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
NORTHGATE GONZALEZ MARKETS, INC 401K PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1999

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

522 E VERMONT AVENUE
ANAHEIM, CA 92805

2b Employer Identification Number (EIN)
33-0834131

2c Sponsor's telephone number
714-778-3784

2d Business code (see instructions)
445110

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.	11/04/2010	MARIA VALLEJO
	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")
NORTHGATE GONZALEZ MARKETS, INC

522 E VERMONT AVENUE
ANAHEIM, CA 92805

3b Administrator's EIN
33-0834131

3c Administrator's telephone number
714-778-3784

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**	4321
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**	4490
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	82
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	4572
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	4572
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	2909
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	55
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 2K 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)		___ **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
NORTHGATE GONZALEZ MARKETS, INC 401K PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
NORTHGATE GONZALEZ MARKETS, INC

D Employer Identification Number (EIN)
33-0834131

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

AMERICAN CENTURY INVESTMENT SERVICE

44-0640487

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

ALLIANCEBERNSTEIN L.P.

13-4064930

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

BLACKROCK INVESTMENTS, INC.

23-2784752

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

DAVIS DISTRIBUTORS, LLC

85-0360310

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

DELAWARE INVESTMENTS

2005 MARKET STREET
PHILADELPHIA, PA 19103

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

FRANKLIN TEMPLETON DISTRIBUTORS, IN

100 FOUNTAIN PARKWAY
ST. PETERSBURG, FL 33716

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

GOLDMAN SACHS

71 SOUTH WACKER DRIVE
SUITE 500
CHICAGO, IL 60606

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

NATIONWIDE FUND DISTRIBUTORS LLC

52-6969857

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

NEW YORK LIFE INVESTMENTS

13-3808042

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

VAN KAMPEN ASSET MANAGEMENT

13-5130700

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

VAN KAMPEN FUNDS INC.

36-2811402

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

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

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

ADP BROKER-DEALER

22-3319984

(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?
60 63 99	RECORD KEEPER	0	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] No [ ]

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

ADP

22-1467904

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 64 37 50	RECORD KEEPER	35518	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

MERRILL LYNCH PIERCE FENNER & SMITH

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?
63 52	BROKERAGE	0	Yes [X] No [ ]	Yes [X] No [ ]	34947	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 ☐

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
ADP BROKER-DEALER	60 63	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BLACKROCK INVESTMENTS, INC. 23-2784752	ANNUAL RATE 0.002 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	60 63	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DAVIS DISTRIBUTORS, LLC 85-0360310	ANNUAL RATE 0.002 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	60 63	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DELAWARE INVESTMENTS 2005 MARKET STREET PHILADELPHIA, PA 19103	ANNUAL RATE 0.0015 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS.

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
ADP BROKER-DEALER	60 63	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
FRANKLIN TEMPLETON DISTRIBUTORS, IN 100 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716	ANNUAL RATE 0.0015 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0015 OF AVERAGE DAILY ASSETS.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	60 63 99	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
GOLDMAN SACHS 71 SOUTH WACKER DRIVE SUITE 500 CHICAGO, IL 60606	ANNUAL RATE 0.0015 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.001 OF AVERAGE DAILY ASSETS.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	60 63 99	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
VAN KAMPEN FUNDS INC. 36-2811402	ANNUAL RATE 0.0015 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.0025 OF AVERAGE DAILY ASSETS. ANNUAL RATE 0.001 OF AVERAGE DAILY ASSETS.

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
MERRILL LYNCH PIERCE FENNER & SMITH	63 52	34947

(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.
UNAVAILABLE UNAVAILABLE UNAVAILABLE, NJ 07932	

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

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

A Name of plan
NORTHGATE GONZALEZ MARKETS, INC 401K PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
NORTHGATE GONZALEZ MARKETS, INC

D Employer Identification Number (EIN)
33-0834131

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	915321	999560
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	7412767	11692139
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	8328088	12691699
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	8328088	12691699

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)	1067044	
	(B) Participants	2a(1)(B)	1970801	
	(C) Others (including rollovers)	2a(1)(C)	12163	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3050008
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	63256	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		63256
	(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)	211794	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		211794
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

			(a) Amount	(b) Total
2b	(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
	(6) Net investment gain (loss) from common/collective trusts	2b(6)		
	(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
	(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
	(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
	(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		1660608
c	Other income	2c		7893
d	Total income. Add all **income** amounts in column (b) and enter total	2d		4993559
	Expenses			
e	Benefit payment and payments to provide benefits:			
	(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	549547	
	(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)		549547
f	Corrective distributions (see instructions)	2f		31939
g	Certain deemed distributions of participant loans (see instructions)	2g		12944
h	Interest expense	2h		
i	Administrative expenses: (1) Professional fees	2i(1)		
	(2) Contract administrator fees	2i(2)		
	(3) Investment advisory and management fees	2i(3)		
	(4) Other	2i(4)	35518	
	(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		35518
j	Total expenses. Add all **expense** amounts in column (b) and enter total	2j		629948
	Net Income and Reconciliation			
k	Net income (loss). Subtract line 2j from line 2d	2k		4363611
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: BDO USA, LLP **(2)** EIN: 13-5381590

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		29125
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		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	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
NORTHGATE GONZALEZ MARKETS, INC 401K PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
NORTHGATE GONZALEZ MARKETS, INC

D Employer Identification Number (EIN)
33-0834131

Part I Distributions

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

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

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

EIN(s): 57-1198022

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):

NORTHGATE GONZALEZ MARKETS, INC.
401 (k) PLAN

Financial Statements and Supplemental Schedules (Modified Cash Basis)

As of December 31, 2009 and 2008 and
For the Year Ended December 31, 2009

The report accompanying these financial statements was issued by BDO USA, LLP, a New York limited liability partnership and the U.S. member of BDO International Limited, a UK company limited by guarantee.



Northgate Gonzalez Markets, Inc.
401(k) Plan

Financial Statements and
Supplemental Schedules (Modified Cash Basis)
As of December 31, 2009 and 2008
and for the Year Ended December 31, 2009

Northgate Gonzalez Markets, Inc.
401(k) Plan

Contents

Independent Auditors' Report 3

Financial Statements (Modified Cash Basis)

Statements of Net Assets Available for Benefits 5

Statement of Changes in Net Assets Available for Benefits 6

Notes to Financial Statements (Modified Cash Basis) 7-14

Supplemental Schedules (Modified Cash Basis)

Schedule of Assets (Held at End of Year) – December 31, 2009 16

Schedule of Nonexempt Transactions 17

Note: Schedules other than that listed above have been omitted because they are not applicable or are not required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended.

Tel: (310) 557-0300
Fax: (310) 557-1777
www.bdo.com

1888 Century Park East
4th Floor
Los Angeles, California
90067

Independent Auditors' Report

Plan Administrator
Northgate Gonzalez Markets, Inc. 401(k) Plan
Anaheim, California

We were engaged to audit the accompanying financial statements and supplemental schedules (modified cash basis) of the Northgate Gonzalez Markets, Inc. 401(k) Plan (the "Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009. These financial statements and supplemental schedules (modified cash basis) are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by JP Morgan Chase Bank, the Trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules (modified cash basis). 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 December 31, 2009 and 2008 and for the year ended December 31, 2009 that the information provided to the Plan administrator by the Trustee is complete and accurate.

As described in Note 2, the financial statements and supplemental schedules (modified cash basis) referred to above were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States.

Because of the significance of the information in the Plan's financial statements and supplemental schedules (modified cash basis) that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules (modified cash basis) taken as a whole. The form and content of the information included in the financial statements and supplemental schedules (modified cash basis), 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.

BDO USA, LLP

October 12, 2010

BDO USA, LLP, a New York limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.

Financial Statements
(Modified Cash Basis)

Northgate Gonzalez Markets, Inc.
401(k) Plan

Statements of Net Assets Available for Benefits
(Modified Cash Basis)

December 31,	**2009**	2008
Assets		
Investments, at fair value:		
Registered investment companies – mutual funds	**$ 11,692,139**	$ 7,412,767
Participant loans	**999,560**	915,321
Total investments	**12,691,699**	8,328,088
Contributions receivable:		
Employer contributions receivable	**33,761**	22,250
Participant contributions receivable	**47,481**	39,510
Total assets	**12,772,941**	8,389,848
Liabilities		
Excess participant contributions payable	**45,302**	31,939
Total liabilities	**45,302**	31,939
Net assets available for benefits	**$ 12,727,639**	$ 8,357,909

See accompanying independent auditors' report and notes to financial statements.

Northgate Gonzalez Markets, Inc.
401(k) Plan

Statement of Changes in Net Assets Available for Benefits
(Modified Cash Basis)

Year ended December 31,	2009
Additions	
Investment income:	
Net appreciation in fair market value of investments	$ 1,660,608
Interest and dividend income	282,943
Net investment income	1,943,551
Contributions:	
Employer, net	1,078,555
Participants	1,978,772
Rollover	12,163
Total contributions	3,069,490
Total additions	5,013,041
Deductions	
Benefits paid to participants and beneficiaries	562,910
Corrective distributions	31,939
Deemed distributions	12,944
Administrative expenses	35,518
Total deductions	643,311
Net increase	4,369,730
Net assets available for benefits, beginning of year	8,357,909
Net assets available for benefits, end of year	$ 12,727,639

See accompanying independent auditors' report and notes to financial statements.

1. Plan Description

The following description of the Northgate Gonzalez Markets, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

General

The Plan was originally established on January 1, 1999, and is a 401(k) plan covering substantially all employees of Northgate Gonzalez Markets, Inc. (the "Company") who are working a minimum of twenty hours a week, have at least 6 months (1 year prior to October 2007) of service and are age eighteen or older. The Plan is subject to the provisions of the Employment Retirement Income Security Act of 1974 ("ERISA").

Contributions

Each year, participants may contribute a percentage of their eligible compensation, as defined in the Plan, up to the maximum allowable under the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. The Company makes a matching contribution of 100% of the elective deferrals up to 2% of eligible compensation that the participant contributes to the Plan.

Participant Accounts

Each participant's account is credited with the participant's contribution, allocation of the Company's contribution and the Plan's earnings and expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their own contributions plus actual earnings thereon. Vesting in the Company's discretionary contribution portion of participants' accounts plus actual earnings thereon is based on years of continuous service. Participants are vested in 20% increments starting with the second year of service. A participant is 100% vested after six years of credited service.

Participant Loans

All vested Plan participants are eligible to obtain loans. The minimum amount of any loan is $500 and is secured by the participant's non-forfeitable accrued benefit in the Plan. The maximum amount of any loan is the lesser of 50% of the participant's vested account balance or $50,000 reduced by the participant's highest outstanding loan balance during the prior 12-month period. Loan repayments are made ratably through payroll deductions over a period not to exceed five years, unless the loans are used to purchase a primary residence, in which case the loan will be required to be repaid within 30 years of the original date of the loan. As of December 31, 2009 and 2008, there were outstanding loans totaling $999,560 and $915,321, respectively. The loans bear interest rates that are based on other lenders' rates for similar loans, and currently range from 5.25% to 10.75%.

1. Plan Description (continued)

Payment of Benefits

Benefits are recorded when paid. On 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 or her account, or annual installments over a ten year period. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution.

Administrative Expenses

The Company pays for all administrative expenses associated with the administration of the Plan. Fees associated with loan initiations and benefit payments are paid for by the Plan participants who request such transactions.

Forfeitures

Forfeitures from non-vested participant accounts are used to reduce future Company contributions. During the year ended December 31, 2009, forfeitures in the amount of $29,908 were used to reduce the Company's contributions. The Plan does not have forfeitures at the end of December 31, 2009 and 2008.

Plan Termination

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

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the modified cash basis method of accounting whereupon interest and dividend income is recognized when received and administrative expenses are recognized when disbursed.

Adoption of New Accounting Pronouncements

Effective September 2009, the Company adopted the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC" or "Codification") and the Hierarchy of Generally Accepted Accounting Principles under ASC Topic 105. This standard establishes only two levels of U.S. generally accepted accounting principles ("GAAP"): authoritative and non-authoritative. The Codification became the source of authoritative, nongovernmental GAAP.

The Company began using the new guidelines and numbering system prescribed by the Codification when referring to GAAP, and references to specific accounting authority within the ASC are referred to by their Topic number. As the Codification was not intended to change or alter existing GAAP, it did not have a material impact on the financial statements.

2. Summary of Significant Accounting Policies (continued)

In September 2009, the FASB issued ASC Update ("ASU") 2009-12, "*Fair Value Measurements and Disclosures (Topic 820) – Investment in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent.)*" This update provides guidance on estimating the fair value of a company's investments in investment companies when the investment entity calculates net assets value per share, but does not have a readily determinable fair value. It permits the use of the investment's net asset value as a practical expedient to determine fair value. This guidance also requires additional disclosure of the attributes of these investments such as: (i) the nature of any restrictions on the reporting entity's ability to redeem its investment (ii) unfunded commitments; and (iii) investment strategies of the investees. This guidance is effective for periods ending after December 15, 2009. The adoption of ASU 2009-12 did not have a material impact on the Plan's financial statements.

In April 2009, the FASB issued ASC 820-10-65 (previously FASB Staff Position FAS 157-4, "*Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly*"), which provides additional guidance for estimating fair value in accordance with ASC 820 when the volume and level of activity for the asset or liability have significantly decreased. ASC 820-10-65 also requires additional disclosures relating to fair value measurement inputs and valuation techniques, as well as providing disclosures for all debt and equity investment securities by major security types rather than by major security categories that should be based on the nature and risks of the security during both interim and annual periods. The FSP is effective for periods ending after June 15, 2009. This guidance was adopted in the 2009 plan year, which did not have a material impact on the Plan's financial statements.

In May 2009, the FASB issued new accounting guidance on subsequent events ASC 855, "*Subsequent Events*" (formerly Financial Accounting Standard No. 165, "*Subsequent Events*"), which establishes general standards of accounting for, and disclosure of, events that occur after the date of the financial statements but before the financial statements are issued or are available to be issued. ASC 855 requires the disclosure of the date through which an entity has evaluated subsequent events and the basis for that date. The adoption of this ASC resulted in additional disclosures which are presented in Note 10.

In January 2010, the FASB issued ASU 2010-06, "*Fair Value Measurements and Disclosures (Topic 820): Improving Disclosures about Fair Value Measurements*" which requires separate disclosures about transfers into and out of Level 1 and 2 of the fair value hierarchy and separate disclosures about purchases, sales, issuances, and settlements relating to Level 3 measurements. This guidance is effective for periods ending after December 15, 2009, except for the separate disclosures about purchases, sales, issuances, and settlements in the rollforward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010 and early adoption is prohibited.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. The mutual funds are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end. Participant loans are valued at cost which approximates fair value. Purchases and sales are recorded on a trade date basis. Interest and dividends are recorded when received.

2. Summary of Significant Accounting Policies (continued)

Net Appreciation (Depreciation) in Fair Value of Instruments

Realized and unrealized appreciation (depreciation) in the fair value of investments is based on the difference between the fair value of the assets at the beginning of the year, or at the time of purchase for assets purchased during the year, and the related fair value on the day investments are sold with respect to realized appreciation (depreciation), or on the last day of the year for unrealized appreciation (depreciation).

Estimates

In preparing financial statements in conformity with the modified cash basis, management is required to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein and the disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could materially differ from these estimates.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risk. Due to 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 risk in the near term would materially affect participants' account balances and the amounts reported in statements of net assets available for benefits and the statement of changes in net assets available for benefits.

The Plan invests in registered investment company accounts that invest in the securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments.

Moreover, securities of many foreign companies and their markets may be less liquid and their prices may be more volatile than those of securities of comparable U.S. companies.

During the years ended December 31, 2009 and 2008, the credit and liquidity crisis in the United States and throughout the global financial system triggered significant events and substantial volatility in world financial markets and the banking system that have had a significant negative impact on foreign and domestic financial markets. As a result, the Plan's investment portfolio has incurred significant declines in fair value since December 31, 2007. However, because the values of the Plan's individual investments have and will fluctuate in response to changing market conditions, the amount of losses that will be recognized in subsequent periods, if any, cannot be determined.

3. Fair Value Measurements

ASC 820 (formerly SFAS 157) established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

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

Level 2 – Quoted prices in markets that are not considered to be active for financial instruments for which all the significant inputs are observable, either directly, or indirectly.

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

Financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The valuation methodologies discussed in Note 2 may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although Plan management 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 fair value measurement at the reporting date.

The following table set forth by level, within the fair value hierarchy, the Plan's investment assets measured at fair value as of December 31, 2009:

	Level 1	*Level 2*	*Level 3*
Mutual funds			
Large Cap Equity Funds	$ 3,726,238	$ -	$ -
Risk Based Funds	1,682,420	-	-
International Equity Funds	1,560,639	-	-
Bond Funds	1,348,962	-	-
LifeCycle Funds	360,640	-	-
Small Cap Equity Funds	341,258	-	-
Mid-Cap Equity Funds	257,915	-	-
Money Market Fund	2,414,067	-	-
Participant loans	-	999,560	-
Total investments at fair value	$ 11,692,139	$ 999,560	$ -

3. Fair Value Measurements (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investment assets measured at fair value as of December 31, 2008:

	Level 1	*Level 2*	*Level 3*
Mutual funds			
Large Cap Equity Funds	$ 1,798,587	$ -	$ -
Bond Funds	1,325,230	-	-
Risk Based Funds	1,028,980	-	-
International Equity Funds	584,995	-	-
LifeCycle Funds	395,300	-	-
Small Cap Equity Funds	175,544	-	-
Mid-Cap Equity Funds	88,050	-	-
Money Market - Taxable	2,016,081	-	-
Participant loans	-	915,321	-
Total investments at fair value	$ 7,412,767	$ 915,321	$ -

Mutual Funds - The mutual funds are valued at quoted market prices in an exchange and active markets, and are classified as Level 1 investments.

Participant Loans - The participant loan balances are included at their carrying values in the statements of net assets available for benefits, which approximate their fair values. The interest rates assigned to the loans are based on quoted market rates at issuance. Loans are classified as Level 2 investments.

4. Investments

The following represents investments that are more than 5% of the Plan's ending net assets:

December 31,	**2009**	**2008**
Merrill Ready Assets Trust	**$ 2,414,067**	$ 2,016,081
Blackrock S&P 500 Fund	**1,900,941**	1,236,072
Blackrock Global Dynamic Equity	**1,195,654**	*
Delaware Diversified In Fund	**742,013**	458,104
Franklin Income Fund	**727,581**	418,042
Mainstay High Yield Corporate Bonds	*	770,195
Participant Loans	**999,560**	915,321

* Represents less than 5% of net assets available for benefits in the respective year.

5. Tax Status

The Plan obtained its latest favorable determination letter on September 28, 1999, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter; however, the Plan Sponsor believes that the Plan is currently designed and operated in compliance with the applicable requirements of the IRC and the Plan and related Trust continue to be tax-exempt. Therefore, no provision for incomes taxes has been included in the Plan's financial statements.

6. Information Prepared and Certified by the Trustee of the Plan

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Accordingly, the Trustee has certified that the following data included in the accompanying financial statements and supplemental schedules are complete and accurate:

a. Fair value of investments, as shown in the Statements of Net Assets Available for Benefits as of December 31, 2009 and 2008, except for participant loans;
b. Investment activity, including interest and dividends and net appreciation in fair value of investments, as shown in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2009;
c. Investment information disclosed in Notes 3 and 4; and
d. Supplemental Schedule of Assets (Held at End of Year) as of December 31, 2009, except for participant loans.

The Plan's independent accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

7. Related Party Transactions

Certain Plan investments are registered investment company accounts managed by JP Morgan Chase Bank. JP Morgan Chase Bank is the Trustee of the Plan. This relationship qualifies as a party-in-interest.

8. Reconciliation with Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

December 31	2009
Net assets available for benefits per the financial statements	$ 12,727,639
Less: Employer contributions receivable	(33,761)
Less: Participant contributions receivable	(47,481)
Add: Excess employee contributions payable	45,302
Net assets available for benefits per the 5500	$ 12,691,699

8. Reconciliation with Form 5500 (continued)

The following is a reconciliation of changes in net assets available for benefits per the financial statements to the Form 5500:

Year ended December 31,	2009
Net increase in net assets available for benefits as per the financial statements	$ 4,369,730
Reversal of prior year accrual adjustments	
Less: Employer contributions receivable	22,250
Less: Participant contributions receivable	39,510
Add: Excess employee contributions payable	(31,939)
Current year accrual adjustments	
Less: Employer contributions receivable	(33,761)
Less: Participant contributions receivable	(47,481)
Add: Excess employee contributions payable	45,302
Net increase in net assets available for benefits as per the Form 5500	$ 4,363,611

9. Non-exempt Transactions

During the Plan year ended December 31, 2009, the Company erroneously failed to remit, on a timely basis, certain employer match contributions in the amount of $29,125. The Company is correcting these untimely remittances under the DOL's Voluntary Fiduciary Correction Program. Of these employer match contributions, $22,526 was remitted to the Plan during 2009. The remaining employer match contributions of $6,598 are included in the Plan's employer contribution receivables at December 31, 2009.

10. Subsequent Events

The Company evaluates subsequent events in accordance with ASC 855, Subsequent Events (formerly SFAS No. 165, *Subsequent Events*). The Company evaluated subsequent events through October 12, 2010, which is when this audit report was available to be issued. The Company is not aware of any significant events that would have a material impact on the Plan's financial statements.

Supplemental Schedules
(Modified Cash Basis)

Northgate Gonzalez Markets, Inc.
401(k) Plan

Schedule of Assets (Held at End of Year)
December 31, 2009

Employee Identification Number: 33-0834131
Plan Number: 001
Form Number: 5500

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Mutual Funds:			
	Merrill Ready Assets Trust	Registered investment company	**	$ 2,414,067
	Blackrock S&P 500 Fund	Registered investment company	**	1,900,941
	Blackrock Global Dynamic Equity	Registered investment company	**	1,195,654
	Delaware Diversified Income	Registered investment company	**	742,013
	Franklin Income Fund	Registered investment company	**	727,581
	Blackrock Large Cap Growth	Registered investment company	**	527,545
	Van Kampen Equity & Income	Registered investment company	**	517,659
	Mainstay Map Fund	Registered investment company	**	467,725
	Davis New York Venture Fund	Registered investment company	**	440,216
	Nationwide Investor Destinations Aggr.	Registered investment company	**	437,179
	Blackrock Large Cap Value	Registered investment company	**	389,812
	Mainstay High Yield Corp. Bond	Registered investment company	**	368,704
	Alliance Bernstein International Value	Registered investment company	**	301,021
	Blackrock Government Income	Registered investment company	**	238,245
	Blackrock Value Opportunities Fund	Registered investment company	**	217,944
	Amercent Heritage Fund	Registered investment company	**	177,284
	Blackrock Small Cap Growth	Registered investment company	**	123,314
	Blackrock Lifecycle 2020	Registered investment company	**	118,473
	Goldman Sachs Mid Cap Fund	Registered investment company	**	80,631
	Blackrock Lifecycle 2030	Registered investment company	**	76,946
	Blackrock Lifecycle 2010	Registered investment company	**	65,392
	Blackrock Global Growth Fund	Registered investment company	**	63,963
	Blackrock Lifecycle 2040	Registered investment company	**	56,220
	Blackrock Lifecycle 2050	Registered investment company	**	43,610
*	Participant Loans	Interest rates at 5.25% - 10.75%, collateralized by participants' account balances, with maturity dates between 2010 and 2014		999,560
		Total Investments:	**	$ 12,691,699

*Indicates parties-in-interest to the Plan as defined by ERISA.

** All investments are participant directed. Therefore, the disclosure of cost is not required.

Northgate Gonzalez Markets, Inc.
401(k) Plan

Schedule of Nonexempt Transactions
December 31, 2009

Employee Identification Number: 33-0834131
Plan Number: 001
Form Number: 5500

Participant Contributions Transferred Late to Plan Check here if participant loan repayments are included ___	Total That Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$29,125	$6,598	$22,526	$6,598	-

Schedule C, Line 2(h) Formula Description

For those service providers listed on Line 2 for which Line 2(h) has been checked "yes":

For a description of indirect compensation received by service providers listed on Line 2 that was disclosed as a formula, please see Line 3(e). Please note: If indirect compensation disclosed as a formula was received by a service provider from more than one source, there will be multiple Lines 3(e) for that service provider.

RUN DATE: 05/21/2010

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

AS OF: 12/31/2009

Plan Name: NORTHGATE GONZALEZ MARKETS, INC 401K PLAN

Employer EIN: 33-0834131

Plan Number: 001

Run Date: 05/21/2010

(a)	(b)Identity of Issue, Borrower, Lessor or Similar Party	(c)Description of Investment (Maturity Date, Rate of Int, Collateral, Par or Maturity Value)		(d)Cost	(e)Current Value
	BRLIFECYCLEPREPPORT2050A	Registered Investment Company	5,344.4028	n/a	43,610.33
	BLACKROCK SM CAP GRTH II - A	Registered Investment Company	11,049.6119	n/a	123,313.67
	AMERCENT HERITAGE FUND - A	Registered Investment Company	11,371.6402	n/a	177,283.87
	BLACKROCK S&P 500 FUND - I	Registered Investment Company	139,467.3929	n/a	1,900,940.56
	DELAWARE DIVERSIFIED IN FND -A	Registered Investment Company	79,615.0872	n/a	742,012.61
	ALLIANCEBER INTL VALUE FND -A	Registered Investment Company	22,052.8380	n/a	301,021.24
	BLACKROCK GOVERNMENT INC - A	Registered Investment Company	23,085.7977	n/a	238,245.43
	BLACKROCK LARGE CAP VALUE - A	Registered Investment Company	29,243.1736	n/a	389,811.51
	NATIONWIDE INV DESTIN AGG A	Registered Investment Company	57,827.9588	n/a	437,179.37
	BRLIFECYCLEPREPPORT2030A	Registered Investment Company	8,834.1389	n/a	76,945.35
	FRANKLIN INCOME FUND - A	Registered Investment Company	351,488.5018	n/a	727,581.19
	BRLIFECYCLEPREPPORT2040A	Registered Investment Company	6,544.7701	n/a	56,219.58
	READY ASSETS PRIME MONEY	Registered Investment Company	2,414,067.2400	n/a	2,414,067.24
	DAVIS NEW YORK VENTURE FUND- A	Registered Investment Company	14,209.6912	n/a	440,216.23
	BRLIFECYCLEPREPPORT2010A	Registered Investment Company	6,964.0159	n/a	65,392.11
	BLACKROCK VAL OPP - A	Registered Investment Company	14,636.9189	n/a	217,943.73
	GS MID CAP VALUE FUND - A	Registered Investment Company	2,782.3049	n/a	80,631.20
	BLACKROCK GLOB GROWTH FD - A	Registered Investment Company	4,611.6137	n/a	63,963.07
	MAINSTAY MAP FUND CLASS A	Registered Investment Company	17,076.4935	n/a	467,725.16
	BRLIFECYCLEPREPPORT2020A	Registered Investment Company	13,076.5031	n/a	118,473.11
	VAN KAMPEN EQUITY & INCOME - A	Registered Investment Company	66,451.7635	n/a	517,659.24
	MAINSTAY HIGH YIELD CORP BND A	Registered Investment Company	65,257.3650	n/a	368,704.12
	BLACKROCK GLOBAL DYNAMIC EQ A	Registered Investment Company	107,041.5669	n/a	1,195,654.30
	BLACKROCK LG CAP GROWTH - A	Registered Investment Company	57,404.2136	n/a	527,544.72
	Participant Loans	Interest Rates (5.25% to 10.75%)		n/a	1,059,964.97
			TOTAL		12,752,103.91

NOTE: The following is specifically for Form 5500 reporting.
The difference between Participant Loans on this Schedule and Participant Loans reported on Form 5500 Schedule H or I is the amount of DDLs. Loan amounts shown here include DDLs, while loan amounts reported on 5500 forms do not include DDLs.

RUN DATE: 05/21/2010

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (ACQUIRED AND DISPOSED OF WITHIN YEAR) PAGE 1

Period: 01/01/2009 through 12/31/2009

Plan Name: NORTHGATE GONZALEZ MARKETS, INC 401K PLAN Employer EIN: 33-0834131

Plan Number: 001 Run Date: 05/21/2010

(a)Identity of Issue, Borrower, or Similar Party	(b)Description of Investment (Maturity Date, Rate of Int, Collateral, Par or Maturity Value)	(c)Cost of Acquisitions	(d)Proceeds of Dispositions

NOTE: IN ACCORDANCE WITH SPECIFIC INSTRUCTIONS, ACQUISITIONS AND DISPOSITIONS OF CERTAIN TYPES OF ASSETS NEED NOT BE REPORTED. THESE INCLUDE FUNDS OF COMMON/COLLECTIVE TRUSTS AND REGISTERED INVESTMENT COMPANIES.

NORTHGATE GONZALEZ MARKETS, INC.
401 (k) PLAN

Financial Statements and Supplemental Schedules (Modified Cash Basis)

As of December 31, 2009 and 2008 and
For the Year Ended December 31, 2009

The report accompanying these financial statements was issued by BDO USA, LLP, a New York limited liability partnership and the U.S. member of BDO International Limited, a UK company limited by guarantee.



Northgate Gonzalez Markets, Inc.
401(k) Plan

Financial Statements and
Supplemental Schedules (Modified Cash Basis)
As of December 31, 2009 and 2008
and for the Year Ended December 31, 2009

Northgate Gonzalez Markets, Inc.
401(k) Plan

Contents

Independent Auditors' Report 3

Financial Statements (Modified Cash Basis)

Statements of Net Assets Available for Benefits 5

Statement of Changes in Net Assets Available for Benefits 6

Notes to Financial Statements (Modified Cash Basis) 7-14

Supplemental Schedules (Modified Cash Basis)

Schedule of Assets (Held at End of Year) – December 31, 2009 16

Schedule of Nonexempt Transactions 17

Note: Schedules other than that listed above have been omitted because they are not applicable or are not required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended.

Tel: (310) 557-0300
Fax: (310) 557-1777
www.bdo.com

1888 Century Park East
4th Floor
Los Angeles, California
90067

Independent Auditors' Report

Plan Administrator
Northgate Gonzalez Markets, Inc. 401(k) Plan
Anaheim, California

We were engaged to audit the accompanying financial statements and supplemental schedules (modified cash basis) of the Northgate Gonzalez Markets, Inc. 401(k) Plan (the "Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009. These financial statements and supplemental schedules (modified cash basis) are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by JP Morgan Chase Bank, the Trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules (modified cash basis). 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 December 31, 2009 and 2008 and for the year ended December 31, 2009 that the information provided to the Plan administrator by the Trustee is complete and accurate.

As described in Note 2, the financial statements and supplemental schedules (modified cash basis) referred to above were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States.

Because of the significance of the information in the Plan's financial statements and supplemental schedules (modified cash basis) that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules (modified cash basis) taken as a whole. The form and content of the information included in the financial statements and supplemental schedules (modified cash basis), 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.

BDO USA, LLP

October 12, 2010

BDO USA, LLP, a New York limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.

Financial Statements
(Modified Cash Basis)

Northgate Gonzalez Markets, Inc.
401(k) Plan

Statements of Net Assets Available for Benefits
(Modified Cash Basis)

December 31,	**2009**	2008
Assets		
Investments, at fair value:		
Registered investment companies – mutual funds	**$ 11,692,139**	$ 7,412,767
Participant loans	**999,560**	915,321
Total investments	**12,691,699**	8,328,088
Contributions receivable:		
Employer contributions receivable	**33,761**	22,250
Participant contributions receivable	**47,481**	39,510
Total assets	**12,772,941**	8,389,848
Liabilities		
Excess participant contributions payable	**45,302**	31,939
Total liabilities	**45,302**	31,939
Net assets available for benefits	**$ 12,727,639**	$ 8,357,909

See accompanying independent auditors' report and notes to financial statements.

Northgate Gonzalez Markets, Inc.
401(k) Plan

Statement of Changes in Net Assets Available for Benefits
(Modified Cash Basis)

Year ended December 31,	2009
Additions	
Investment income:	
Net appreciation in fair market value of investments	$ 1,660,608
Interest and dividend income	282,943
Net investment income	1,943,551
Contributions:	
Employer, net	1,078,555
Participants	1,978,772
Rollover	12,163
Total contributions	3,069,490
Total additions	5,013,041
Deductions	
Benefits paid to participants and beneficiaries	562,910
Corrective distributions	31,939
Deemed distributions	12,944
Administrative expenses	35,518
Total deductions	643,311
Net increase	4,369,730
Net assets available for benefits, beginning of year	8,357,909
Net assets available for benefits, end of year	$ 12,727,639

See accompanying independent auditors' report and notes to financial statements.

1. Plan Description

The following description of the Northgate Gonzalez Markets, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

General

The Plan was originally established on January 1, 1999, and is a 401(k) plan covering substantially all employees of Northgate Gonzalez Markets, Inc. (the "Company") who are working a minimum of twenty hours a week, have at least 6 months (1 year prior to October 2007) of service and are age eighteen or older. The Plan is subject to the provisions of the Employment Retirement Income Security Act of 1974 ("ERISA").

Contributions

Each year, participants may contribute a percentage of their eligible compensation, as defined in the Plan, up to the maximum allowable under the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. The Company makes a matching contribution of 100% of the elective deferrals up to 2% of eligible compensation that the participant contributes to the Plan.

Participant Accounts

Each participant's account is credited with the participant's contribution, allocation of the Company's contribution and the Plan's earnings and expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their own contributions plus actual earnings thereon. Vesting in the Company's discretionary contribution portion of participants' accounts plus actual earnings thereon is based on years of continuous service. Participants are vested in 20% increments starting with the second year of service. A participant is 100% vested after six years of credited service.

Participant Loans

All vested Plan participants are eligible to obtain loans. The minimum amount of any loan is $500 and is secured by the participant's non-forfeitable accrued benefit in the Plan. The maximum amount of any loan is the lesser of 50% of the participant's vested account balance or $50,000 reduced by the participant's highest outstanding loan balance during the prior 12-month period. Loan repayments are made ratably through payroll deductions over a period not to exceed five years, unless the loans are used to purchase a primary residence, in which case the loan will be required to be repaid within 30 years of the original date of the loan. As of December 31, 2009 and 2008, there were outstanding loans totaling $999,560 and $915,321, respectively. The loans bear interest rates that are based on other lenders' rates for similar loans, and currently range from 5.25% to 10.75%.

1. Plan Description (continued)

Payment of Benefits

Benefits are recorded when paid. On 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 or her account, or annual installments over a ten year period. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution.

Administrative Expenses

The Company pays for all administrative expenses associated with the administration of the Plan. Fees associated with loan initiations and benefit payments are paid for by the Plan participants who request such transactions.

Forfeitures

Forfeitures from non-vested participant accounts are used to reduce future Company contributions. During the year ended December 31, 2009, forfeitures in the amount of $29,908 were used to reduce the Company's contributions. The Plan does not have forfeitures at the end of December 31, 2009 and 2008.

Plan Termination

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

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the modified cash basis method of accounting whereupon interest and dividend income is recognized when received and administrative expenses are recognized when disbursed.

Adoption of New Accounting Pronouncements

Effective September 2009, the Company adopted the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC" or "Codification") and the Hierarchy of Generally Accepted Accounting Principles under ASC Topic 105. This standard establishes only two levels of U.S. generally accepted accounting principles ("GAAP"): authoritative and non-authoritative. The Codification became the source of authoritative, nongovernmental GAAP.

The Company began using the new guidelines and numbering system prescribed by the Codification when referring to GAAP, and references to specific accounting authority within the ASC are referred to by their Topic number. As the Codification was not intended to change or alter existing GAAP, it did not have a material impact on the financial statements.

2. Summary of Significant Accounting Policies (continued)

In September 2009, the FASB issued ASC Update ("ASU") 2009-12, "*Fair Value Measurements and Disclosures (Topic 820) – Investment in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent.)*" This update provides guidance on estimating the fair value of a company's investments in investment companies when the investment entity calculates net assets value per share, but does not have a readily determinable fair value. It permits the use of the investment's net asset value as a practical expedient to determine fair value. This guidance also requires additional disclosure of the attributes of these investments such as: (i) the nature of any restrictions on the reporting entity's ability to redeem its investment (ii) unfunded commitments; and (iii) investment strategies of the investees. This guidance is effective for periods ending after December 15, 2009. The adoption of ASU 2009-12 did not have a material impact on the Plan's financial statements.

In April 2009, the FASB issued ASC 820-10-65 (previously FASB Staff Position FAS 157-4, "*Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly*"), which provides additional guidance for estimating fair value in accordance with ASC 820 when the volume and level of activity for the asset or liability have significantly decreased. ASC 820-10-65 also requires additional disclosures relating to fair value measurement inputs and valuation techniques, as well as providing disclosures for all debt and equity investment securities by major security types rather than by major security categories that should be based on the nature and risks of the security during both interim and annual periods. The FSP is effective for periods ending after June 15, 2009. This guidance was adopted in the 2009 plan year, which did not have a material impact on the Plan's financial statements.

In May 2009, the FASB issued new accounting guidance on subsequent events ASC 855, "*Subsequent Events*" (formerly Financial Accounting Standard No. 165, "*Subsequent Events*"), which establishes general standards of accounting for, and disclosure of, events that occur after the date of the financial statements but before the financial statements are issued or are available to be issued. ASC 855 requires the disclosure of the date through which an entity has evaluated subsequent events and the basis for that date. The adoption of this ASC resulted in additional disclosures which are presented in Note 10.

In January 2010, the FASB issued ASU 2010-06, "*Fair Value Measurements and Disclosures (Topic 820): Improving Disclosures about Fair Value Measurements*" which requires separate disclosures about transfers into and out of Level 1 and 2 of the fair value hierarchy and separate disclosures about purchases, sales, issuances, and settlements relating to Level 3 measurements. This guidance is effective for periods ending after December 15, 2009, except for the separate disclosures about purchases, sales, issuances, and settlements in the rollforward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010 and early adoption is prohibited.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. The mutual funds are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end. Participant loans are valued at cost which approximates fair value. Purchases and sales are recorded on a trade date basis. Interest and dividends are recorded when received.

2. Summary of Significant Accounting Policies (continued)

Net Appreciation (Depreciation) in Fair Value of Instruments

Realized and unrealized appreciation (depreciation) in the fair value of investments is based on the difference between the fair value of the assets at the beginning of the year, or at the time of purchase for assets purchased during the year, and the related fair value on the day investments are sold with respect to realized appreciation (depreciation), or on the last day of the year for unrealized appreciation (depreciation).

Estimates

In preparing financial statements in conformity with the modified cash basis, management is required to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein and the disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could materially differ from these estimates.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risk. Due to 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 risk in the near term would materially affect participants' account balances and the amounts reported in statements of net assets available for benefits and the statement of changes in net assets available for benefits.

The Plan invests in registered investment company accounts that invest in the securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments.

Moreover, securities of many foreign companies and their markets may be less liquid and their prices may be more volatile than those of securities of comparable U.S. companies.

During the years ended December 31, 2009 and 2008, the credit and liquidity crisis in the United States and throughout the global financial system triggered significant events and substantial volatility in world financial markets and the banking system that have had a significant negative impact on foreign and domestic financial markets. As a result, the Plan's investment portfolio has incurred significant declines in fair value since December 31, 2007. However, because the values of the Plan's individual investments have and will fluctuate in response to changing market conditions, the amount of losses that will be recognized in subsequent periods, if any, cannot be determined.

3. Fair Value Measurements

ASC 820 (formerly SFAS 157) established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

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

Level 2 – Quoted prices in markets that are not considered to be active for financial instruments for which all the significant inputs are observable, either directly, or indirectly.

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

Financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The valuation methodologies discussed in Note 2 may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although Plan management 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 fair value measurement at the reporting date.

The following table set forth by level, within the fair value hierarchy, the Plan's investment assets measured at fair value as of December 31, 2009:

	Level 1	*Level 2*	*Level 3*
Mutual funds			
Large Cap Equity Funds	$ 3,726,238	$ -	$ -
Risk Based Funds	1,682,420	-	-
International Equity Funds	1,560,639	-	-
Bond Funds	1,348,962	-	-
LifeCycle Funds	360,640	-	-
Small Cap Equity Funds	341,258	-	-
Mid-Cap Equity Funds	257,915	-	-
Money Market Fund	2,414,067	-	-
Participant loans	-	999,560	-
Total investments at fair value	$ 11,692,139	$ 999,560	$ -

3. Fair Value Measurements (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investment assets measured at fair value as of December 31, 2008:

	Level 1	*Level 2*	*Level 3*
Mutual funds			
Large Cap Equity Funds	$ 1,798,587	$ -	$ -
Bond Funds	1,325,230	-	-
Risk Based Funds	1,028,980	-	-
International Equity Funds	584,995	-	-
LifeCycle Funds	395,300	-	-
Small Cap Equity Funds	175,544	-	-
Mid-Cap Equity Funds	88,050	-	-
Money Market - Taxable	2,016,081	-	-
Participant loans	-	915,321	-
Total investments at fair value	$ 7,412,767	$ 915,321	$ -

Mutual Funds - The mutual funds are valued at quoted market prices in an exchange and active markets, and are classified as Level 1 investments.

Participant Loans - The participant loan balances are included at their carrying values in the statements of net assets available for benefits, which approximate their fair values. The interest rates assigned to the loans are based on quoted market rates at issuance. Loans are classified as Level 2 investments.

4. Investments

The following represents investments that are more than 5% of the Plan's ending net assets:

December 31,	**2009**	**2008**
Merrill Ready Assets Trust	**$ 2,414,067**	$ 2,016,081
Blackrock S&P 500 Fund	**1,900,941**	1,236,072
Blackrock Global Dynamic Equity	**1,195,654**	*
Delaware Diversified In Fund	**742,013**	458,104
Franklin Income Fund	**727,581**	418,042
Mainstay High Yield Corporate Bonds	*	770,195
Participant Loans	**999,560**	915,321

* Represents less than 5% of net assets available for benefits in the respective year.

5. Tax Status

The Plan obtained its latest favorable determination letter on September 28, 1999, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter; however, the Plan Sponsor believes that the Plan is currently designed and operated in compliance with the applicable requirements of the IRC and the Plan and related Trust continue to be tax-exempt. Therefore, no provision for incomes taxes has been included in the Plan's financial statements.

6. Information Prepared and Certified by the Trustee of the Plan

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Accordingly, the Trustee has certified that the following data included in the accompanying financial statements and supplemental schedules are complete and accurate:

a. Fair value of investments, as shown in the Statements of Net Assets Available for Benefits as of December 31, 2009 and 2008, except for participant loans;
b. Investment activity, including interest and dividends and net appreciation in fair value of investments, as shown in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2009;
c. Investment information disclosed in Notes 3 and 4; and
d. Supplemental Schedule of Assets (Held at End of Year) as of December 31, 2009, except for participant loans.

The Plan's independent accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

7. Related Party Transactions

Certain Plan investments are registered investment company accounts managed by JP Morgan Chase Bank. JP Morgan Chase Bank is the Trustee of the Plan. This relationship qualifies as a party-in-interest.

8. Reconciliation with Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

December 31	2009
Net assets available for benefits per the financial statements	$ 12,727,639
Less: Employer contributions receivable	(33,761)
Less: Participant contributions receivable	(47,481)
Add: Excess employee contributions payable	45,302
Net assets available for benefits per the 5500	$ 12,691,699

8. Reconciliation with Form 5500 (continued)

The following is a reconciliation of changes in net assets available for benefits per the financial statements to the Form 5500:

Year ended December 31,	2009
Net increase in net assets available for benefits as per the financial statements	$ 4,369,730
Reversal of prior year accrual adjustments	
Less: Employer contributions receivable	22,250
Less: Participant contributions receivable	39,510
Add: Excess employee contributions payable	(31,939)
Current year accrual adjustments	
Less: Employer contributions receivable	(33,761)
Less: Participant contributions receivable	(47,481)
Add: Excess employee contributions payable	45,302
Net increase in net assets available for benefits as per the Form 5500	$ 4,363,611

9. Non-exempt Transactions

During the Plan year ended December 31, 2009, the Company erroneously failed to remit, on a timely basis, certain employer match contributions in the amount of $29,125. The Company is correcting these untimely remittances under the DOL's Voluntary Fiduciary Correction Program. Of these employer match contributions, $22,526 was remitted to the Plan during 2009. The remaining employer match contributions of $6,598 are included in the Plan's employer contribution receivables at December 31, 2009.

10. Subsequent Events

The Company evaluates subsequent events in accordance with ASC 855, Subsequent Events (formerly SFAS No. 165, *Subsequent Events*). The Company evaluated subsequent events through October 12, 2010, which is when this audit report was available to be issued. The Company is not aware of any significant events that would have a material impact on the Plan's financial statements.

Supplemental Schedules
(Modified Cash Basis)

Northgate Gonzalez Markets, Inc.
401(k) Plan

Schedule of Assets (Held at End of Year)
December 31, 2009

Employee Identification Number: 33-0834131
Plan Number: 001
Form Number: 5500

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Mutual Funds:			
	Merrill Ready Assets Trust	Registered investment company	**	$ 2,414,067
	Blackrock S&P 500 Fund	Registered investment company	**	1,900,941
	Blackrock Global Dynamic Equity	Registered investment company	**	1,195,654
	Delaware Diversified Income	Registered investment company	**	742,013
	Franklin Income Fund	Registered investment company	**	727,581
	Blackrock Large Cap Growth	Registered investment company	**	527,545
	Van Kampen Equity & Income	Registered investment company	**	517,659
	Mainstay Map Fund	Registered investment company	**	467,725
	Davis New York Venture Fund	Registered investment company	**	440,216
	Nationwide Investor Destinations Aggr.	Registered investment company	**	437,179
	Blackrock Large Cap Value	Registered investment company	**	389,812
	Mainstay High Yield Corp. Bond	Registered investment company	**	368,704
	Alliance Bernstein International Value	Registered investment company	**	301,021
	Blackrock Government Income	Registered investment company	**	238,245
	Blackrock Value Opportunities Fund	Registered investment company	**	217,944
	Amercent Heritage Fund	Registered investment company	**	177,284
	Blackrock Small Cap Growth	Registered investment company	**	123,314
	Blackrock Lifecycle 2020	Registered investment company	**	118,473
	Goldman Sachs Mid Cap Fund	Registered investment company	**	80,631
	Blackrock Lifecycle 2030	Registered investment company	**	76,946
	Blackrock Lifecycle 2010	Registered investment company	**	65,392
	Blackrock Global Growth Fund	Registered investment company	**	63,963
	Blackrock Lifecycle 2040	Registered investment company	**	56,220
	Blackrock Lifecycle 2050	Registered investment company	**	43,610
*	Participant Loans	Interest rates at 5.25% - 10.75%, collateralized by participants' account balances, with maturity dates between 2010 and 2014		999,560
		Total Investments:	**	$ 12,691,699

*Indicates parties-in-interest to the Plan as defined by ERISA.

** All investments are participant directed. Therefore, the disclosure of cost is not required.

Northgate Gonzalez Markets, Inc.
401(k) Plan

Schedule of Nonexempt Transactions
December 31, 2009

Employee Identification Number: 33-0834131
Plan Number: 001
Form Number: 5500

Participant Contributions Transferred Late to Plan Check here if participant loan repayments are included ___	Total That Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$29,125	$6,598	$22,526	$6,598	-