Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2009

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
VINTAGE ASSOCIATES INC

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/27/1997

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

78 755 DARBY RD.
BERMUDA DUNES, CA 92203

2b Employer Identification Number (EIN) 33-0499024

2c Sponsor's telephone number 760-772-3673

2d Business code (see instructions) 444200

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	GREGORY GRITTERS
	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")
VINTAGE ASSOCIATES INC

78 755 DARBY RD.
BERMUDA DUNES, CA 92203

3b Administrator's EIN
33-0499024

3c Administrator's telephone number
760-772-3673

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**	274
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**	246
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	20
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	266
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	266
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	59
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	3
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 2G 2J 2K 2T 3D

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)		0	**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
VINTAGE ASSOCIATES INC

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0499024

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).. . . . . [X] 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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250 VESEY STREET
NEW YORK, NY 10281

13-5674085

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

PAYCHEX SECURITIES CORPORATION

16-1486352

(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)

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250 VESEY STREET
NEW YORK, NY 10281

13-5674085

(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?
	BROKERAGE		Yes [X] No [ ]	Yes [ ] No [X]	7242	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 ☐

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

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

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

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE 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
VINTAGE ASSOCIATES INC

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0499024

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	0	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	105218	224443
(2) U.S. Government securities	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	
(B) All other	1c(3)(B)	0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	
(B) Common	1c(4)(B)	0	
(5) Partnership/joint venture interests	1c(5)	0	
(6) Real estate (other than employer real property)	1c(6)	0	
(7) Loans (other than to participants)	1c(7)	0	
(8) Participant loans	1c(8)	62850	45288
(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)	586743	593815
(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	
(2) Employer real property	1d(2)	0	
e Buildings and other property used in plan operation	1e	0	
f Total assets (add all amounts in lines 1a through 1e)	1f	754811	863546
Liabilities			
g Benefit claims payable	1g	0	
h Operating payables	1h	0	
i Acquisition indebtedness	1i	0	
j Other liabilities	1j	0	
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	754811	863546

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)	11093	
(B) Participants	2a(1)(B)	68488	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		79581
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	4	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	2970	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		2974
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	12957	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		12957
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		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)		79519
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		175031
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	53482	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		53482
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		10777
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	2037	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		2037
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		66296
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		108735
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: CAHILL AND ASSOCIATES **(2)** EIN: 20-3734254

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		250000
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
VINTAGE ASSOCIATES INC

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0499024

Part I Distributions

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

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

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

EIN(s): 16-1470238

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Financial Statements

VINTAGE ASSOCIATES, INC. 401(k) PROFIT SHARING PLAN AND TRUST

December 31, 2009

C&A

Member of the Private Companies Practice Section of the American Institute of Certified Public Accountants

CAHILL & ASSOCIATES

An Accountancy Corporation

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust
Bermuda Dunes, California

We have audited the accompanying statements of net assets available for benefits of Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements and supplementary schedule are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 7 and 8, which was certified by Mid Atlantic Trust Company, the trustee of the Plan, in accordance with Department of Labor (DOL) Regulation 2520.103-5(c), except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the 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 year ended December 31, 2009, that the information provided to the Plan administrator by the trustee is complete and accurate.

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

September 28, 2010

Cahill & Associates

69730 Hwy 111, Suite 215, Rancho Mirage, Ca 92270

ph: 760-770-6444 *fax*: 760-770-1293 *web*: www.cahillcpas.com

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS		
Investments - Notes 7 and 8	$ 818,258	$ 691,961
Receivables		
Loans to participants - Notes 7 and 8	45,288	62,850
Total assets	863,546	754,811
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 863,546	$ 754,811

See accompanying notes and independent auditor's report.

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008

	2009	2008
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Interest — participant loans - Note 8	$ 2,970	$ 2,528
Interest income	4	2,509
Net realized gain (loss) on sale of assets	13,482	(2,872)
Dividends	12,957	17,838
Total investment income	29,413	20,003
Net appreciation (depreciation) in fair market value	66,037	(225,917)
Contributions:		
Participants	68,488	73,820
Employer	11,093	12,032
Total contributions	79,581	85,852
Total additions (reductions)	175,031	(120,062)
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	53,482	40,693
Deemed distribution of participant loan	10,777	-
Management and other fees	2,037	390
Total deductions	66,296	41,083
INCREASE (DECREASE) IN NET ASSETS	108,735	(161,145)
NET ASSETS AVAILABLE FOR BENEFITS, Beginning of the year	754,811	915,956
NET ASSETS AVAILABLE FOR BENEFITS, End of the year	$ 863,546	$ 754,811

See accompanying notes and independent auditor's report.

NOTE 1. DESCRIPTION OF PLAN

The Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust was originally established on January 1, 1998, under the Plan name Steven Burt and Associates, Inc., 401(k) Profit-Sharing Plan and Trust and was designed to reward eligible employees for long and loyal service by providing them with retirement benefits. On December 16, 2005, due to a change in management, the corporate name was changed to Vintage Associates, Inc. Consequently, effective January 1, 2006, the above Plan was renamed Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust (the "Plan"). The Plan was amended on March 28, 2005, January 1, 2007 and January 1, 2008, revisions of which are now embodied in the current Summary Plan Description.

The Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust's recordkeeping and administrative services are rendered by Paychex Retirement Services, with Merrill Lynch as the Plan investment provider. Previously, the Plan was administered by Compensation Consultants, with ING as the Plan investment provider, until the turnover of Plan assets to Paychex Retirement Services in July 2005. In January 2008, Mid Atlantic Trust Company was appointed as the directed trustee of the Plan's assets.

The following description of the Vintage Associates, Inc., 401(k) Profit Sharing Plan and Trust 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 full-time employees of Vintage Associates, Inc., who have six (6) months of service and are age twenty-one (21) or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Internal Revenue Service has approved the Plan.

Excluded Employees — The Plan excludes certain employees who are not eligible to participate in the Plan. These employees are (a) employees whose employment is governed by a collective bargaining agreement under which retirement benefits are the subject of good faith bargaining, unless such agreement expressly provides for participation in the Plan, (b) certain nonresident aliens who have no earned income from sources within the United States, and (c) employees who became employees as a result of an asset or stock acquisition, merger, or similar transaction involving a change in the employer of the employees of a trade or business. Excluded employees under (c) above will be excluded during the period beginning on the date of the transaction and ending on the last day of the first Plan year beginning after the date of the transaction.

Contributions — Each year participants may contribute through elective deferrals of pretax annual compensation as defined in the Plan subject to the individual and average limits set by federal tax laws. Employer matching contributions equal 25% of the participant's elective deferrals, but not to exceed its contribution percentage (25%) applied to 4% of the contributing participant's compensation.

Profit-Sharing Contributions — Each year, the managing body of Vintage Associates, Inc., will determine the amount, if any, which it will contribute to the Plan. In order to be eligible to receive a profit-sharing contribution, an employee must be a participant in the Plan and must complete six (6) months of service. If a participant terminates employment, at least 500 hours of service must be rendered during the Plan year.

NOTE 1. DESCRIPTION OF PLAN (continued)

Rollover and Transfer Contributions — Vintage Associates, Inc., allows rollover and transfer contributions to the Plan, regardless of whether the employee becomes a participant in the Plan as set forth in the Plan documents. The employee is 100% vested in the rollover and transfer contributions.

Contribution Limits — Section 415 of the Internal Revenue Code provides for dollar limitations on benefits and contributions under qualified retirement plans. For the year 2009, the contribution limits as set by law are (a) the elective deferral limit is $16,500, and a catch-up contribution limit of $5,500 is allowed if the participant attains the age of 50 during a calendar year, (b) the annual compensation used to determine contributions made by non-highly compensated employees is $245,000, and (c) the annual defined contribution limit that is made by or for a participant is $49,000. For the year 2008, the contribution limit for the elective deferral was $15,500, catch-up contribution limit was $5,000, annual compensation limit was $230,000, and annual defined contribution limit was $46,000. Matching contributions pertaining to excess deferral contributions paid back to the participant will be forfeited. Forfeitures resulting from the above contribution limits will be used to reduce future matching contributions.

Distributions — A participant can withdraw from his individual account if he terminates employment before normal retirement age (65 years and above), becomes disabled, or reaches normal retirement age but continues to work. A participant can request a distribution from the Plan of his vested interest upon attainment of age 59 ½, even if the participant continues to work. Unless one of the situations above exists, a participant cannot withdraw from his individual account attributable to employer profit-sharing and matching contributions, rollover contributions, or transfer contributions while still being employed.

Participant Accounts — Each participant's account is credited with the participant's contribution, the employer's matching contribution, profit-sharing contribution, if any, and allocations of the Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Administrative Expenses — Accounting, recordkeeping, and certain administrative expenses are paid by the Plan sponsor.

Vesting — A participant is immediately vested in his contributions and transfer, or rollover, contributions plus actual earnings thereon. For profit-sharing contributions and matching contributions, a vesting schedule is provided for in the Plan documents depending on the years of vesting service.

Participant Loans — A participant may borrow from his fund account a minimum of $1,000 up to no greater than 50% of the participant's vested account balance or $50,000 minus the highest outstanding loan balance in the previous twelve months. A loan transaction is treated as a transfer to (from) the investment fund from (to) the participant's loan fund. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest (i.e., the rate a bank or other professional lenders would charge for making a loan in a similar circumstance). Principal and interest are paid ratably through monthly payroll deductions.

NOTE 1. DESCRIPTION OF PLAN (continued)

Payment of Benefits — Upon termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his account or annual installments over the applicable life expectancy. For termination of service due to other reasons, a participant may receive the value of the vested interest in his account as a lump-sum distribution. When determining the value of the account, rollover contributions will not be included. Benefits are recorded when paid.

Forfeitures — A forfeiture is created when a participant terminates employment before becoming entitled to his full benefits under the Plan. Forfeitures for a Plan year that arise as a result of termination of employment or forfeitures following five consecutive breaks in vesting service, may be, at the employer's discretion, applied first to the payment of the Plan's administrative expenses or applied to the restoration of the re-employed participant's individual accounts who received distributions. Any remaining forfeitures may be used to reduce employer contributions or are allocated among participants based on an allocation formula immediately following the Plan year in which the forfeiture occurred.

Investment Options — Upon enrollment in the Plan, a participant may direct contributions in any increments in any of the following funds:

Black Rock Fundamental Growth Fund — Primarily invests in a portfolio of equity securities that fund management believes have shown above-average growth rates in earnings over the long term.

Black Rock Global Allocation Fund — Primarily invests in U.S. and foreign equity and debt and money market securities for high total investment return, varying investments by type and market depending on changing market and economic trends.

Black Rock Government Income Fund — Primarily invests in the highest rated government and agency bonds in the ten- to fifteen-year maturity range and in mortgages guaranteed by the U.S. Government or its agencies.

Black Rock International Value Fund — Primarily invests in equities of companies in developed countries located outside the United States that fund management believes are currently undervalued by the market.

Black Rock Large Cap Core Fund — Primarily invests in a diversified portfolio of equity securities of large-cap companies located in the United States. The fund uses an investment approach that blends growth and value.

Black Rock Large Cap Value Fund — Primarily invests in a diversified portfolio of equity securities of large-cap companies located in the United States that fund management believes are undervalued.

Black Rock Value Opportunities Fund — Primarily invests in a diversified portfolio of securities, primarily common stock, of relatively small companies that fund management believes have special investment value and of emerging-growth companies regardless of size.

Davis New York Venture Fund — Primarily invests in equity securities issued by large companies with market capitalizations of at least $10 billion.

NOTE 1. DESCRIPTION OF PLAN (continued)

Evergreen Core Bond Fund — Primarily invests in investment-grade, fixed-income securities seeking to maximize total return, consisting of current income and capital appreciation (both realized and unrealized), consistent with the preservation of capital.

JP Morgan Dynamic Small Cap Fund — Primarily invests in assets seeking to maximize total return through long-term capital growth and earning current income. At least 80% of its assets are invested in equity securities and at least 65% of its total assets in equity securities of small-cap companies.

Merrill Lynch Ready Assets Trust — Primarily invests in a portfolio of short-term money-market instruments, including short-term U.S. government and government agency securities, bank money instruments, corporate debt instruments (including commercial paper and variable amount master demand notes), and repurchase and reverse-purchase agreements.

MFS Total Return Fund — Primarily invests in stocks and bonds with the objective of obtaining above-average income consistent with prudent employment of capital.

Participants may change their investment options daily, to the extent administratively feasible.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. For Plan years ended December 31, 2009 and 2008, the Plan did not have any fully benefit-responsive investment contracts that would require adjustment from fair value to contract value. The Statements of Net Assets Available for Benefits as of December 31, 2009 and 2008, presents the fair value of the investment contracts. The Statements of Changes in Net Assets Available for Benefits for Plan year ended December 31, 2009 and 2008, is prepared on a contract value basis.

Use of 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 of assets and liabilities and changes therein and disclose contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (see Note 8 for discussion of fair value measurements).

Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at the end of the year. Participant loans receivable are valued at cost, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold, as well as held, during the year.

Payment of Benefits

Benefits are recorded when paid.

Operating Expenses

All expenses of maintaining the Plan are paid by the company.

Subsequent Events

The Plan has evaluated subsequent events through September 28, 2010, the date the independent auditor's report and financial statements were completed. In April 2010, the Plan's investment provider, Merrill Lynch was replaced by Wells Fargo Advisors, LLC.

NOTE 3. RECLASSIFICATIONS

Certain reclassifications have been made to the 2008 financial statements in order to conform to the 2009 presentation.

NOTE 4. PLAN TERMINATION

Although it has not expressed any intent to do so, Vintage Associates, Inc., has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

NOTE 5. TAX STATUS

The Plan is a qualified retirement plan designed and being operated in compliance with the applicable requirements under Section 401 of the Internal Revenue Code for use by the Company for the benefit of its employees.

NOTE 6. INVESTMENTS EXCEEDING 5% OF NET ASSETS

The Plan's investments that exceed 5% of net assets available for benefits as of December 31, 2009 and 2008, were derived from the unaudited information supplied by the Plan's trustee:

Investments (at fair value):	2009	2008
Black Rock Global Allocation Fund	$ 76,941	$ 85,215
Black Rock Government Income Fund	122,948	100,828
Davis New York Venture Fund	76,937	79,772
Evergreen Core Bond Fund	119,510	115,160
Merrill Lynch Ready Asset Fund	224,443	105,218
MFS Total Return Fund	100,555	110,135

During the Plan years ended December 31, 2009 and 2008, the Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) in value by $66,037 and $(225,917), respectively, as follows:

	Years ended December 31, 2009	Years ended December 31, 2008
Mutual funds – net change in fair value	$ 66,037	$(225,917)

NOTE 7. INFORMATION PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED)

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

Investments (at fair value):	2009	2008
Black Rock Fundamental Growth Fund	$ 14,815	$ 10,467
Black Rock Global Allocation Fund	76,941	85,215
Black Rock Government Income Fund	122,948	100,828
Black Rock International Value Fund	27,519	30,689
Black Rock Large Cap Core Fund	1,235	537
Black Rock Large Cap Value Fund	18,925	14,504
Black Rock Value Opportunities Fund	5,356	12,552
Davis New York Venture Fund	76,937	79,772
Evergreen Core Bond Fund	119,510	115,160
JP Morgan Dynamic Small Cap Fund	29,074	26,884
Merrill Lynch Ready Assets Trust	224,443	105,218
MFS Total Return Fund	100,555	110,135
Total Investments	$ 818,258	$ 691,961
Loans to participants	$ 45,288	$ 62,850

The information above represents the total fair market value of all investment options as listed under Note 1. Additionally, the components of the changes in net assets, including transactions involving cash and participants' loans with the trustee, for each of the investment fund options were combined and represent an aggregation of all funds for purposes of preparing the accompanying statement of changes in net assets available for Plan benefits.

NOTE 8. FAIR VALUE MEASUREMENTS PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED)

Financial Accounting Standards Board (FASB) Accounting Standards of Codification (ASC) 820, Fair Value Measurements and Disclosures, provide the framework for measuring fair value. The 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 FASB ASC 820 are described as follows:

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.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

Mutual Funds — Valued at the net asset value (NAV) of shares held by the Plan at year-end.

Participant Loans — Valued at amortized cost, which approximates fair value. The stated value of participant loans represents the outstanding principal balance of the loan, taking into account the applicable interest rate, amortization schedule and repayments made for each loan.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2009 and 2008, as prepared and certified by trustee:

NOTE 8: FAIR VALUE MEASUREMENTS (continued)

Assets at Fair Value as of December 31, 2009

	Level 1	Level 2	Level 3	Total
Money Market Funds:				
Ready Assets Trust	$ 224,443	$ -	$ -	$ 224,443
Mutual Funds	593,815	-	-	593,815
Participant loans	-	-	45,288	45,288
Total assets at fair value	$ 818,258	$ -	$ 45,288	$ 863,546

Assets at Fair Value as of December 31, 2008

	Level 1	Level 2	Level 3	Total
Money Market Funds:				
Ready Assets Trust	$ 105,218	$ -	$ -	$ 105,218
Mutual Funds	586,743	-	-	586,743
Participant loans	-	-	62,850	62,850
Total assets at fair value	$ 691,961	$ -	$ 62,850	$ 754,811

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the years ended December 31, 2009 and 2008:

Level 3 Changes in Fair Value and Gains and Losses

	2009	2008
Participant loans – balance, beginning of year	$ 62,850	$ 30,085
Interest income	2,970	2,528
Purchases, sales, issuances and settlements (net)	(20,532)	30,237
Participant loans – balance, end of year	$ 45,288	$ 62,850

No gains and losses (realized and unrealized) are recognized for participant loans, as these are valued at amortized cost, which approximates fair value, consistent with prior years.

NOTE 9: RISK AND UNCERTAINTIES

The Plan provides for various investment options in any combination of stocks, bonds, fixed-income securities, mutual funds, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit. Because of the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefit.

NOTE 10: RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by Merrill Lynch, which is the investment provider and broker, as defined by the Plan, and therefore these transactions qualify as related-party transactions.

SUPPLEMENTARY SCHEDULE

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

SCHEDULE H - ITEM 4i
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 33-0499024
PLAN NO. 001

YEAR ENDED DECEMBER 31, 2009

(a)	(b) Identity of Issuer, Borrower, User, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Merrill Lynch	Black Rock Fundamental Growth Fund	N/A	$ 14,815
*	Merrill Lynch	Black Rock Global Allocation Fund	N/A	76,941
*	Merrill Lynch	Black Rock Government Income Fund	N/A	122,948
*	Merrill Lynch	Black Rock International Value Fund	N/A	27,519
*	Merrill Lynch	Black Rock Large Cap Core Fund	N/A	1,235
*	Merrill Lynch	Black Rock Large Cap Value Fund	N/A	18,925
*	Merrill Lynch	Black Rock Value Opportunities Fund	N/A	5,356
*	Merrill Lynch	Davis New York Venture Fund	N/A	76,937
*	Merrill Lynch	Evergreen Core Bond Fund	N/A	119,510
*	Merrill Lynch	JP Morgan Dynamic Small Cap Fund	N/A	29,074
*	Merrill Lynch	Merrill Lynch Ready Assets Trust	N/A	224,443
*	Merrill Lynch	MFS Total Return Fund	N/A	100,555
	Total investments			$ 818,258
	Loans to participants	Various maturities and interest rates	N/A	$ 45,288

Financial Statements

VINTAGE ASSOCIATES, INC. 401(k) PROFIT SHARING PLAN AND TRUST

December 31, 2009

C&A

Member of the Private Companies Practice Section of the American Institute of Certified Public Accountants

CAHILL & ASSOCIATES

An Accountancy Corporation

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust
Bermuda Dunes, California

We have audited the accompanying statements of net assets available for benefits of Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements and supplementary schedule are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 7 and 8, which was certified by Mid Atlantic Trust Company, the trustee of the Plan, in accordance with Department of Labor (DOL) Regulation 2520.103-5(c), except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the 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 year ended December 31, 2009, that the information provided to the Plan administrator by the trustee is complete and accurate.

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

September 28, 2010

Cahill & Associates

69730 Hwy 111, Suite 215, Rancho Mirage, Ca 92270

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VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS		
Investments - Notes 7 and 8	$ 818,258	$ 691,961
Receivables		
Loans to participants - Notes 7 and 8	45,288	62,850
Total assets	863,546	754,811
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 863,546	$ 754,811

See accompanying notes and independent auditor's report.

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008

	2009	2008
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Interest — participant loans - Note 8	$ 2,970	$ 2,528
Interest income	4	2,509
Net realized gain (loss) on sale of assets	13,482	(2,872)
Dividends	12,957	17,838
Total investment income	29,413	20,003
Net appreciation (depreciation) in fair market value	66,037	(225,917)
Contributions:		
Participants	68,488	73,820
Employer	11,093	12,032
Total contributions	79,581	85,852
Total additions (reductions)	175,031	(120,062)
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	53,482	40,693
Deemed distribution of participant loan	10,777	-
Management and other fees	2,037	390
Total deductions	66,296	41,083
INCREASE (DECREASE) IN NET ASSETS	108,735	(161,145)
NET ASSETS AVAILABLE FOR BENEFITS, Beginning of the year	754,811	915,956
NET ASSETS AVAILABLE FOR BENEFITS, End of the year	$ 863,546	$ 754,811

See accompanying notes and independent auditor's report.

NOTE 1. DESCRIPTION OF PLAN

The Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust was originally established on January 1, 1998, under the Plan name Steven Burt and Associates, Inc., 401(k) Profit-Sharing Plan and Trust and was designed to reward eligible employees for long and loyal service by providing them with retirement benefits. On December 16, 2005, due to a change in management, the corporate name was changed to Vintage Associates, Inc. Consequently, effective January 1, 2006, the above Plan was renamed Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust (the "Plan"). The Plan was amended on March 28, 2005, January 1, 2007 and January 1, 2008, revisions of which are now embodied in the current Summary Plan Description.

The Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust's recordkeeping and administrative services are rendered by Paychex Retirement Services, with Merrill Lynch as the Plan investment provider. Previously, the Plan was administered by Compensation Consultants, with ING as the Plan investment provider, until the turnover of Plan assets to Paychex Retirement Services in July 2005. In January 2008, Mid Atlantic Trust Company was appointed as the directed trustee of the Plan's assets.

The following description of the Vintage Associates, Inc., 401(k) Profit Sharing Plan and Trust 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 full-time employees of Vintage Associates, Inc., who have six (6) months of service and are age twenty-one (21) or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Internal Revenue Service has approved the Plan.

Excluded Employees — The Plan excludes certain employees who are not eligible to participate in the Plan. These employees are (a) employees whose employment is governed by a collective bargaining agreement under which retirement benefits are the subject of good faith bargaining, unless such agreement expressly provides for participation in the Plan, (b) certain nonresident aliens who have no earned income from sources within the United States, and (c) employees who became employees as a result of an asset or stock acquisition, merger, or similar transaction involving a change in the employer of the employees of a trade or business. Excluded employees under (c) above will be excluded during the period beginning on the date of the transaction and ending on the last day of the first Plan year beginning after the date of the transaction.

Contributions — Each year participants may contribute through elective deferrals of pretax annual compensation as defined in the Plan subject to the individual and average limits set by federal tax laws. Employer matching contributions equal 25% of the participant's elective deferrals, but not to exceed its contribution percentage (25%) applied to 4% of the contributing participant's compensation.

Profit-Sharing Contributions — Each year, the managing body of Vintage Associates, Inc., will determine the amount, if any, which it will contribute to the Plan. In order to be eligible to receive a profit-sharing contribution, an employee must be a participant in the Plan and must complete six (6) months of service. If a participant terminates employment, at least 500 hours of service must be rendered during the Plan year.

NOTE 1. DESCRIPTION OF PLAN (continued)

Rollover and Transfer Contributions — Vintage Associates, Inc., allows rollover and transfer contributions to the Plan, regardless of whether the employee becomes a participant in the Plan as set forth in the Plan documents. The employee is 100% vested in the rollover and transfer contributions.

Contribution Limits — Section 415 of the Internal Revenue Code provides for dollar limitations on benefits and contributions under qualified retirement plans. For the year 2009, the contribution limits as set by law are (a) the elective deferral limit is $16,500, and a catch-up contribution limit of $5,500 is allowed if the participant attains the age of 50 during a calendar year, (b) the annual compensation used to determine contributions made by non-highly compensated employees is $245,000, and (c) the annual defined contribution limit that is made by or for a participant is $49,000. For the year 2008, the contribution limit for the elective deferral was $15,500, catch-up contribution limit was $5,000, annual compensation limit was $230,000, and annual defined contribution limit was $46,000. Matching contributions pertaining to excess deferral contributions paid back to the participant will be forfeited. Forfeitures resulting from the above contribution limits will be used to reduce future matching contributions.

Distributions — A participant can withdraw from his individual account if he terminates employment before normal retirement age (65 years and above), becomes disabled, or reaches normal retirement age but continues to work. A participant can request a distribution from the Plan of his vested interest upon attainment of age 59 ½, even if the participant continues to work. Unless one of the situations above exists, a participant cannot withdraw from his individual account attributable to employer profit-sharing and matching contributions, rollover contributions, or transfer contributions while still being employed.

Participant Accounts — Each participant's account is credited with the participant's contribution, the employer's matching contribution, profit-sharing contribution, if any, and allocations of the Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Administrative Expenses — Accounting, recordkeeping, and certain administrative expenses are paid by the Plan sponsor.

Vesting — A participant is immediately vested in his contributions and transfer, or rollover, contributions plus actual earnings thereon. For profit-sharing contributions and matching contributions, a vesting schedule is provided for in the Plan documents depending on the years of vesting service.

Participant Loans — A participant may borrow from his fund account a minimum of $1,000 up to no greater than 50% of the participant's vested account balance or $50,000 minus the highest outstanding loan balance in the previous twelve months. A loan transaction is treated as a transfer to (from) the investment fund from (to) the participant's loan fund. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest (i.e., the rate a bank or other professional lenders would charge for making a loan in a similar circumstance). Principal and interest are paid ratably through monthly payroll deductions.

NOTE 1. DESCRIPTION OF PLAN (continued)

Payment of Benefits — Upon termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his account or annual installments over the applicable life expectancy. For termination of service due to other reasons, a participant may receive the value of the vested interest in his account as a lump-sum distribution. When determining the value of the account, rollover contributions will not be included. Benefits are recorded when paid.

Forfeitures — A forfeiture is created when a participant terminates employment before becoming entitled to his full benefits under the Plan. Forfeitures for a Plan year that arise as a result of termination of employment or forfeitures following five consecutive breaks in vesting service, may be, at the employer's discretion, applied first to the payment of the Plan's administrative expenses or applied to the restoration of the re-employed participant's individual accounts who received distributions. Any remaining forfeitures may be used to reduce employer contributions or are allocated among participants based on an allocation formula immediately following the Plan year in which the forfeiture occurred.

Investment Options — Upon enrollment in the Plan, a participant may direct contributions in any increments in any of the following funds:

Black Rock Fundamental Growth Fund — Primarily invests in a portfolio of equity securities that fund management believes have shown above-average growth rates in earnings over the long term.

Black Rock Global Allocation Fund — Primarily invests in U.S. and foreign equity and debt and money market securities for high total investment return, varying investments by type and market depending on changing market and economic trends.

Black Rock Government Income Fund — Primarily invests in the highest rated government and agency bonds in the ten- to fifteen-year maturity range and in mortgages guaranteed by the U.S. Government or its agencies.

Black Rock International Value Fund — Primarily invests in equities of companies in developed countries located outside the United States that fund management believes are currently undervalued by the market.

Black Rock Large Cap Core Fund — Primarily invests in a diversified portfolio of equity securities of large-cap companies located in the United States. The fund uses an investment approach that blends growth and value.

Black Rock Large Cap Value Fund — Primarily invests in a diversified portfolio of equity securities of large-cap companies located in the United States that fund management believes are undervalued.

Black Rock Value Opportunities Fund — Primarily invests in a diversified portfolio of securities, primarily common stock, of relatively small companies that fund management believes have special investment value and of emerging-growth companies regardless of size.

Davis New York Venture Fund — Primarily invests in equity securities issued by large companies with market capitalizations of at least $10 billion.

NOTE 1. DESCRIPTION OF PLAN (continued)

Evergreen Core Bond Fund — Primarily invests in investment-grade, fixed-income securities seeking to maximize total return, consisting of current income and capital appreciation (both realized and unrealized), consistent with the preservation of capital.

JP Morgan Dynamic Small Cap Fund — Primarily invests in assets seeking to maximize total return through long-term capital growth and earning current income. At least 80% of its assets are invested in equity securities and at least 65% of its total assets in equity securities of small-cap companies.

Merrill Lynch Ready Assets Trust — Primarily invests in a portfolio of short-term money-market instruments, including short-term U.S. government and government agency securities, bank money instruments, corporate debt instruments (including commercial paper and variable amount master demand notes), and repurchase and reverse-purchase agreements.

MFS Total Return Fund — Primarily invests in stocks and bonds with the objective of obtaining above-average income consistent with prudent employment of capital.

Participants may change their investment options daily, to the extent administratively feasible.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. For Plan years ended December 31, 2009 and 2008, the Plan did not have any fully benefit-responsive investment contracts that would require adjustment from fair value to contract value. The Statements of Net Assets Available for Benefits as of December 31, 2009 and 2008, presents the fair value of the investment contracts. The Statements of Changes in Net Assets Available for Benefits for Plan year ended December 31, 2009 and 2008, is prepared on a contract value basis.

Use of 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 of assets and liabilities and changes therein and disclose contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (see Note 8 for discussion of fair value measurements).

Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at the end of the year. Participant loans receivable are valued at cost, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold, as well as held, during the year.

Payment of Benefits

Benefits are recorded when paid.

Operating Expenses

All expenses of maintaining the Plan are paid by the company.

Subsequent Events

The Plan has evaluated subsequent events through September 28, 2010, the date the independent auditor's report and financial statements were completed. In April 2010, the Plan's investment provider, Merrill Lynch was replaced by Wells Fargo Advisors, LLC.

NOTE 3. RECLASSIFICATIONS

Certain reclassifications have been made to the 2008 financial statements in order to conform to the 2009 presentation.

NOTE 4. PLAN TERMINATION

Although it has not expressed any intent to do so, Vintage Associates, Inc., has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

NOTE 5. TAX STATUS

The Plan is a qualified retirement plan designed and being operated in compliance with the applicable requirements under Section 401 of the Internal Revenue Code for use by the Company for the benefit of its employees.

NOTE 6. INVESTMENTS EXCEEDING 5% OF NET ASSETS

The Plan's investments that exceed 5% of net assets available for benefits as of December 31, 2009 and 2008, were derived from the unaudited information supplied by the Plan's trustee:

Investments (at fair value):	2009	2008
Black Rock Global Allocation Fund	$ 76,941	$ 85,215
Black Rock Government Income Fund	122,948	100,828
Davis New York Venture Fund	76,937	79,772
Evergreen Core Bond Fund	119,510	115,160
Merrill Lynch Ready Asset Fund	224,443	105,218
MFS Total Return Fund	100,555	110,135

During the Plan years ended December 31, 2009 and 2008, the Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) in value by $66,037 and $(225,917), respectively, as follows:

	Years ended December 31, 2009	Years ended December 31, 2008
Mutual funds – net change in fair value	$ 66,037	$(225,917)

NOTE 7. INFORMATION PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED)

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

Investments (at fair value):	2009	2008
Black Rock Fundamental Growth Fund	$ 14,815	$ 10,467
Black Rock Global Allocation Fund	76,941	85,215
Black Rock Government Income Fund	122,948	100,828
Black Rock International Value Fund	27,519	30,689
Black Rock Large Cap Core Fund	1,235	537
Black Rock Large Cap Value Fund	18,925	14,504
Black Rock Value Opportunities Fund	5,356	12,552
Davis New York Venture Fund	76,937	79,772
Evergreen Core Bond Fund	119,510	115,160
JP Morgan Dynamic Small Cap Fund	29,074	26,884
Merrill Lynch Ready Assets Trust	224,443	105,218
MFS Total Return Fund	100,555	110,135
Total Investments	$ 818,258	$ 691,961
Loans to participants	$ 45,288	$ 62,850

The information above represents the total fair market value of all investment options as listed under Note 1. Additionally, the components of the changes in net assets, including transactions involving cash and participants' loans with the trustee, for each of the investment fund options were combined and represent an aggregation of all funds for purposes of preparing the accompanying statement of changes in net assets available for Plan benefits.

NOTE 8. FAIR VALUE MEASUREMENTS PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED)

Financial Accounting Standards Board (FASB) Accounting Standards of Codification (ASC) 820, Fair Value Measurements and Disclosures, provide the framework for measuring fair value. The 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 FASB ASC 820 are described as follows:

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.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

Mutual Funds — Valued at the net asset value (NAV) of shares held by the Plan at year-end.

Participant Loans — Valued at amortized cost, which approximates fair value. The stated value of participant loans represents the outstanding principal balance of the loan, taking into account the applicable interest rate, amortization schedule and repayments made for each loan.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2009 and 2008, as prepared and certified by trustee:

NOTE 8: FAIR VALUE MEASUREMENTS (continued)

Assets at Fair Value as of December 31, 2009

	Level 1	Level 2	Level 3	Total
Money Market Funds:				
Ready Assets Trust	$ 224,443	$ -	$ -	$ 224,443
Mutual Funds	593,815	-	-	593,815
Participant loans	-	-	45,288	45,288
Total assets at fair value	$ 818,258	$ -	$ 45,288	$ 863,546

Assets at Fair Value as of December 31, 2008

	Level 1	Level 2	Level 3	Total
Money Market Funds:				
Ready Assets Trust	$ 105,218	$ -	$ -	$ 105,218
Mutual Funds	586,743	-	-	586,743
Participant loans	-	-	62,850	62,850
Total assets at fair value	$ 691,961	$ -	$ 62,850	$ 754,811

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the years ended December 31, 2009 and 2008:

Level 3 Changes in Fair Value and Gains and Losses

	2009	2008
Participant loans – balance, beginning of year	$ 62,850	$ 30,085
Interest income	2,970	2,528
Purchases, sales, issuances and settlements (net)	(20,532)	30,237
Participant loans – balance, end of year	$ 45,288	$ 62,850

No gains and losses (realized and unrealized) are recognized for participant loans, as these are valued at amortized cost, which approximates fair value, consistent with prior years.

NOTE 9: RISK AND UNCERTAINTIES

The Plan provides for various investment options in any combination of stocks, bonds, fixed-income securities, mutual funds, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit. Because of the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefit.

NOTE 10: RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by Merrill Lynch, which is the investment provider and broker, as defined by the Plan, and therefore these transactions qualify as related-party transactions.

SUPPLEMENTARY SCHEDULE

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

SCHEDULE H - ITEM 4i
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 33-0499024
PLAN NO. 001

YEAR ENDED DECEMBER 31, 2009

(a)	(b) Identity of Issuer, Borrower, User, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Merrill Lynch	Black Rock Fundamental Growth Fund	N/A	$ 14,815
*	Merrill Lynch	Black Rock Global Allocation Fund	N/A	76,941
*	Merrill Lynch	Black Rock Government Income Fund	N/A	122,948
*	Merrill Lynch	Black Rock International Value Fund	N/A	27,519
*	Merrill Lynch	Black Rock Large Cap Core Fund	N/A	1,235
*	Merrill Lynch	Black Rock Large Cap Value Fund	N/A	18,925
*	Merrill Lynch	Black Rock Value Opportunities Fund	N/A	5,356
*	Merrill Lynch	Davis New York Venture Fund	N/A	76,937
*	Merrill Lynch	Evergreen Core Bond Fund	N/A	119,510
*	Merrill Lynch	JP Morgan Dynamic Small Cap Fund	N/A	29,074
*	Merrill Lynch	Merrill Lynch Ready Assets Trust	N/A	224,443
*	Merrill Lynch	MFS Total Return Fund	N/A	100,555
	Total investments			$ 818,258
	Loans to participants	Various maturities and interest rates	N/A	$ 45,288