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
JACK HILLIARD DISTRIBUTING CO INC 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/01/1974

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

217 NORTH 12TH STREET
TEMPLE, TX 76501

217 NORTH 12TH STREET
TEMPLE, TX 76501

2b Employer Identification Number (EIN)
74-1460263

2c Sponsor's telephone number
254-778-2748

2d Business code (see instructions)
424800

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.	10/15/2010	JOSEPH KIEFER JR
	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")
JACK HILLIARD DISTRIBUTING COMPANY, INC.

217 NORTH 12TH STREET
TEMPLE, TX 76501

3b Administrator's EIN
74-1460263

3c Administrator's telephone number
254-778-2748

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**	172
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**	153
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	3
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	156
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	156
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	120
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	7
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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)	X	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)	X	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)	X	1	**A** (Insurance Information)
(4)			**C** (Service Provider Information)
(5)	X		**D** (DFE/Participating Plan Information)
(6)			**G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

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

A Name of plan
JACK HILLIARD DISTRIBUTING CO INC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500.
JACK HILLIARD DISTRIBUTING COMPANY, INC.

D Employer Identification Number (EIN)
74-1460263

Part I Information Concerning Insurance Contract Coverage, Fees, and Commissions

Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

1 Coverage Information:

(a) Name of insurance carrier
NATIONWIDE LIFE INSURANCE COMPANY

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
31-1486870	P	686-80010	120	01/01/2009	12/31/2009

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end	5	4479224

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.	6d	

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	
c	Additions: (1) Contributions deposited during the year	7c(1)			
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)			
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below) ▶	7c(5)			
	(6) Total additions			7c(6)	
d	Total of balance and additions (add **b** and **c(6)**)			7d	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)			
	(2) Administration charge made by carrier	7e(2)			
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below) ▶	7e(4)			
	(5) Total deductions			7e(5)	
f	Balance at the end of the current year (subtract **e(5)** from **d**)			7f	

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in **c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

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

A Name of plan
JACK HILLIARD DISTRIBUTING CO INC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
JACK HILLIARD DISTRIBUTING COMPANY, INC.

D Employer Identification Number (EIN)
74-1460263

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

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

A Name of plan
JACK HILLIARD DISTRIBUTING CO INC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
JACK HILLIARD DISTRIBUTING COMPANY, INC.

D Employer Identification Number (EIN)
74-1460263

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		54518
(2) Participant contributions	1b(2)		2141
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	115764	93584
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	3439156	4479224
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	3554920	4629467
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	3554920	4629467

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)	118919	
	(B) Participants	2a(1)(B)	243337	
	(C) Others (including rollovers)	2a(1)(C)	6206	
	(2) Noncash contributions	2a(2)	0	
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		368462
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
	(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)	7451	
	(F) Other	2b(1)(F)	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		7451
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
	(B) Common stock	2b(2)(B)	0	
	(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)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
	(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)		0

			(a) Amount	(b) Total
2b	(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
	(B) Other	2b(5)(B)	0	
	(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)		765559
	(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)		
c	Other income	2c		
d	Total income. Add all **income** amounts in column (b) and enter total	2d		1141472
	Expenses			
e	Benefit payment and payments to provide benefits:			
	(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	46398	
	(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)		46398
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)	0	
	(2) Contract administrator fees	2i(2)	0	
	(3) Investment advisory and management fees	2i(3)	0	
	(4) Other	2i(4)	0	
	(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		46398
	Net Income and Reconciliation			
k	Net income (loss). Subtract line 2j from line 2d	2k		1095074
l	Transfers of assets:			
	(1) To this plan	2l(1)		
	(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: BROCKWAY GERSBACH FRANKLIN NIEMEIER **(2)** EIN: 74-2531836

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		400000
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		X	

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

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

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

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
JACK HILLIARD DISTRIBUTING CO INC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
JACK HILLIARD DISTRIBUTING COMPANY, INC.

D Employer Identification Number (EIN)
74-1460263

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): 31-1486870

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** 0

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

JACK HILLIARD DISTRIBUTING COMPANY, INC.
401(k) PLAN

FINANCIAL STATEMENTS AS OF

December 31, 2009 and 2008

TOGETHER WITH INDEPENDENT AUDITORS' REPORT THEREON

AND SUPPLEMENTARY INFORMATION

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BROCKWAY
GERSBACH
FRANKLIN &
NIEMEIER, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

Administrative Committee of
Jack Hilliard Distributing Company, Inc.
401(k) Plan

We were engaged to audit the financial statements of Jack Hilliard Distributing Company, Inc. Inc. 401(k) Plan as of December 31, 2009 and 2008 and for the year ended December 31, 2009, and the supplemental schedules as of and for the year ended December 31, 2009, as listed in the accompanying index. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under 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 9, which was certified by Nationwide Financial Services, Inc., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplement schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2009 and 2008, the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and schedules taken as a whole. The form and content of the information included in the financial statements and schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United State 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.

Brockway, Gersbach, Franklin & Niemeier, P.C.

October 13, 2010

POST OFFICE BOX 4083 ■ TEMPLE, TEXAS 76505-4083 ■ 254.773.9907 ■ FAX 254.773.1570
WWW.TEMPLECPA.COM

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
As of December 31, 2009 and 2008

ASSETS

	2009	2008
Investments, at fair value:		
Participant-directed investments	$ 4,479,224	$ 3,439,156
Participant loans	93,584	115,764
Total Investments, at fair value	4,572,808	3,554,920
Receivables:		
Employer's contribution	54,518	-
Participants' contributions	2,141	-
Total Receivables	56,659	-
Total Assets	4,629,467	3,554,920

LIABILITIES

Other Liabilities	-	20,526
Net Assets Available for Benefits	$ 4,629,467	$ 3,534,394

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

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Year Ended December 31, 2009

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income:	
Net appreciation in fair value of investments	$ 765,559
Interest	7,450
Total Investment Income	773,009
Contributions:	
Employer's	118,919
Participants'	243,337
Other, including rollovers	6,206
Total Contributions	368,462
Total Additions	1,141,471
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	46,398
Net Increase	1,095,073
NET ASSETS AVAILABLE FOR BENEFITS	
Beginning of year	3,534,394
End of year	$ 4,629,467

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

1. Description of Plan

The following description of the Jack Hilliard Distributing Company, Inc. (the "Company") 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of the Company who have completed six months of service and are age eighteen or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Participants may elect to contribute up to 100% of their compensation to the Plan. Additionally, the Company has the option of making a discretionary match with respect to each plan year's eligible participants as determined by the Company. For 2009, as in the prior year, the Company contributed on behalf of each participant a matching contribution of 50% of the participant's contributions for the year. Contributions are subject to maximum annual dollar contribution restrictions of ERISA and the Internal Revenue Service. Participants direct the investment of the contributions into various investment options offered by the Plan. The Plan currently offers 90 pooled separate investment accounts, a managed individual account, and a money market mutual fund as investment options for participants.

Participant Accounts

Each participant account is credited with the participant's contributions and allocations of (a) Company contributions, (b) Plan earnings, and (c) charged with an allocation of administrative expenses. Allocations of earnings are based on account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participants' vested account.

1. Description of Plan (continued)

Vesting

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company contributions portion of their accounts plus earnings thereon is based on years of continuous service. A participant is 100% vested after six years of credited service. A participant receives credit for a year of service if they complete at least 1,000 hours of service at any time during the twelve consecutive month computation period. Employees are vested according to the following schedule:

Years of Service	Vesting Percentage
Less than 2	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Participants reaching retirement age or who die or become disabled will automatically be 100% vested.

Investment Options

Upon enrollment in the Plan, a participant directs contributions in a number of investment options:

Nationwide's The Best of America Group Pension Series ("Nationwide") categorizes the mutual funds available to participants under the plan based on investment volatility. Volatility is the measurement of how widely a mutual fund may swing above or below its expected return. Nationwide has classified the volatility as: Very High, High, Moderate, Low, Very Low, Stable Value and other. A list of investment options is provided to the participants.

All contributions are participant directed. Participants may change their investments options twenty-four hours a day, seven days a week on the internet based retirement investment fund manager's website.

Forfeited Accounts

Forfeited nonvested accounts are to be used first to restore a participant's forfeitures, then to reduce the employer's discretionary non-elective contribution, if any. There were no non-elective contributions in the current year.

1. Description of Plan (continued)

Participants' Loans

Participants may borrow from their fund accounts. Loan transactions are treated as a transfer to (from) the investment fund from (to) the participant loans fund. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the Plan administrator. Principal and interest is paid ratably through weekly or biweekly payroll deductions.

Payments of Benefits

On termination of service due to death, disability, retirement, or other reasons, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in either a lump-sum amount or in annual installments. Participant consent is required for distributions in excess of $ 1,000. The Plan also allows for in-service withdrawal of vested account balance at age 59.5 and withdrawal of elective deferrals for qualified hardship.

2. Summary of Significant Accounting Policies

Date of Management's Review

Subsequent events were evaluated through October 13, 2010, which is the date of the financial statements were available to be issued.

Basis of Accounting

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

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. If available, quoted market prices are used to value investments. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year. See Note 3 for further detail on fair measurements.

2. Summary of Significant Accounting Policies (continued)

Payment of Benefits

Benefits are recorded when paid.

Forfeited Accounts

At December 31, 2009 and 2008, forfeited nonvested accounts totaled $ 4,605 and $ 24,203, respectively. These accounts will be used to reduce future employer non-elective contributions.

Plan Expenses

Administrative expenses other than trustee fees of the Plan were absorbed by the company Sponsor of the Plan in 2009 and 2008.

3. Fair Value Measurements

Financial Accounting Standards Board Statement No. 157, Fair Value Measurements (SFAS No. 157) establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels of the Fair Value hierarchy under SFAS No. 157 are described below:

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

Level 2 Inputs to the valuation methodology include:

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

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

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

3. Fair Value Measurements (continued)

In accordance with SFAS No. 157, the Plan classifies its investments into Level 1, which refers to securities traded in an active market, Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available or Level 1 securities where there is a contractual restriction, and Level 3, which refers to securities not traded in an active market and for which no significant observable market inputs are available. As required by SFAS No. 157, at December 31, the Plan's portfolio investments were classified as follows, based on fair values:

	2009 Fair Value	2008 Fair Value
Level 1	$ -	$ -
Level 2	4,479,224	3,439,156
Level 3	93,584	115,764
Total portfolio investments	$ 4,572,808	$ 3,554,920

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

Pooled Separate Accounts: Valued at the net asset value ("NAV") of its underlying investments which include mutual funds, stocks, bonds and securities in varying proportions. The majority of the underlying investments have observable level 1 or 2 pricing inputs, including quoted prices for similar assets in active or non-active markets. Assigned input level: 2

Participant Loans: Participant loans are reported at unpaid balances which approximates fair value. There is no existing external exit market for these loans as all transactions are restricted to participants and the plan sponsor. These loans cannot be assumed or sold to outside parties. There is no credit risk involved with these loans as any participant defaults are then deemed taxable distributions to the participant. Assigned input level: 3

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

3. Fair Value Measurements (continued)

The following table presents the fair value of investments of the Plan as of December 31, 2009 and 2008, all of which are participant directed.

	2009		
	Level 2 Inputs	Level 3 Inputs	Total Fair Value
Pooled separate accounts of Nationwide Financial Services, Inc.	$ 4,479,224	$ -	$ 4,479,224
Participant loans	-	93,584	93,584
Total Investments by Fair Value Hierarchy	$ 4,479,224	$ 93,584	$ 4,572,808

	2008		
	Level 2 Inputs	Level 3 Inputs	Total Fair Value
Pooled separate accounts of Nationwide Financial Services, Inc.	$ 3,439,156	$ -	$ 3,439,156
Participant loans	-	115,764	115,764
Total Investments by Fair Value Hierarchy	$ 3,439,156	$ 115,764	$ 3,554,920

3. Fair Value Measurements (continued)

As required by SFAS No. 157, the following table presents a reconciliation of the beginning and ending balances of the fair value measurements using significant unobservable inputs (Level 3):

	Level 3 Participant Loans Fair Value
December 31, 2009	
Beginning Balance	$ 115,764
Purchases and sales, net	(22,180)
Ending Balance	$ 93,584
Change in unrealized gains or losses related to assets still held at December 31, 2009	$ -

	Level 3 Participant Loans Fair Value
December 31, 2008	
Beginning Balance	$ 75,383
Purchases and sales, net	40,381
Ending Balance	$ 115,764
Change in unrealized gains or losses related to assets still held at December 31, 2008	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended December 31, 2009, are reported in net appreciation in fair value of investments.

4. Investments

At December 31, 2009 and 2008, no single investment fund represented 5% or more of the total net assets available for benefits.

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $ 1,107,888 as follows:

Mutual Funds	$	1,040,068
Participant Loans		(22,180)
	$	1,017,888

5. Plan Termination

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

6. Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated October 1, 1989, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the latest determination letter. However, the Plan administrator and the Plan's tax counsel believe that the Plan is currently 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.

7. Other Risks and Uncertainties

Certain financial instruments potentially subject the plan to concentrations of credit risk. These financial instruments include mutual funds. The trustees continually perform ongoing evaluations to assess the credit risk associated with these investments. The Plan has not experienced any credit losses associated with these investments.

Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the 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 statement of net assets available for plan benefits.

8. Party-in-Interest Transactions

The Plan has not considered company contributions to the plan or benefits paid by the plan to participants as party-in-interest transactions.

The Plan holds investments in pooled separate accounts of the trustee. Fees incurred by the Plan for investment management services by the trustee of the plan were paid for by the Company for 2009 and 2008.

9. Information Certified by the Trustee

The financial information included in the Plan financial statements, except for contributions receivable, contributions and benefits paid to participants, have been derived from information certified as complete and accurate by the trustee of the plan in accordance with Section 2520.103-5 of the Department of Labor, Rules and Regulations for Reporting and Disclosure, under the Employee Retirement Income Security Act of 1974.

SUPPLEMENTARY INFORMATION

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes
December 31, 2009

EMPLOYER IDENTIFICATION NUMBER: 74-1460263
PLAN NUMBER: 001

(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
	Aberdeen	Abrden Intl Eq A - Mutual Fund -	87,648 units **	$ 80,167
	AllianceBernstein	Allber Intl Val K - Mutual Fund	191,071 units **	135,026
	American Century	Am Cent Infl Adj Bond Inst - Mutual Fund	101,761 units **	113,162
	American Century	American Century Growth Adv - Mutual Fund	75,176 units **	106,927
	American Century	American Century Income & Growth Inst - Mutual Fund	17,358 units **	15,209
	American Century	American Century International Growth - Mutual Fund	5,761 units **	4,881
	American Century	American Century Short-Term Govt Adv - Mutual Fund	16,296 units **	19,714
	American Century	American Century Ultra Inst - Mutual Fund	1,429 units **	1,358
	Blackrock	Blackrock Large Cap Growth Inv A - Mutual Fund	98,791 units **	84,518
	Blackrock	Blackrock Large Cap Value Inv A - Mutual Fund	113,704 units **	98,376
	Blackrock	Blackrock Small-Mid Cap Growth Inv A - Mutual Fund	519 units **	389
	DE	DE Value A - Mutual Fund	20,354 units **	14,128
	Dreyfus	Dreyfus Appreciation - Mutual Fund	38,093 units **	37,825
	Dreyfus	Dreyfus Balanced Opportunity A - Mutual Fund	14,710 units **	13,376
	Dreyfus	Dreyfus Third Century Z - Mutual Fund	32 units **	20
	Federated	Federated Equity Income F - Mutual Fund	38,730 units **	35,526
	Federated	Federated High-Yield - Mutual Fund	502 units **	870
	Federated	Federated Intermediate Corp Bd Instl Svc - Mutual Fund	372 units **	491

See independent auditors' disclaimer of opinion.

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes (Continued)
December 31, 2009

EMPLOYER IDENTIFICATION NUMBER: 74-1460263
PLAN NUMBER: 001

(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
	Fidelity	Fidelity Advisor Balanced A - Mutual Fund	3 units **	4
	Fidelity	Fidelity Advisor Equity Growth A - Mutual Fund	1,146 units **	820
	Fidelity	Fidelity Advisor Equity Growth Income A - Mutual Fund	15,369 units **	18,659
	Fidelity	Fidelity Advisor Growth Opportunities A - Mutual Fund	32 units **	31
	Franklin	Fnanklin Small-Mid Cap Growth A - Mutual Fund	679 units **	532
	Franklin	Franklin Mutual Shares A	15,711 units **	21,397
	Franklin Templeton	Franklin Balance Sheet Investment A - Mutual Fund	32,892 units **	52,001
	Goldman Sachs	Goldman Sachs Large Cap Value A - Mutual Fund	89,976 units **	71,813
	Goldman Sachs	GoldmanSachs Small Cap Value A - Mutual Fund	48,193 units **	56,729
	Goldman Sachs	GoldmanSachs Strcd Large Cap Value A - Mutual Fund	48,311 units **	51,153
	Invesco Aim Advisors	Aim Dynamics A - Mutual Fund	3,279 units **	2,591
	Invesco Aim Advisors	Aim Energy Inv - Mutual Fund	2,460 units **	5,846
	Invesco Aim Advisors	Aim Small Cap Growth A - Mutual Fund	2069 units **	2,640
	Janus	Janus Balanced S - Mutual Fund	30,256 units **	35,000
	Janus	Janus Forty S - Mutual Fund	24,998 units **	40,254
	Janus	Janus Overseas S - Mutual Fund	172,457 units **	218,641
	Janus	Janus S - Mutual Fund	24,329 units **	30,551
	Janus	Janus Worldwide S - Mutual Fund	11,676 units **	14,152

See independent auditors' disclaimer of opinion.

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes (Continued)
December 31, 2009

EMPLOYER IDENTIFICATION NUMBER: 74-1460263
PLAN NUMBER: 001

(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
	JPMorgan	Jpm Dynmc Small Cap Growth A - Mutual Fund	75,616 units **	60,139
	JPMorgan	JPMorgan Mid Cap Growth A - Mutual Fund	17 units **	24
	JPMorgan	JPMorgan Small Cap Value A - Mutual Fund	13,134 units **	16,564
	Lazard	Lazard Emerging Market Eq Open - Mutual Fund	6,339 units **	7,274
	Legg Mason	Legg Mason Wstras As Inf Ind Pls Bd Inst - Mutual Fund	38,263 units **	42,007
	Legg Mason	Legg Mason Wstras As Non USOppr Bd Inst - Mutual Fund	76,004 units **	88,237
	Legg Mason	Legg Mason Wstras Cor Pls Bd Inst - Mutual Fund	40,527 units **	45,731
	MainStay	Mainstay Epoch Global Eq Yield A - Mutual Fund	93,822 units **	96,117
	MFS Investment	Mfs Value A - Mutual Fund	66,109 units **	87,655
*	Nationwide	Aggregate Sbda Assets - Mutual Fund	27,142 units **	30,003
*	Nationwide	Nationwide A - Mutual Fund	2,186 units **	2,298
*	Nationwide	Nationwide Bond Index A - Mutual Fund	8,530 units **	10,678
*	Nationwide	Nationwide Government Bond A - Mutual Fund	24,582 units **	34,690
*	Nationwide	Nationwide Growth A - Mutual Fund	115 units **	128
*	Nationwide	Nationwide International Index A - Mutual Fund	5,213 units **	8,700
*	Nationwide	Nationwide Inv Dest Mod Cnsrv Instl - Mutual Fund	99 units **	95
*	Nationwide	Nationwide Inv Dest Mod I - Mutual Fund	654 units **	620

See independent auditors' disclaimer of opinion.

(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
*	Nationwide	Nationwide Inv Destinations Agrsv I - Mutual Fund	916 units **	767
*	Nationwide	Nationwide Inv Destinations Mod Agrsv I - Mutual Fund	288 units **	246
*	Nationwide	Nationwide Mid Cap Market Index A - Mutual Fund	3,776 units **	5,626
*	Nationwide	Nationwide Money Market Instl - Mutual Fund	854,876 units **	967,663
*	Nationwide	Nationwide S&P 500 Index Instl - Mutual Fund	5,377 units **	4,367
*	Nationwide	Nationwide Small Cap Index Instl - Mutual Fund	13,562 units **	10,438
	Neuberger Berman	Neuberger Berman Genesis Tr - Mutual Fund	98,769 units **	195,865
	Neuberger Berman	Neuberger Berman Partners Tr - Mutual Fund	125,992 units **	160,448
	Neuberger Berman	Nueberger Berman Guardian Tr - Mutual Fund	125,826 units **	147,550
	Oppenheimerfunds Inc	Oppenheimer Capital Appreciation A - Mutual Fund	19,625 units **	16,131
	Oppenheimerfunds Inc	Oppenheimer Global Strat Income A - Mutual Fund	26,240 units **	42,725
	Oppenheimerfunds Inc	Oppenheimer International Bd A - Mutual Fund	37,218 units **	94,219
	Oppenheimerfunds Inc	Oppenheimer Intl Growth A - Mutual Fund	31,467 units **	71,280
	Oppenheimerfunds Inc	Oppenheimer Main St Small Cap A - Mutual Fund	1,307 units **	1,583
	Oppenheimerfunds Inc	Oppenhemer Global A - Mutual Fund	48,212 units **	57,704
	Pacific Investment Mgmt	PIMCO Real Return Inst - Mutual Fund	103,250 units **	121,411
	Pacific Investment Mgmt	PIMCO Total Return Instl - Mutual Fund	94,458 units **	118,470
	Pioneer	Pioneer Emerg Markets Fd A	18,859 units **	38,344
	Pioneer	Pioneer High Yield A - Mutual Fund	5,949 units **	9,995

See independent auditors' disclaimer of opinion.

(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
	Principal	Prncpl Hi Yield Inst - Mutual Fund	14,483 units **	14,990
	Principal	Prncpl Inv High Yield A - Mutual Fund	1,638 units **	1,949
	Principal	Prncpl Inv Large Cap Gr A - Mutual Fund	160 units **	128
	Principal	Prncpl Inv Large Cap Gr Inst - Mutual Fund	65,515 units **	74,395
	Templeton Global	Templeton Foreign A - Mutual Fund	14,056 units **	26,558
	Turner	Turner Small Cap Growth Fd - Mutual Fund	35 units **	37
	Vanguard	Vanguard Small Cap Value Index Is - Mutual Fund	37,848 units **	35,625
	Wells Fargo	Wfaf Asia Pacific Inv - Mutual Fund	130,746 units **	104,341
	Wells Fargo	Wfaf Common Stock Fund Cl A - Mutual Fund	17,209 units **	26,412
	Wells Fargo	Wfaf Endvr Sel A - Mutual Fund	63,782 units **	46,849
	Wells Fargo	Wfaf Large Co Cor Inv - Mutual Fund	21,100 units **	14,364
	Wells Fargo	Wfaf Mid Cap Growth Fund A	154,084 units **	153,007
	Participants' Loans	Secured by vested account balances with interest rates from 4.25% to 9.25%		93,584
				$4,572,808

* Party-in-interest

** Pooled separate account

See independent auditors' disclaimer of opinion.

JACK HILLIARD DISTRIBUTING COMPANY, INC.
401(k) PLAN

FINANCIAL STATEMENTS AS OF

December 31, 2009 and 2008

TOGETHER WITH INDEPENDENT AUDITORS' REPORT THEREON

AND SUPPLEMENTARY INFORMATION

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BROCKWAY
GERSBACH
FRANKLIN &
NIEMEIER, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

Administrative Committee of
Jack Hilliard Distributing Company, Inc.
401(k) Plan

We were engaged to audit the financial statements of Jack Hilliard Distributing Company, Inc. Inc. 401(k) Plan as of December 31, 2009 and 2008 and for the year ended December 31, 2009, and the supplemental schedules as of and for the year ended December 31, 2009, as listed in the accompanying index. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under 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 9, which was certified by Nationwide Financial Services, Inc., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplement schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2009 and 2008, the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and schedules taken as a whole. The form and content of the information included in the financial statements and schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United State 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.

Brockway, Gersbach, Franklin & Niemeier, P.C.

October 13, 2010

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JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
As of December 31, 2009 and 2008

ASSETS

	2009	2008
Investments, at fair value:		
Participant-directed investments	$ 4,479,224	$ 3,439,156
Participant loans	93,584	115,764
Total Investments, at fair value	4,572,808	3,554,920
Receivables:		
Employer's contribution	54,518	-
Participants' contributions	2,141	-
Total Receivables	56,659	-
Total Assets	4,629,467	3,554,920

LIABILITIES

Other Liabilities	-	20,526
Net Assets Available for Benefits	$ 4,629,467	$ 3,534,394

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

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Year Ended December 31, 2009

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income:	
Net appreciation in fair value of investments	$ 765,559
Interest	7,450
Total Investment Income	773,009
Contributions:	
Employer's	118,919
Participants'	243,337
Other, including rollovers	6,206
Total Contributions	368,462
Total Additions	1,141,471
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	46,398
Net Increase	1,095,073
NET ASSETS AVAILABLE FOR BENEFITS	
Beginning of year	3,534,394
End of year	$ 4,629,467

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

1. Description of Plan

The following description of the Jack Hilliard Distributing Company, Inc. (the "Company") 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of the Company who have completed six months of service and are age eighteen or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Participants may elect to contribute up to 100% of their compensation to the Plan. Additionally, the Company has the option of making a discretionary match with respect to each plan year's eligible participants as determined by the Company. For 2009, as in the prior year, the Company contributed on behalf of each participant a matching contribution of 50% of the participant's contributions for the year. Contributions are subject to maximum annual dollar contribution restrictions of ERISA and the Internal Revenue Service. Participants direct the investment of the contributions into various investment options offered by the Plan. The Plan currently offers 90 pooled separate investment accounts, a managed individual account, and a money market mutual fund as investment options for participants.

Participant Accounts

Each participant account is credited with the participant's contributions and allocations of (a) Company contributions, (b) Plan earnings, and (c) charged with an allocation of administrative expenses. Allocations of earnings are based on account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participants' vested account.

1. Description of Plan (continued)

Vesting

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company contributions portion of their accounts plus earnings thereon is based on years of continuous service. A participant is 100% vested after six years of credited service. A participant receives credit for a year of service if they complete at least 1,000 hours of service at any time during the twelve consecutive month computation period. Employees are vested according to the following schedule:

Years of Service	Vesting Percentage
Less than 2	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Participants reaching retirement age or who die or become disabled will automatically be 100% vested.

Investment Options

Upon enrollment in the Plan, a participant directs contributions in a number of investment options:

Nationwide's The Best of America Group Pension Series ("Nationwide") categorizes the mutual funds available to participants under the plan based on investment volatility. Volatility is the measurement of how widely a mutual fund may swing above or below its expected return. Nationwide has classified the volatility as: Very High, High, Moderate, Low, Very Low, Stable Value and other. A list of investment options is provided to the participants.

All contributions are participant directed. Participants may change their investments options twenty-four hours a day, seven days a week on the internet based retirement investment fund manager's website.

Forfeited Accounts

Forfeited nonvested accounts are to be used first to restore a participant's forfeitures, then to reduce the employer's discretionary non-elective contribution, if any. There were no non-elective contributions in the current year.

1. Description of Plan (continued)

Participants' Loans

Participants may borrow from their fund accounts. Loan transactions are treated as a transfer to (from) the investment fund from (to) the participant loans fund. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the Plan administrator. Principal and interest is paid ratably through weekly or biweekly payroll deductions.

Payments of Benefits

On termination of service due to death, disability, retirement, or other reasons, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in either a lump-sum amount or in annual installments. Participant consent is required for distributions in excess of $ 1,000. The Plan also allows for in-service withdrawal of vested account balance at age 59.5 and withdrawal of elective deferrals for qualified hardship.

2. Summary of Significant Accounting Policies

Date of Management's Review

Subsequent events were evaluated through October 13, 2010, which is the date of the financial statements were available to be issued.

Basis of Accounting

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

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. If available, quoted market prices are used to value investments. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year. See Note 3 for further detail on fair measurements.

2. Summary of Significant Accounting Policies (continued)

Payment of Benefits

Benefits are recorded when paid.

Forfeited Accounts

At December 31, 2009 and 2008, forfeited nonvested accounts totaled $ 4,605 and $ 24,203, respectively. These accounts will be used to reduce future employer non-elective contributions.

Plan Expenses

Administrative expenses other than trustee fees of the Plan were absorbed by the company Sponsor of the Plan in 2009 and 2008.

3. Fair Value Measurements

Financial Accounting Standards Board Statement No. 157, Fair Value Measurements (SFAS No. 157) establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels of the Fair Value hierarchy under SFAS No. 157 are described below:

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

Level 2 Inputs to the valuation methodology include:

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

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

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

3. Fair Value Measurements (continued)

In accordance with SFAS No. 157, the Plan classifies its investments into Level 1, which refers to securities traded in an active market, Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available or Level 1 securities where there is a contractual restriction, and Level 3, which refers to securities not traded in an active market and for which no significant observable market inputs are available. As required by SFAS No. 157, at December 31, the Plan's portfolio investments were classified as follows, based on fair values:

	2009 Fair Value	2008 Fair Value
Level 1	$ -	$ -
Level 2	4,479,224	3,439,156
Level 3	93,584	115,764
Total portfolio investments	$ 4,572,808	$ 3,554,920

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

Pooled Separate Accounts: Valued at the net asset value ("NAV") of its underlying investments which include mutual funds, stocks, bonds and securities in varying proportions. The majority of the underlying investments have observable level 1 or 2 pricing inputs, including quoted prices for similar assets in active or non-active markets. Assigned input level: 2

Participant Loans: Participant loans are reported at unpaid balances which approximates fair value. There is no existing external exit market for these loans as all transactions are restricted to participants and the plan sponsor. These loans cannot be assumed or sold to outside parties. There is no credit risk involved with these loans as any participant defaults are then deemed taxable distributions to the participant. Assigned input level: 3

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

3. Fair Value Measurements (continued)

The following table presents the fair value of investments of the Plan as of December 31, 2009 and 2008, all of which are participant directed.

	2009		
	Level 2 Inputs	Level 3 Inputs	Total Fair Value
Pooled separate accounts of Nationwide Financial Services, Inc.	$ 4,479,224	$ -	$ 4,479,224
Participant loans	-	93,584	93,584
Total Investments by Fair Value Hierarchy	$ 4,479,224	$ 93,584	$ 4,572,808

	2008		
	Level 2 Inputs	Level 3 Inputs	Total Fair Value
Pooled separate accounts of Nationwide Financial Services, Inc.	$ 3,439,156	$ -	$ 3,439,156
Participant loans	-	115,764	115,764
Total Investments by Fair Value Hierarchy	$ 3,439,156	$ 115,764	$ 3,554,920

3. Fair Value Measurements (continued)

As required by SFAS No. 157, the following table presents a reconciliation of the beginning and ending balances of the fair value measurements using significant unobservable inputs (Level 3):

	Level 3 Participant Loans Fair Value
December 31, 2009	
Beginning Balance	$ 115,764
Purchases and sales, net	(22,180)
Ending Balance	$ 93,584
Change in unrealized gains or losses related to assets still held at December 31, 2009	$ -

	Level 3 Participant Loans Fair Value
December 31, 2008	
Beginning Balance	$ 75,383
Purchases and sales, net	40,381
Ending Balance	$ 115,764
Change in unrealized gains or losses related to assets still held at December 31, 2008	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended December 31, 2009, are reported in net appreciation in fair value of investments.

4. Investments

At December 31, 2009 and 2008, no single investment fund represented 5% or more of the total net assets available for benefits.

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $ 1,107,888 as follows:

Mutual Funds	$	1,040,068
Participant Loans		(22,180)
	$	1,017,888

5. Plan Termination

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

6. Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated October 1, 1989, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the latest determination letter. However, the Plan administrator and the Plan's tax counsel believe that the Plan is currently 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.

7. Other Risks and Uncertainties

Certain financial instruments potentially subject the plan to concentrations of credit risk. These financial instruments include mutual funds. The trustees continually perform ongoing evaluations to assess the credit risk associated with these investments. The Plan has not experienced any credit losses associated with these investments.

Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the 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 statement of net assets available for plan benefits.

8. Party-in-Interest Transactions

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SUPPLEMENTARY INFORMATION

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes
December 31, 2009

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PLAN NUMBER: 001

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See independent auditors' disclaimer of opinion.

JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes (Continued)
December 31, 2009

EMPLOYER IDENTIFICATION NUMBER: 74-1460263
PLAN NUMBER: 001

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	Fidelity	Fidelity Advisor Equity Growth A - Mutual Fund	1,146 units **	820
	Fidelity	Fidelity Advisor Equity Growth Income A - Mutual Fund	15,369 units **	18,659
	Fidelity	Fidelity Advisor Growth Opportunities A - Mutual Fund	32 units **	31
	Franklin	Fnanklin Small-Mid Cap Growth A - Mutual Fund	679 units **	532
	Franklin	Franklin Mutual Shares A	15,711 units **	21,397
	Franklin Templeton	Franklin Balance Sheet Investment A - Mutual Fund	32,892 units **	52,001
	Goldman Sachs	Goldman Sachs Large Cap Value A - Mutual Fund	89,976 units **	71,813
	Goldman Sachs	GoldmanSachs Small Cap Value A - Mutual Fund	48,193 units **	56,729
	Goldman Sachs	GoldmanSachs Strcd Large Cap Value A - Mutual Fund	48,311 units **	51,153
	Invesco Aim Advisors	Aim Dynamics A - Mutual Fund	3,279 units **	2,591
	Invesco Aim Advisors	Aim Energy Inv - Mutual Fund	2,460 units **	5,846
	Invesco Aim Advisors	Aim Small Cap Growth A - Mutual Fund	2069 units **	2,640
	Janus	Janus Balanced S - Mutual Fund	30,256 units **	35,000
	Janus	Janus Forty S - Mutual Fund	24,998 units **	40,254
	Janus	Janus Overseas S - Mutual Fund	172,457 units **	218,641
	Janus	Janus S - Mutual Fund	24,329 units **	30,551
	Janus	Janus Worldwide S - Mutual Fund	11,676 units **	14,152

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JACK HILLIARD DISTRIBUTING COMPANY, INC. 401(k) PLAN
Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes (Continued)
December 31, 2009

EMPLOYER IDENTIFICATION NUMBER: 74-1460263
PLAN NUMBER: 001

(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
	JPMorgan	Jpm Dynmc Small Cap Growth A - Mutual Fund	75,616 units **	60,139
	JPMorgan	JPMorgan Mid Cap Growth A - Mutual Fund	17 units **	24
	JPMorgan	JPMorgan Small Cap Value A - Mutual Fund	13,134 units **	16,564
	Lazard	Lazard Emerging Market Eq Open - Mutual Fund	6,339 units **	7,274
	Legg Mason	Legg Mason Wstras As Inf Ind Pls Bd Inst - Mutual Fund	38,263 units **	42,007
	Legg Mason	Legg Mason Wstras As Non USOppr Bd Inst - Mutual Fund	76,004 units **	88,237
	Legg Mason	Legg Mason Wstras Cor Pls Bd Inst - Mutual Fund	40,527 units **	45,731
	MainStay	Mainstay Epoch Global Eq Yield A - Mutual Fund	93,822 units **	96,117
	MFS Investment	Mfs Value A - Mutual Fund	66,109 units **	87,655
*	Nationwide	Aggregate Sbda Assets - Mutual Fund	27,142 units **	30,003
*	Nationwide	Nationwide A - Mutual Fund	2,186 units **	2,298
*	Nationwide	Nationwide Bond Index A - Mutual Fund	8,530 units **	10,678
*	Nationwide	Nationwide Government Bond A - Mutual Fund	24,582 units **	34,690
*	Nationwide	Nationwide Growth A - Mutual Fund	115 units **	128
*	Nationwide	Nationwide International Index A - Mutual Fund	5,213 units **	8,700
*	Nationwide	Nationwide Inv Dest Mod Cnsrv Instl - Mutual Fund	99 units **	95
*	Nationwide	Nationwide Inv Dest Mod I - Mutual Fund	654 units **	620

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(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
*	Nationwide	Nationwide Inv Destinations Agrsv I - Mutual Fund	916 units **	767
*	Nationwide	Nationwide Inv Destinations Mod Agrsv I - Mutual Fund	288 units **	246
*	Nationwide	Nationwide Mid Cap Market Index A - Mutual Fund	3,776 units **	5,626
*	Nationwide	Nationwide Money Market Instl - Mutual Fund	854,876 units **	967,663
*	Nationwide	Nationwide S&P 500 Index Instl - Mutual Fund	5,377 units **	4,367
*	Nationwide	Nationwide Small Cap Index Instl - Mutual Fund	13,562 units **	10,438
	Neuberger Berman	Neuberger Berman Genesis Tr - Mutual Fund	98,769 units **	195,865
	Neuberger Berman	Neuberger Berman Partners Tr - Mutual Fund	125,992 units **	160,448
	Neuberger Berman	Nueberger Berman Guardian Tr - Mutual Fund	125,826 units **	147,550
	Oppenheimerfunds Inc	Oppenheimer Capital Appreciation A - Mutual Fund	19,625 units **	16,131
	Oppenheimerfunds Inc	Oppenheimer Global Strat Income A - Mutual Fund	26,240 units **	42,725
	Oppenheimerfunds Inc	Oppenheimer International Bd A - Mutual Fund	37,218 units **	94,219
	Oppenheimerfunds Inc	Oppenheimer Intl Growth A - Mutual Fund	31,467 units **	71,280
	Oppenheimerfunds Inc	Oppenheimer Main St Small Cap A - Mutual Fund	1,307 units **	1,583
	Oppenheimerfunds Inc	Oppenhemer Global A - Mutual Fund	48,212 units **	57,704
	Pacific Investment Mgmt	PIMCO Real Return Inst - Mutual Fund	103,250 units **	121,411
	Pacific Investment Mgmt	PIMCO Total Return Instl - Mutual Fund	94,458 units **	118,470
	Pioneer	Pioneer Emerg Markets Fd A	18,859 units **	38,344
	Pioneer	Pioneer High Yield A - Mutual Fund	5,949 units **	9,995

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(a)*	(b) Identity of Issuer	(c) Description of Investment		(e) Current Value
	Principal	Prncpl Hi Yield Inst - Mutual Fund	14,483 units **	14,990
	Principal	Prncpl Inv High Yield A - Mutual Fund	1,638 units **	1,949
	Principal	Prncpl Inv Large Cap Gr A - Mutual Fund	160 units **	128
	Principal	Prncpl Inv Large Cap Gr Inst - Mutual Fund	65,515 units **	74,395
	Templeton Global	Templeton Foreign A - Mutual Fund	14,056 units **	26,558
	Turner	Turner Small Cap Growth Fd - Mutual Fund	35 units **	37
	Vanguard	Vanguard Small Cap Value Index Is - Mutual Fund	37,848 units **	35,625
	Wells Fargo	Wfaf Asia Pacific Inv - Mutual Fund	130,746 units **	104,341
	Wells Fargo	Wfaf Common Stock Fund Cl A - Mutual Fund	17,209 units **	26,412
	Wells Fargo	Wfaf Endvr Sel A - Mutual Fund	63,782 units **	46,849
	Wells Fargo	Wfaf Large Co Cor Inv - Mutual Fund	21,100 units **	14,364
	Wells Fargo	Wfaf Mid Cap Growth Fund A	154,084 units **	153,007
	Participants' Loans	Secured by vested account balances with interest rates from 4.25% to 9.25%		93,584
				$4,572,808

* Party-in-interest

** Pooled separate account

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