBLE ENERGY INC	Common Stock	15,485	26,709
	NRG ENERGY INC COM NEW	Common Stock	15,278	10,263
	NUVASIVE INC COM	Common Stock	8,093	7,686
	OCCIDENTAL PETE CORP DEL COM	Common Stock	11,382	11,232
	OWENS & MINOR INC NEW	Common Stock	9,572	12,075
	PEPSICO INC COM	Common Stock	26,139	29,486
	PHILIP MORRIS INTL INC COM	Common Stock	10,509	16,018
	PITNEY BOWES INC	Common Stock	27,118	16,295
	PRAXAIR INC	Common Stock	14,473	13,074
	QUALCOMM INC COM	Common Stock	21,800	33,317

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer	Description of Investment	Cost	Current Value
	RAYTHEON CO	Common Stock	$ 10,453	$ 15,808
	RLI CORP COM	Common Stock	8,748	9,077
	ROPER INDS INC NEW	Common Stock	16,122	19,773
	SANFOI AVENTIS	Common Stock	16,244	16,400
	SCHWAB CHARLES CORP NEW COM	Common Stock	11,704	11,854
	SILICON LABORATORIES INC	Common Stock	6,885	13,772
	SMART BALANCE INC	Common Stock	7,276	6,817
	SOLERA HOLDINGS INC COM	Common Stock	7,298	7,427
	SUFFOLK BANCORP COM	Common Stock	5,723	6,202
	SYNTEL INC	Common Stock	7,615	12,836
	TALISMAN ENERGY INC COM	Common Stock	9,984	11,121
	TEMPUR-PEDIC INTL INC	Common Stock	7,094	10,946
	TRANSDIGM GROUP INC COM	Common Stock	9,823	12,264
	TRIMBEL NAVIGATION LTD COM	Common Stock	7,074	7,689
	ULTIMATE SOFTWARE GROUP INC	Common Stock	4,929	8,736
	UNION PAC CORP	Common Stock	8,691	15,794
	VERIZON COMMUNICATION	Common Stock	8,321	8,189
	VIACOM INC	Common Stock	33,316	29,394
	VISTAPRINT LIMITED SHS	Common Stock	5,134	14,922
	WD 40 CO	Common Stock	10,485	9,984
	WELLS FARGO	Common Stock	17,705	17,943
	WNS HOLDINGS LTD SPON ADR	Common Stock	2,223	3,894
	WORLD FUEL SERVICES CORP	Common Stock	4,882	13,609
	YOUNG INNOVATIONS INC	Common Stock	2,463	3,975
			1,361,075	1,637,413
	FEDERAL HOME LN BKS 5.00% 11/17/2017	Government Bond	11,235	11,065
	UNITED STATES TREAS BDS 7.25% 05/15/2016	Government Bond	58,604	60,667
	UNITED STATES TREAS BDS 8.00% 11/15/2021	Government Bond	13,764	12,767
	UNITED STATES TREAS BDS 8.75% 5/15/2017	Government Bond	14,146	13,824
	UNITED STATES TREAS NTS 1.375% 5/15/2012	Government Bond	23,033	23,012
	UNITED STATES TREAS NTS 3.25% 5/31/2016	Government Bond	28,305	28,243
	UNITED STATES TREAS NTS 3.625% 5/15/2013	Government Bond	6,225	6,317
	UNITED STATES TREAS NTS 3.75% 11/15/2018	Government Bond	61,096	59,657
	UNITED STATES TREAS NTS 4.00% 2/15/2015	Government Bond	8,427	9,058
	UNITED STATES TREAS NTS 4.25% 11/15/2013	Government Bond	47,002	52,484
	UNITED STATES TREAS NTS 4.75% 5/15/2014	Government Bond	24,596	25,321
	UNITED STATES TREAS NTS 5.125% 6/30/2011	Government Bond	50,522	52,077
			346,955	354,492
	ABBOTT LAB 5.15% 11/30/2012	Corporate Bond	3,432	3,726
	ACE INA HOLDINGS INC 5.80% 03/15/2018	Corporate Bond	2,352	2,721
	ALLIED WAST NORTH AMER INC 5.75% 02/15/2011	Corporate Bond	1,779	1,774
	ALLSTATE LIFE GOLBAL FDG SEC 5.375% 04/30/2013	Corporate Bond	2,523	2,730
	AMERICAN EXPRESS 4.875% 7/15/2013	Corporate Bond	3,726	4,002
	AMGEN INCORPORATED 5.70% 02/01/2019	Corporate Bond	2,232	2,285
	BANK OF NEW YORK MELLON 4.60% 01/15/2020	Corporate Bond	1,701	1,666
	BB&T CORP 4.75% 10/01/2012	Corporate Bond	2,228	2,218

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	BEAR STEARNS COML MTG 6.46% 10/15/2036	Corporate Bond	$ 8,917	$ 8,948
	BELLSOUTH CORPORATION 6.00% 10/15/2011	Corporate Bond	2,251	2,304
	BHP BILLITON FIN USA LTD 5.250% 12/15/2015	Corporate Bond	5,011	5,537
	BLACKROCK INCORPORATED 5.00% 12/10/2019	Corporate Bond	2,543	2,513
	BP CAPITAL MARKETS PLC 5.25% BDS 11/07/13	Corporate Bond	2,555	2,785
	BRISTOL MYERS SQUIBB CO 5.2500% 08/15/2013	Corporate Bond	3,417	3,695
	BUNGE LIMITED FINANCE CO 8.50% 06/15/2019	Corporate Bond	2,185	2,429
	BRURLINGTON NORTHN SANTA FE CP SR 4.70% 10/01/2019	Corporate Bond	2,127	2,111
	CAPITOL ONE FINL CORP 6.150% 09/01/2016	Corporate Bond	4,749	4,709
	CAROLINA POWER & LIGHT 5.30% 01/15/2019	Corporate Bond	1,703	1,780
	CATERPILLAR FINL SVCS MTNS B 7.0500% 10/1/2018	Corporate Bond	1,274	1,463
	CENTEERPOINT ENERGY DTD 6.125% 11/1/2017	Corporate Bond	1,274	1,321
	CISCO SYSTEMS INC DTD 5.500% 02/22/2016	Corporate Bond	2,077	2,339
	CITIGROUP INCOR NOTES 5.30% 01/07/2016	Corporate Bond	10,768	11,196
	CME GROUP INCORPORATED 5.75% 02/15/2014	Corporate Bond	425	466
	COMCAST CORP 6.50% 01/15/2017	Corporate Bond	4,603	4,718
	CONOCOPHILLIPS 5.75% 02/01/2019	Corporate Bond	1,270	1,399
	CREDIT SUISSE FB USA INC NT 6.125% 11/15/2011	Corporate Bond	5,263	5,515
	CSX CORP 6.25% 04/01/2015	Corporate Bond	2,542	2,816
	DAIMLER CHRYSLER NORTH AMER HLDG 8.00% 06/15/2010	Corporate Bond	5,924	5,707
	DEERE JOHN CAP CORP MTNS BE 5.35% 4/3/2018	Corporate Bond	2,124	2,252
	DELL INC 5.65% 04/15/2018	Corporate Bond	2,226	2,232
	DEUTSCHE BK AG 3.875% 08/18/2014	Corporate Bond	2,205	2,176
	DEUTSHCE TELEKOM FIN 5.25% 07/22/2013	Corporate Bond	4,066	4,524
	DIAGEO CAP PLC 5.75% 10/23/2017	Corporate Bond	4,834	5,045
	DU PONT E I DE NEMOURS & CO 6.00% 7/15/2018	Corporate Bond	866	930
	DUKE CAP CORP 6.25% 02/15/2013	Corporate Bond	2,282	2,291
	DUKE ENERGY CAROLINAS LLC 5.75% 11/15/2013	Corporate Bond	2,740	2,797
	EATON CORP 5.60% 05/15/2018	Corporate Bond	1,243	1,340
	EOG RESOURCES INC 5.875% 09/15/2017	Corporate Bond	2,285	2,320
	ERP OPERATING LP NT 5.75% 06/15/2017	Corporate Bond	1,268	1,279
	EXELON CORP NOTES 4.90% 06/15/2015	Corporate Bond	4,488	4,836
	GENERAL ELEC CAP CORP MEDIUM TERM	Corporate Bond	9,915	10,537
	GENERAL MLS INC	Corporate Bond	4,363	4,636
	GLAXOSMITHKLINE CAP INC 5.65% 5/15/2018	Corporate Bond	2,522	2,758
	GOLDMANS SACKS GROUP INC 5.25% 4/1/2013	Corporate Bond	9,938	10,382
	HEWLETT PACKARD CO 5.5% 3/1/2018	Corporate Bond	2,521	2,719
	HOME DEPOT INC 5.4000% 3/1/2016	Corporate Bond	4,671	4,907
	HONDA AUTO REC 5.28% 01/21/2012	Corporate Bond	2,642	2,659
	HONDA AUTO REC 4.88% 09/18/2012	Corporate Bond	21,131	21,092
	HOSPIRA INC 6.40% 05/15/2015	Corporate Bond	851	943
	HOUSEHOLD FIN CORP 6.375% 11/27/2012	Corporate Bond	7,019	7,426
	HOUSEHOLD FIN CORP 7.00% 05/15/2012	Corporate Bond	4,551	5,561
	HRPT PROPERTIES TRUST BONDS	Corporate Bond	1,646	1,667
	INTL LEASE FINANCE GROUP 5% 4/15/2010	Corporate Bond	5,184	5,037
	INTUIT 5.40% 03/15/2012	Corporate Bond	2,243	2,264
	JEFFERIES GROUP INC 8.50% 07/15/2019	Corporate Bond	2,263	2,329

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	JOHNSON CTLS INC 4.875% 09/15/2013	Corporate Bond	$ 2,184	$ 2,192
	KELLOGG CO 4.25% 3/6/2013	Corporate Bond	2,991	3,127
	KEY BK NA MED TERM SUBBKNTS 7% 2/1/2011	Corporate Bond	2,694	2,655
	KIMBERLY CLARK GROUP4.875% 08/15/2015	Corporate Bond	2,107	2,295
	KRAFT FOODS INC 6.00% 02/11/2013	Corporate Bond	2,308	2,285
	LEMAN BROTHERS HLDGS INC	Corporate Bond	5,067	2
	MEDTRONIC INC SR NTS DTD 4.75% 9/15/2015	Corporate Bond	1,208	1,380
	MERCK & CO INC 4.75% 3/1/2015	Corporate Bond	3,829	4,112
	MERRILL LYNCH CO INC MTN BE 6.05% 8/15/2012	Corporate Bond	8,111	8,674
	METLIFE INC 5% 11/24/2013	Corporate Bond	4,339	4,486
	MIDAMERICAN ENERGY CO 5.65% 7/15/2012	Corporate Bond	2,738	2,760
	MONSANTO CO NEW 7.375% 8/15/2012	Corporate Bond	4,127	4,347
	MORGAN STANLEY DEAN WITTER	Corporate Bond	10,700	10,715
	NATIONAL CITY CORP 4.9OCX11. 1/15/2015	Corporate Bond	2,649	3,047
	NATIONSBANK CORP 7.75% 8/15/2015	Corporate Bond	6,465	7,013
	NISOURCE FIN CORP 10.75% 03/15/2016	Corporate Bond	1,489	1,575
	NORFOLK SOUTHN CORP 7.70% 05/15/2017	Corporate Bond	1,427	1,497
	NOVARTIS SECURITIES INVESTME 5.125% 02/10/2019	Corporate Bond	2,436	2,507
	NUCOR CORP 5.75% 12/01/2017	Corporate Bond	2,314	2,291
	OHIO POWER COMPANY	Corporate Bond	4,078	4,452
	ORCALE CORP NOTES	Corporate Bond	2,482	2,761
	PACCAR INC 6.875% 02/15/2014	Corporate Bond	1,920	1,923
	PITNET BOWES INC	Corporate Bond	2,082	2,232
	POTASH CORP	Corporate Bond	2,287	2,310
	PRAXAIR INC 6.375% 4/1/2012	Corporate Bond	2,761	2,810
	PRINCIPAL LIFE INCOME FUND 5.30% 04/24/2013	Corporate Bond	2,656	2,700
	PUBLIC EYE SVC ELEC GAS CO MTN B 6.33% 11/1/2013	Corporate Bond	1,704	1,899
	SBC COMMUNICATIONS INC	Corporate Bond	5,273	5,583
	SEMPRA ENERGY 9.8% 2/15/2019	Corporate Bond	2,580	3,191
	SIMON PROPERTY GROUP LP NOTES	Corporate Bond	2,826	2,901
	SMITH INTL INC 8.625% 03/15/2014	Corporate Bond	911	986
	STAPLES INC 9.75% 01/15/2014	Corporate Bond	1,515	1,558
	SUNTRUST BANK INCORP SR NOTE	Corporate Bond	2,131	2,112
	TARGET CORP	Corporate Bond	2,773	2,700
	THOMSON REUTERS CORP 4.70% 10/15/2019	Corporate Bond	1,699	1,679
	TIME WARNER CABLE INC 6.20% 7/1/2013	Corporate Bond	1,701	1,872
	TRANSCANADA PIPELINES LTD 4.00% 6/15/2013	Corporate Bond	2,792	3,056
	TRAVELERS COMPANIES INC 5.90% 06/02/2019	Corporate Bond	2,383	2,276
	UNION PACIFIC CORP	Corporate Bond	882	931
	UNITED TECHNOLOGIES CORP 7.125% 11/15/2010	Corporate Bond	2,422	2,249
	USAA AUTO OWNER 3.02% 06/15/2013	Corporate Bond	6,024	6,097
	VERIZON 5.65% 11/15/2011	Corporate Bond	4,560	4,516
	VIACOM INC 4.375% 09/15/2014	Corporate Bond	846	879
	VIRGINA ELECTRIC POWER	Corporate Bond	3,408	3,682
	VODAFONE GROUP 4.15% 06/10/2014	Corporate Bond	3,833	3,966
	WACHOVIA CORP	Corporate Bond	8,432	9,500
	WELLPOINT INCORP BONDS	Corporate Bond	1,311	1,377

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	WELLS FARGO	Corporate Bond	$ 8,403	$ 8,754
	WESTERN OIL SANDS INC 8.375% 05/01/2012	Corporate Bond	422	477
	WESTPAC BKG CORP 4.875% 11/19/2019	Corporate Bond	6,132	6,023
			365,350	376,224
	JP MORGAN MORTGAGE-BACKED SECURITIES FUND ULTRA CLASS SHS	Registered Investment Company	491,790	516,676
	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	Registered Investment Company	245,724	221,060
			737,514	737,736
			$ 2,891,042	$ 3,186,013

** Known to be a party-in-interest.*

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(j) – SCHEDULE OF REPORTABLE TRANSACTIONS
PLAN #: 005
EIN #: 95-2056465
YEAR ENDED DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset, including Interest Rate and Maturity (in Case of a Loan)	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
Category 1: A single transaction within the Plan year in excess of 5 percent of the current value of the Plan assets:						
Union Bank of California	Highmark Diversified MMKT Fund	$ 180,083	$ -	$ 180,083	$ 180,083	$ -
		-	230,125	230,125	230,125	-
		$ 180,083	$ 230,125	$ 410,208	$ 410,208	$ -
Union Bank of California	Highmark US Treasury MMKT Fund	$ 230,125	$ -	$ 230,125	$ 230,125	$ -
		-	186,035	186,035	186,035	-
		$ 230,125	$ 186,035	$ 416,160	$ 416,160	$ -
Category 3: Any transaction within the Plan year involving securities of the same issue if within the Plan year any series of transactions with respect to such securities amount in the aggregate to more than 5 percent of the current value of the Plan assets:						
Union Bank of California	Highmark Diversified MMKT Fund	$ -	$ 1,770,002	$ 1,770,002	$ 1,770,002	$ -
Union Bank of California	JPM Mortgage-Backed Securities Ultra	-	181,669	181,669	181,669	-
Union Bank of California	Highmark US Treasury MMKT Fund	-	947,833	947,833	947,833	-

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(j) – SCHEDULE OF REPORTABLE TRANSACTIONS
PLAN #: 005
EIN #: 95-2056465
YEAR ENDED DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset, including Interest Rate and Maturity (in Case of a Loan)	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
Category 1: A single transaction within the Plan year in excess of 5 percent of the current value of the Plan assets:						
Union Bank of California	Highmark Diversified MMKT Fund	$ 180,083	$ -	$ 180,083	$ 180,083	$ -
		-	230,125	230,125	230,125	-
		$ 180,083	$ 230,125	$ 410,208	$ 410,208	$ -
Union Bank of California	Highmark US Treasury MMKT Fund	$ 230,125	$ -	$ 230,125	$ 230,125	$ -
		-	186,035	186,035	186,035	-
		$ 230,125	$ 186,035	$ 416,160	$ 416,160	$ -
Category 3: Any transaction within the Plan year involving securities of the same issue if within the Plan year any series of transactions with respect to such securities amount in the aggregate to more than 5 percent of the current value of the Plan assets:						
Union Bank of California	Highmark Diversified MMKT Fund	$ -	$ 1,770,002	$ 1,770,002	$ 1,770,002	$ -
Union Bank of California	JPM Mortgage-Backed Securities Ultra	-	181,669	181,669	181,669	-
Union Bank of California	Highmark US Treasury MMKT Fund	-	947,833	947,833	947,833	-

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
*	HIGHMARK DIVERSIFIED MMKT FUND FIDUCIARY SHS	Money Market	$ 80,148	$ 80,148
	ABB LTD SPONSORED ADR	Common Stock	10,179	9,361
	ABM INDUSTRIES INC	Common Stock	12,229	12,943
	ACTIVISION BLIZZARD INC COM	Common Stock	7,799	8,125
	AETNA INC-NEW COM	Common Stock	5,788	8,106
	AFFILIATED MANAGERS COM	Common Stock	8,814	15,413
	ALLEGIANT TRAVEL CO COM	Common Stock	4,886	6,031
	ALLERGAN INC	Common Stock	16,729	18,743
	AMGEN INC	Common Stock	24,827	25,554
	ANGLOGOLD ASHANTI LTD SPONSORED ADR	Common Stock	16,769	20,688
	AON CORP	Common Stock	17,903	20,587
	APACHE CORP	Common Stock	31,259	46,517
	APPLE INC COM	Common Stock	11,443	22,272
	ARES CAP CORP COM	Common Stock	18,304	14,495
	AT&T	Common Stock	8,656	10,273
	BALCHEM CORP	Common Stock	1,108	5,761
	BARRICK GOLD CORP	Common Stock	19,071	29,201
	BAXTER INTL INC COM	Common Stock	16,252	16,955
	BED BATH & BEYOND INC COM	Common Stock	6,799	10,860
	CA INC	Common Stock	33,379	29,863
	CAMERON INTERNATIONAL CORP COM	Common Stock	7,022	7,375
	CANADIAN NAT RES LTD COM	Common Stock	10,469	11,038
	CAPELLA EDUCATION COMPANY	Common Stock	5,834	7,894
	CARBO CERAMICA INC COM	Common Stock	6,788	13,364
	CASS INFORMATION SYS INC COM	Common Stock	7,595	7,514
	CAVIUM NETWORKS INC COM	Common Stock	4,447	7,312
	CBS CORP NEW	Common Stock	12,939	10,837
	CELGENE CORP	Common Stock	12,980	13,810
	CHATTEM INC	Common Stock	6,497	14,314
	CITIGROUP INC COM	Common Stock	20,136	21,159
	CLARCOR INC	Common Stock	4,780	9,041
	COGNIZANT TECHNOLOGY SOLUTIO	Common Stock	3,519	8,848
	COMCAST CORP-SPECIAL	Common Stock	10,244	10,234
	COMPUTER SVCS INC	Common Stock	3,847	7,822
	CONCCOPHILLIPS	Common Stock	12,745	13,028
	CVS CAREMARK CORPORATION COM	Common Stock	17,169	17,460
	CVS CAREMARK CORPORATION COM	Common Stock	11,225	11,805
	DANAHER CORP DEL COM	Common Stock	9,302	13,460
	DEVRY INC DEL ROM	Common Stock	21,524	24,031
	ECOLAB INC	Common Stock	10,684	13,033
	ENTERTAINMENT PPTYS TR	Common Stock	11,180	12,641
	FASTENAL CO	Common Stock	16,722	19,200
	FEDERATED INVS INC PA CL B	Common Stock	8,348	11,016

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T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer	Description of Investment	Cost	Current Value
	FINANCIAL FED CORP	Common Stock	$ 7,414	$ 8,016
	FREEPORT-MCMORAN COPPER & GO COM	Common Stock	7,363	8,349
	FTI CONSULTING INC COM	Common Stock	9,522	10,330
	GENEWORTH FINL INC	Common Stock	17,353	8,513
	GENPACK LIMITED SHS	Common Stock	7,421	8,763
	GILEAD SCIENCES INC	Common Stock	18,988	19,141
	GOODRICH CORP COM	Common Stock	9,043	10,021
	GOOGLE INC	Common Stock	14,858	30,648
	GRACO INC COM	Common Stock	3,551	5,844
	HALLIBURTON CO COM	Common Stock	7,178	12,054
	HARTFORD FINL SERV GROUP INC	Common Stock	25,173	19,627
	HESS CORP	Common Stock	7,808	8,250
	HEWLETT PACKARD CO COM	Common Stock	18,446	33,937
	IDEXX LABS INC	Common Stock	5,275	9,293
	IHS INC	Common Stock	7,022	10,137
	INGERSOLL RAND COMPANY	Common Stock	8,126	8,529
	JOHNSON CTLS INC COM	Common Stock	5,306	11,144
	JP MORGAN CHASE & CO	Common Stock	14,414	15,627
	K12 INC	Common Stock	6,828	7,653
	KIMBERLY CLARK CORP	Common Stock	17,346	17,919
	KNIGHT TRANSN INC	Common Stock	8,522	10,341
	KROGER CO COM	Common Stock	7,296	7,349
	LANDAUER INC	Common Stock	7,375	9,969
	LANDSTAR SYS INC	Common Stock	5,027	10,508
	LINCOLN ELEC HLDGS INC	Common Stock	6,524	12,097
	LOCKHEED MARTIN CORP	Common Stock	15,047	19,267
	LOEWS CORP	Common Stock	15,265	22,146
	MANPOWER INC COM	Common Stock	11,745	12,374
	MATTHEWS INTL CORP	Common Stock	8,699	9,769
	MCAFEE INC COM	Common Stock	10,567	10,996
	MCDONALDS CORP COM	Common Stock	18,029	19,638
	MCGRATH RENTCORP	Common Stock	13,594	11,358
	MERCK & CO INC COM	Common Stock	13,916	18,998
	METLIFE INC COM	Common Stock	17,615	24,103
	MICROSOFT CORP	Common Stock	31,932	44,216
	MONSANTO CO	Common Stock	6,705	7,107
	MOSAIC CO COM	Common Stock	3,291	7,636
	MOTOROLA INC	Common Stock	39,704	29,564
	NEWFIELD EXPL CO COM	Common Stock	3,556	3,617
	NOBLE ENERGY INC	Common Stock	15,485	26,709
	NRG ENERGY INC COM NEW	Common Stock	15,278	10,263
	NUVASIVE INC COM	Common Stock	8,093	7,686
	OCCIDENTAL PETE CORP DEL COM	Common Stock	11,382	11,232
	OWENS & MINOR INC NEW	Common Stock	9,572	12,075
	PEPSICO INC COM	Common Stock	26,139	29,486
	PHILIP MORRIS INTL INC COM	Common Stock	10,509	16,018
	PITNEY BOWES INC	Common Stock	27,118	16,295
	PRAXAIR INC	Common Stock	14,473	13,074
	QUALCOMM INC COM	Common Stock	21,800	33,317

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer	Description of Investment	Cost	Current Value
	RAYTHEON CO	Common Stock	$ 10,453	$ 15,808
	RLI CORP COM	Common Stock	8,748	9,077
	ROPER INDS INC NEW	Common Stock	16,122	19,773
	SANFOI AVENTIS	Common Stock	16,244	16,400
	SCHWAB CHARLES CORP NEW COM	Common Stock	11,704	11,854
	SILICON LABORATORIES INC	Common Stock	6,885	13,772
	SMART BALANCE INC	Common Stock	7,276	6,817
	SOLERA HOLDINGS INC COM	Common Stock	7,298	7,427
	SUFFOLK BANCORP COM	Common Stock	5,723	6,202
	SYNTEL INC	Common Stock	7,615	12,836
	TALISMAN ENERGY INC COM	Common Stock	9,984	11,121
	TEMPUR-PEDIC INTL INC	Common Stock	7,094	10,946
	TRANSDIGM GROUP INC COM	Common Stock	9,823	12,264
	TRIMBEL NAVIGATION LTD COM	Common Stock	7,074	7,689
	ULTIMATE SOFTWARE GROUP INC	Common Stock	4,929	8,736
	UNION PAC CORP	Common Stock	8,691	15,794
	VERIZON COMMUNICATION	Common Stock	8,321	8,189
	VIACOM INC	Common Stock	33,316	29,394
	VISTAPRINT LIMITED SHS	Common Stock	5,134	14,922
	WD 40 CO	Common Stock	10,485	9,984
	WELLS FARGO	Common Stock	17,705	17,943
	WNS HOLDINGS LTD SPON ADR	Common Stock	2,223	3,894
	WORLD FUEL SERVICES CORP	Common Stock	4,882	13,609
	YOUNG INNOVATIONS INC	Common Stock	2,463	3,975
			1,361,075	1,637,413
	FEDERAL HOME LN BKS 5.00% 11/17/2017	Government Bond	11,235	11,065
	UNITED STATES TREAS BDS 7.25% 05/15/2016	Government Bond	58,604	60,667
	UNITED STATES TREAS BDS 8.00% 11/15/2021	Government Bond	13,764	12,767
	UNITED STATES TREAS BDS 8.75% 5/15/2017	Government Bond	14,146	13,824
	UNITED STATES TREAS NTS 1.375% 5/15/2012	Government Bond	23,033	23,012
	UNITED STATES TREAS NTS 3.25% 5/31/2016	Government Bond	28,305	28,243
	UNITED STATES TREAS NTS 3.625% 5/15/2013	Government Bond	6,225	6,317
	UNITED STATES TREAS NTS 3.75% 11/15/2018	Government Bond	61,096	59,657
	UNITED STATES TREAS NTS 4.00% 2/15/2015	Government Bond	8,427	9,058
	UNITED STATES TREAS NTS 4.25% 11/15/2013	Government Bond	47,002	52,484
	UNITED STATES TREAS NTS 4.75% 5/15/2014	Government Bond	24,596	25,321
	UNITED STATES TREAS NTS 5.125% 6/30/2011	Government Bond	50,522	52,077
			346,955	354,492
	ABBOTT LAB 5.15% 11/30/2012	Corporate Bond	3,432	3,726
	ACE INA HOLDINGS INC 5.80% 03/15/2018	Corporate Bond	2,352	2,721
	ALLIED WAST NORTH AMER INC 5.75% 02/15/2011	Corporate Bond	1,779	1,774
	ALLSTATE LIFE GOLBAL FDG SEC 5.375% 04/30/2013	Corporate Bond	2,523	2,730
	AMERICAN EXPRESS 4.875% 7/15/2013	Corporate Bond	3,726	4,002
	AMGEN INCORPORATED 5.70% 02/01/2019	Corporate Bond	2,232	2,285
	BANK OF NEW YORK MELLON 4.60% 01/15/2020	Corporate Bond	1,701	1,666
	BB&T CORP 4.75% 10/01/2012	Corporate Bond	2,228	2,218

Continued

T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	BEAR STEARNS COML MTG 6.46% 10/15/2036	Corporate Bond	$ 8,917	$ 8,948
	BELLSOUTH CORPORATION 6.00% 10/15/2011	Corporate Bond	2,251	2,304
	BHP BILLITON FIN USA LTD 5.250% 12/15/2015	Corporate Bond	5,011	5,537
	BLACKROCK INCORPORATED 5.00% 12/10/2019	Corporate Bond	2,543	2,513
	BP CAPITAL MARKETS PLC 5.25% BDS 11/07/13	Corporate Bond	2,555	2,785
	BRISTOL MYERS SQUIBB CO 5.2500% 08/15/2013	Corporate Bond	3,417	3,695
	BUNGE LIMITED FINANCE CO 8.50% 06/15/2019	Corporate Bond	2,185	2,429
	BRURLINGTON NORTHN SANTA FE CP SR 4.70% 10/01/2019	Corporate Bond	2,127	2,111
	CAPITOL ONE FINL CORP 6.150% 09/01/2016	Corporate Bond	4,749	4,709
	CAROLINA POWER & LIGHT 5.30% 01/15/2019	Corporate Bond	1,703	1,780
	CATERPILLAR FINL SVCS MTNS B 7.0500% 10/1/2018	Corporate Bond	1,274	1,463
	CENTEERPOINT ENERGY DTD 6.125% 11/1/2017	Corporate Bond	1,274	1,321
	CISCO SYSTEMS INC DTD 5.500% 02/22/2016	Corporate Bond	2,077	2,339
	CITIGROUP INCOR NOTES 5.30% 01/07/2016	Corporate Bond	10,768	11,196
	CME GROUP INCORPORATED 5.75% 02/15/2014	Corporate Bond	425	466
	COMCAST CORP 6.50% 01/15/2017	Corporate Bond	4,603	4,718
	CONOCOPHILLIPS 5.75% 02/01/2019	Corporate Bond	1,270	1,399
	CREDIT SUISSE FB USA INC NT 6.125% 11/15/2011	Corporate Bond	5,263	5,515
	CSX CORP 6.25% 04/01/2015	Corporate Bond	2,542	2,816
	DAIMLER CHRYSLER NORTH AMER HLDG 8.00% 06/15/2010	Corporate Bond	5,924	5,707
	DEERE JOHN CAP CORP MTNS BE 5.35% 4/3/2018	Corporate Bond	2,124	2,252
	DELL INC 5.65% 04/15/2018	Corporate Bond	2,226	2,232
	DEUTSCHE BK AG 3.875% 08/18/2014	Corporate Bond	2,205	2,176
	DEUTSHCE TELEKOM FIN 5.25% 07/22/2013	Corporate Bond	4,066	4,524
	DIAGEO CAP PLC 5.75% 10/23/2017	Corporate Bond	4,834	5,045
	DU PONT E I DE NEMOURS & CO 6.00% 7/15/2018	Corporate Bond	866	930
	DUKE CAP CORP 6.25% 02/15/2013	Corporate Bond	2,282	2,291
	DUKE ENERGY CAROLINAS LLC 5.75% 11/15/2013	Corporate Bond	2,740	2,797
	EATON CORP 5.60% 05/15/2018	Corporate Bond	1,243	1,340
	EOG RESOURCES INC 5.875% 09/15/2017	Corporate Bond	2,285	2,320
	ERP OPERATING LP NT 5.75% 06/15/2017	Corporate Bond	1,268	1,279
	EXELON CORP NOTES 4.90% 06/15/2015	Corporate Bond	4,488	4,836
	GENERAL ELEC CAP CORP MEDIUM TERM	Corporate Bond	9,915	10,537
	GENERAL MLS INC	Corporate Bond	4,363	4,636
	GLAXOSMITHKLINE CAP INC 5.65% 5/15/2018	Corporate Bond	2,522	2,758
	GOLDMANS SACKS GROUP INC 5.25% 4/1/2013	Corporate Bond	9,938	10,382
	HEWLETT PACKARD CO 5.5% 3/1/2018	Corporate Bond	2,521	2,719
	HOME DEPOT INC 5.4000% 3/1/2016	Corporate Bond	4,671	4,907
	HONDA AUTO REC 5.28% 01/21/2012	Corporate Bond	2,642	2,659
	HONDA AUTO REC 4.88% 09/18/2012	Corporate Bond	21,131	21,092
	HOSPIRA INC 6.40% 05/15/2015	Corporate Bond	851	943
	HOUSEHOLD FIN CORP 6.375% 11/27/2012	Corporate Bond	7,019	7,426
	HOUSEHOLD FIN CORP 7.00% 05/15/2012	Corporate Bond	4,551	5,561
	HRPT PROPERTIES TRUST BONDS	Corporate Bond	1,646	1,667
	INTL LEASE FINANCE GROUP 5% 4/15/2010	Corporate Bond	5,184	5,037
	INTUIT 5.40% 03/15/2012	Corporate Bond	2,243	2,264
	JEFFERIES GROUP INC 8.50% 07/15/2019	Corporate Bond	2,263	2,329

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T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	JOHNSON CTLS INC 4.875% 09/15/2013	Corporate Bond	$ 2,184	$ 2,192
	KELLOGG CO 4.25% 3/6/2013	Corporate Bond	2,991	3,127
	KEY BK NA MED TERM SUBBKNTS 7% 2/1/2011	Corporate Bond	2,694	2,655
	KIMBERLY CLARK GROUP4.875% 08/15/2015	Corporate Bond	2,107	2,295
	KRAFT FOODS INC 6.00% 02/11/2013	Corporate Bond	2,308	2,285
	LEMAN BROTHERS HLDGS INC	Corporate Bond	5,067	2
	MEDTRONIC INC SR NTS DTD 4.75% 9/15/2015	Corporate Bond	1,208	1,380
	MERCK & CO INC 4.75% 3/1/2015	Corporate Bond	3,829	4,112
	MERRILL LYNCH CO INC MTN BE 6.05% 8/15/2012	Corporate Bond	8,111	8,674
	METLIFE INC 5% 11/24/2013	Corporate Bond	4,339	4,486
	MIDAMERICAN ENERGY CO 5.65% 7/15/2012	Corporate Bond	2,738	2,760
	MONSANTO CO NEW 7.375% 8/15/2012	Corporate Bond	4,127	4,347
	MORGAN STANLEY DEAN WITTER	Corporate Bond	10,700	10,715
	NATIONAL CITY CORP 4.9OCX11. 1/15/2015	Corporate Bond	2,649	3,047
	NATIONSBANK CORP 7.75% 8/15/2015	Corporate Bond	6,465	7,013
	NISOURCE FIN CORP 10.75% 03/15/2016	Corporate Bond	1,489	1,575
	NORFOLK SOUTHN CORP 7.70% 05/15/2017	Corporate Bond	1,427	1,497
	NOVARTIS SECURITIES INVESTME 5.125% 02/10/2019	Corporate Bond	2,436	2,507
	NUCOR CORP 5.75% 12/01/2017	Corporate Bond	2,314	2,291
	OHIO POWER COMPANY	Corporate Bond	4,078	4,452
	ORCALE CORP NOTES	Corporate Bond	2,482	2,761
	PACCAR INC 6.875% 02/15/2014	Corporate Bond	1,920	1,923
	PITNET BOWES INC	Corporate Bond	2,082	2,232
	POTASH CORP	Corporate Bond	2,287	2,310
	PRAXAIR INC 6.375% 4/1/2012	Corporate Bond	2,761	2,810
	PRINCIPAL LIFE INCOME FUND 5.30% 04/24/2013	Corporate Bond	2,656	2,700
	PUBLIC EYE SVC ELEC GAS CO MTN B 6.33% 11/1/2013	Corporate Bond	1,704	1,899
	SBC COMMUNICATIONS INC	Corporate Bond	5,273	5,583
	SEMPRA ENERGY 9.8% 2/15/2019	Corporate Bond	2,580	3,191
	SIMON PROPERTY GROUP LP NOTES	Corporate Bond	2,826	2,901
	SMITH INTL INC 8.625% 03/15/2014	Corporate Bond	911	986
	STAPLES INC 9.75% 01/15/2014	Corporate Bond	1,515	1,558
	SUNTRUST BANK INCORP SR NOTE	Corporate Bond	2,131	2,112
	TARGET CORP	Corporate Bond	2,773	2,700
	THOMSON REUTERS CORP 4.70% 10/15/2019	Corporate Bond	1,699	1,679
	TIME WARNER CABLE INC 6.20% 7/1/2013	Corporate Bond	1,701	1,872
	TRANSCANADA PIPELINES LTD 4.00% 6/15/2013	Corporate Bond	2,792	3,056
	TRAVELERS COMPANIES INC 5.90% 06/02/2019	Corporate Bond	2,383	2,276
	UNION PACIFIC CORP	Corporate Bond	882	931
	UNITED TECHNOLOGIES CORP 7.125% 11/15/2010	Corporate Bond	2,422	2,249
	USAA AUTO OWNER 3.02% 06/15/2013	Corporate Bond	6,024	6,097
	VERIZON 5.65% 11/15/2011	Corporate Bond	4,560	4,516
	VIACOM INC 4.375% 09/15/2014	Corporate Bond	846	879
	VIRGINA ELECTRIC POWER	Corporate Bond	3,408	3,682
	VODAFONE GROUP 4.15% 06/10/2014	Corporate Bond	3,833	3,966
	WACHOVIA CORP	Corporate Bond	8,432	9,500
	WELLPOINT INCORP BONDS	Corporate Bond	1,311	1,377

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T.B. PENICK & SONS, INC.
EMPLOYEE PENSION BENEFIT PLAN

SUPPLEMENTAL INFORMATION
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN #: 005
EIN #: 95-2056465
DECEMBER 31, 2009

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	WELLS FARGO	Corporate Bond	$ 8,403	$ 8,754
	WESTERN OIL SANDS INC 8.375% 05/01/2012	Corporate Bond	422	477
	WESTPAC BKG CORP 4.875% 11/19/2019	Corporate Bond	6,132	6,023
			365,350	376,224
	JP MORGAN MORTGAGE-BACKED SECURITIES FUND ULTRA CLASS SHS	Registered Investment Company	491,790	516,676
	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	Registered Investment Company	245,724	221,060
			737,514	737,736
			$ 2,891,042	$ 3,186,013

** Known to be a party-in-interest.*