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 04/01/2009 and ending 03/31/2010

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
FLEENOR PAPER COMPANY WEST 401(K) PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2001

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

2225 HARBOR BAY PARKWAY
ALAMEDA, CA 94502

2b Employer Identification Number (EIN) 94-2616973

2c Sponsor's telephone number 510-769-8321

2d Business code (see instructions) 322200

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.	01/17/2011	REBECCA FLEENOR
	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")
FLEENOR COMPANY, INC.

2225 HARBOR BAY PARKWAY
ALAMEDA, CA 94502

3b Administrator's EIN
94-2616973

3c Administrator's telephone number
510-769-8321

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**	119
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**	64
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	2
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	67
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	67
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	57
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	2
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 2T 3D

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 04/01/2009 and ending 03/31/2010

A Name of plan
FLEENOR PAPER COMPANY WEST 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
94-2616973

Part I **Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

1 Coverage Information:

(a) Name of insurance carrier
JOHN HANCOCK LIFE INSURANCE COMPANY U.S.A.

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
01-0233346	65838	79254	88	04/01/2009	03/31/2010

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
5390	1941

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

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
SECURIAN FINANCIAL SERVICES
400 ROBERT ST. N.
ST. PAUL, MN 55101

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
5390			7

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
FLYNN, SHOJINAGA & ASSOCIATES, INC.
1320 HARBOR BAY PARKWAY, SUITE 210
ALAMEDA, CA 94502

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
	1941	TPA ADMIN	5

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	0
5	Current value of plan's interest under this contract in separate accounts at year end	5	1464495

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

Specify nature of costs ▶

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

(3) ☐ other (specify) ▶

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

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

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

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

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

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

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

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 04/01/2009 and ending 03/31/2010

A Name of plan
FLEENOR PAPER COMPANY WEST 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
94-2616973

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	110616

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	95756

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	483806

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	574200

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	49524

a Name of MTIA, CCT, PSA, or 103-12 IE: LM PARTNERS GLB HIGH YIELD

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	9351

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
01-0233346-000	P	59280

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 33439

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 18082

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4556

a Name of MTIA, CCT, PSA, or 103-12 IE: DAVIS NEW YORK VENTURE

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 24127

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 34689

a Name of MTIA, CCT, PSA, or 103-12 IE: THE GROWTH FUND OF AMERICA

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 47352

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 27639

a Name of MTIA, CCT, PSA, or 103-12 IE: DREYFUS STRUCTURED MID CAP

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16186

a Name of MTIA, CCT, PSA, or 103-12 IE: RIVERSOURCE MID CAP VALUE

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 41445

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 18153

a Name of MTIA, CCT, PSA, or 103-12 IE: DFA U.S. SMALL CAP FUND

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 8021

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 8606

a Name of MTIA, CCT, PSA, or 103-12 IE: DFA EMERGING MARKETS VALUE

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 9997

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 54694

a Name of MTIA, CCT, PSA, or 103-12 IE: BLUE CHIP GROWTH FUND

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 34919

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP OPPORTUNITIES FUND

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 15966

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

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: T. ROWE PRICE BLUE CHIP

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: ALLIANZ RCM TECH FUND

b Name of sponsor of entity listed in (a): JOHN HANCOCK USA

c EIN-PN 01-0233346-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

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

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

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

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

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

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a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 04/01/2009 and ending 03/31/2010

A Name of plan
FLEENOR PAPER COMPANY WEST 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
94-2616973

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	103000	150966
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	16755	19390
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	0	0
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	1464495
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	0	0
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	1201241	0
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	1320996	1634851
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	695	0
k Total liabilities (add all amounts in lines 1g through1j)	1k	695	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	1320301	1634851

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)	150966	
(B) Participants	2a(1)(B)	132669	
(C) Others (including rollovers)	2a(1)(C)	22220	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		305855
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	0	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		0
c Other income	2c		520966
d Total income. Add all **income** amounts in column (b) and enter total	2d		826821
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	47644	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		47644
f Corrective distributions (see instructions)	2f		57
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		47701
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		779120
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		464570

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: SILICON VALLEY ACCOUTANCY CORP (2) EIN: 77-0573994

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		180000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m	X		
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n	X		

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

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)
FLEENOR PAPER COMPANY EAST 401(K) PLAN	27-2206852	003

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 04/01/2009 and ending 03/31/2010

A Name of plan
FLEENOR PAPER COMPANY WEST 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
94-2616973

Part I Distributions

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

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

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

EIN(s): 01-0233346

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):

Fleenor Paper Company 401(k) Plan

Financial Statements and Supplemental Schedule

March 31, 2010 and 2009 and for the year ended March 31, 2010 with Independent Auditors' Report

FLEENOR PAPER COMPANY 401(k) PLAN

Financial Statements and Supplemental Schedule

March 31, 2010 and 2009
and for the year ended March 31, 2010

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Silicon Valley Accountancy
Corporation

Certified Public Accountants
and Business Advisors

Independent Auditors' Report

To the Plan Administrator and Participants
of the Fleenor Paper Company 401(k) Plan

We were engaged to audit the financial statements and supplemental schedule of the Fleenor Paper Company 401(k) Plan ("the Plan") as of March 31, 2010 and 2009, and for the year ended March 31, 2010, as listed in the accompanying table of contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by John Hancock Life Insurance Company (U.S.A.) ("John Hancock"), the custodian of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that John Hancock holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from John Hancock as March 31, 2010 and 2009, and for the year ended March 31, 2010, that the information provided to the Plan Administrator by John Hancock is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by John Hancock, 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.

Silicon Valley Accountancy Corporation

SILICON VALLEY ACCOUNTANCY CORPORATION

San Jose, California
January 14, 2011

3150 Almaden Expwy, Suite 105
San Jose, CA 95118
Tel: 408-448-8000
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www.cpas-svac.com

FLEENOR PAPER COMPANY 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	March 31, 2010	March 31, 2009
Assets:		
Investments, at fair value	$ 1,464,495	$ 1,201,241
Assets held for investment purposes	1,464,495	1,201,241
Cash	19,390	16,755
Employer's contribution receivable	150,966	103,000
Total assets	1,634,851	1,320,996
Liabilities:		
Other liabilities	-	695
Total liabilities	-	695
Net assets available for benefits	$ 1,634,851	$ 1,320,301

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

FLEENOR PAPER COMPANY 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year ended March 31, 2010
Additions to net assets attributed to:	
Investment income:	
Net realized and unrealized appreciation in fair value of investments	$ 522,907
Contributions:	
Employer's	150,966
Participants'	132,669
Rollovers	22,220
Total additions	828,762
Deductions from net assets attributed to:	
Withdrawals and distributions	47,701
Plan fees	1,941
Total deductions	49,642
Net increase in net assets	779,120
Transfer to affiliate Plan (see Note 1)	(464,570)
Net assets available for benefits:	
Beginning of year	1,320,301
End of year	$ 1,634,851

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

NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2010 AND 2009 (See Independent Auditors' Report)

NOTE 1 - DESCRIPTION OF PLAN

General **-** The following description of the Fleenor Paper Company 401(k) Plan ("the Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

The Plan is a defined contribution plan that was established on January 1, 2001 by Fleenor Company, Inc. ("the Company" or "Plan Administrator") covering all eligible employees of the Company and its affiliate Fleenor Paper Company Georgia, Inc. ("Fleenor Georgia"), as defined in the Plan agreement. Effective April 1, 2008, Fleenor Georgia closed down and its employees became employees of Fleenor Company, Inc. The Plan Administrator believes the Plan is currently designed and operated in compliance with the applicable requirements of the Internal Revenue Code and the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended.

Effective April 1, 2009, the Plan was split by the East and West divisions of the Company and a new plan, Fleenor Paper Company East 401(k) Plan was created for the East division. The West division continued under the Plan.

Effective March 29, 2010 through the week of April 26, 2010, the Plan had a blackout period due to changing the available investment options from the existing John Hancock Life Insurance Company investment vehicle to a new John Hancock Life Insurance Company investment vehicle. During the blackout period, participants were unable to direct or diversify the assets held in their plan account or obtain a distribution.

Administration **-** The Company has appointed an Administrative Committee to manage the operation of the Plan. An officer of the Company acts as Plan trustee. The Company has contracted with John Hancock Life Insurance Company (U.S.A.) ("John Hancock"), to act as custodian. A third-party administrator processes and maintains the records of participant data.

Contributions **-** Each year, participants may contribute up to an annual maximum of 100% of eligible compensation as defined in the Plan agreement, not to exceed the maximum allowed by law. Participants who are age 50 or older can elect to make catch-up contributions to the Plan, not to exceed the maximum allowed by law. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans.

Through March 31, 2009, the Plan was referred to as a safe-harbor plan and allowed for a safe harbor contribution. Effective April 1, 2009, the Plan was amended to suspend the safe harbor provisions of the Plan.

The Plan allows for a discretionary employer-matching contribution, a discretionary profit-sharing contribution, and qualified non-elective contributions (QNECs) as determined annually by the Company's Board of Directors. For fiscal year 2010, the discretionary matching contribution was $150,966, which was paid subsequent to year-end and allocated to participants based on each participant's elective deferral amount as a percentage of total elective deferrals for the Plan. There were no discretionary profit-sharing contributions and qualified non-elective contributions made for fiscal year 2010.

Participant Accounts - Each participant's account is credited with the participant's contribution, the Company's discretionary employer matching contribution, an allocation of the Company's discretionary profit-sharing contribution (if any), an allocation of the QNEC (if any), Plan earnings or losses, and Plan expenses as applicable to the Plan. Allocations of the discretionary profit-sharing contribution are based on participant compensation, as defined in the Plan agreement. Allocations of earnings or losses are based on participant investment choices. Participants direct their contributions and investments into various investment options offered by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Certain investment and fund fees are charged by the custodian to the funds and are included in Plan investment income and losses and charged to participant accounts. Participants should refer to the funds' prospectuses for further details on these fees.

Vesting - Participants are immediately vested in their contributions, the Company's safe-harbor contribution, QNECs, and rollover amounts plus actual earnings thereon. Vesting in the Company's discretionary matching and profit-sharing contributions portion of their accounts is based on years of credited service. Participants vest at a rate of 20% per year beginning at the end of the first year. A participant is 100% vested after 5 years of credited service. Participants fully vest upon death, permanent disability, normal retirement or Plan termination.

Participant Loans - Through March 31, 2010, participant loans were not permitted under the provisions of the Plan. Effective April 1, 2010, loans are permitted. Principal and interest is paid ratably through payroll deductions. There were no loans outstanding as of March 31, 2010. Loans must be repaid within a five-year period, unless used for the purchase of a principal residence in which case the maximum repayment period may be longer. The specific terms and conditions of such loans are established by the Plan Administrator.

Payment of Benefits - Distributions from the Plan may only be made after specific events have occurred. Participants are eligible for a distribution upon termination of employment, death, retirement, disability and are paid in accordance with Plan provisions. Participants may be eligible to receive distributions up to their vested account balance in the case of financial hardship. Participants may also receive in-service distributions upon attaining age $59^{1/2}$.

Forfeitures - Forfeitures can be used to pay Plan expenses or reduce employer contributions to the Plan. The forfeiture account balance was approximately $19,300 and $16,700 at March 31, 2010 and 2009, respectively.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The accompanying financial statements are prepared on the accrual basis of accounting in accordance with principles generally accepted in the United States of America.

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition - Investments of the Plan are reported at fair value as determined by John Hancock. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Operating Expenses - Substantially all administrative expenses incurred for administering the Plan are paid by the Company. Certain third-party administrative fees are paid by the Plan and charged to participants, as applicable.

Payment of Benefits - Benefits are recorded when paid.

Subsequent Events - The Plan has evaluated subsequent events through January 14, 2011, the date the financial statements were available to be issued.

NOTE 3 - RISKS AND UNCERTAINTIES

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

NOTE 4 - CERTIFIED INFORMATION

In accordance with 29 CFR 2520.103.8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, information certified by John Hancock regarding the current value of assets held at March 31, 2010 and 2009, and transactions entered into during the year ended March 31, 2010, was used in the preparation of the accompanying financial statements and supplemental schedule. The following table includes the fair values of investment funds that represent 5% or more of the Plan's net assets at March 31:

	2010		2009	
Allianz RCM Tech Fund	$ -		$ 3,419	
American Balanced Fund	14,566		8,785	
Davis New York Venture	25,038		15,319	
DFA Emerging Markets Value	15,446		4,911	
DFA International Value	8,783		4,862	
DFA U.S Small Cap Fund	8,804		4,855	
Dreyfus Prem Structure Mid	17,908		10,113	
EuroPacific Growth Fund	21,669		13,509	
Lifestyle Aggressive	57,644		27,256	
Lifestyle Balanced	281,063	*	315,761	*
Lifestyle Conservative	65,808		74,614	
Lifestyle Growth	485,751	*	368,412	*
Lifestyle Moderate	91,326	*	62,398	
LM Partners Glb High Yield	18,727		5,913	
Money Market Fund	66,680		49,907	
Mutual Discovery	45,117		31,854	
Oppenheimer Global	29,270		16,374	
PIMCO Global Bond	-		6,024	
PIMCO Real Return	42,823		73,775	*
PIMCO Total Return	18,574		15,540	
River Source Mid Cap Value	44,636		24,352	

Small Cap Opportunities Fund	17,655	9,382
T. Rowe Price Blue Chip	36,442	22,769
The Growth Fund Of America	50,765	31,137
Assets held for investment purposes	$1,464,495	$1,201,241

*Represents 5% of Net Assets Available for Plan Benefits.

The Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value as follows for the year ended March 31, 2010:

Pooled accounts	$522,907

NOTE 5 - FAIR VALUE MEASUREMENTS

FASB Statement No. 157, Fair Value Measurements, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB Statement No. 157 are described as follows:

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

Level 2 - Inputs to the valuation methodology include:

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

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

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

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value

measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used as of March 31, 2010 and 2009.

Pooled Accounts: Valued at a unitized share basis based on the value of the underlying investments in the pooled account.

Participant Loans: Fair value of participant loans is equal to their outstanding balances, less amounts deemed uncollectible as determined by the Plan Administrator.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value:

	Assets at Fair Value as of March 31, 2010			
	Level 1	Level 2	Level 3	Total
Pooled accounts:				
Aggressive Growth	$ -	$ 112,346	$ -	$ 112,346
Growth	-	727,544	-	727,544
Growth and Income	-	320,667	-	320,667
Income	-	171,450	-	171,450
Conservative	-	132,488	-	132,488
Total assets at fair value	$ -	$1,464,495	$ -	$1,464,495

	Assets at Fair Value as of March 31, 2009			
	Level 1	Level 2	Level 3	Total
Pooled accounts:				
Aggressive Growth	$ -	$ 58,812	$ -	$ 58,812
Growth	-	514,393	-	514,393
Growth and Income	-	339,865	-	339,865
Income	-	163,650	-	163,650
Conservative	-	124,521	-	124,521
Total assets at fair value	$ -	$1,201,241	$ -	$1,201,241

NOTE 6 - PLAN TERMINATION AND/OR MODIFICATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to amend or terminate the Plan at any time, subject to the provisions of ERISA.

NOTE 7 - RELATED PARTY TRANSACTIONS

Plan investments are managed by the custodians and are considered party-in-interest transactions under ERISA regulations. Such transactions, while considered party-in-interest transactions under ERISA regulations, are permitted under the provisions of the Plan and are specifically exempt from the prohibition of party-in-interest transactions under ERISA.

NOTE 8 - TAX STATUS

The Plan has adopted a prototype plan which received a favorable opinion letter dated March 31, 2008 from the Internal Revenue Service. The Plan has been amended since, however, the Plan Administrator believes that the Plan, as amended, and the related trust are designed in accordance with applicable sections of the Internal Revenue Code and state statutes and is exempt from federal income and state franchise taxes.

NOTE 9 - SUBSEQUENT EVENT

Effective April 1, 2010, the Plan was restated as the Fleenor Paper West Company 401(k) Plan.



STATEMENT OF ASSETS AND LIABILITIES OF
THE SUB-ACCOUNTS OF JOHN HANCOCK LIFE INSURANCE COMPANY (U.S.A.)
FOR CONTRACT # 79254 THE TRUSTEES OF FLEENOR PAPER COMPANY
401(K) PLAN
MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
Lifecycle Retirement	$ 0.00	.000000	$ 0.00
Lifecycle 2010	$ 416508218.33	.000000	$ 0.00
Lifecycle 2015	$ 360859542.46	.000000	$ 0.00
Lifecycle 2020	$ 499718571.49	.000000	$ 0.00
Lifecycle 2025	$ 520650683.63	.000000	$ 0.00
Lifecycle 2030	$ 428549744.27	.000000	$ 0.00
Lifecycle 2035	$ 329141517.55	.000000	$ 0.00
Lifecycle 2040	$ 238817773.08	.000000	$ 0.00
Lifecycle 2045	$ 232051562.00	.000000	$ 0.00
Russell Conservative	$ 20970084.28	.000000	$ 0.00
Russell Moderate	$ 39243187.84	.000000	$ 0.00
Russell Balanced	$ 169583591.36	.000000	$ 0.00
Russell Growth	$ 147354515.17	.000000	$ 0.00
Russell Equity Growth	$ 50736709.57	.000000	$ 0.00
Lifestyle Conservative	$ 1847759319.18	7702.583794	$ 110615.63
Lifestyle Moderate	$ 2392496867.13	6987.153011	$ 95756.34
Lifestyle Balanced	$ 8226552466.42	35292.782797	$ 483806.19
JH Dreyfus Premier Core Bond	$ 0.00	.000000	$ 0.00
Lifestyle Growth	$ 8606517480.48	43242.567663	$ 574199.94
JH Money Market	$ 0.00	.000000	$ 0.00
Lifestyle Aggressive	$ 2954097761.55	3994.044826	$ 49524.04
Manulife Balanced	$ 0.00	.000000	$ 0.00
JH AmCent Mason Select Bnd	$ 0.00	.000000	$ 0.00
John Hancock Stable Val	$ 1318684453.15	.000000	$ 0.00
US Government Securities	$ 32718133.32	.000000	$ 0.00
The Bond Fund of America	$ 8563447.30	.000000	$ 0.00

*Assets = Liabilities

Note: this report does not reflect transactions processed after December 31, 2009
Cash Basis



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THE SUB-ACCOUNTS OF JOHN HANCOCK LIFE INSURANCE COMPANY (U.S.A.)
FOR CONTRACT # 79254 THE TRUSTEES OF FLEENOR PAPER COMPANY
401(K) PLAN
MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
JH AmCent Strat Alloc Moder	$ 0.00	.000000	$ 0.00
Capital World Bond Fund	$ 7765059.92	.000000	$ 0.00
John Hancock Strategic Inc	$ 75597453.86	.000000	$ 0.00
JH AmCent Mason High Yield Bnd	$ 0.00	.000000	$ 0.00
T. Rowe Price Spectrum Inc	$ 244471141.77	.000000	$ 0.00
Oppenheimer Intl Bond	$ 41822180.43	.000000	$ 0.00
LM Partners Glb High Yield	$ 230268562.62	1044.502941	$ 9350.65
PIMCO Real Return	$ 237585548.02	4619.666568	$ 59279.83
JH AmCent Equity Index Fund	$ 0.00	.000000	$ 0.00
PIMCO Global Bond	$ 135383030.12	2831.526508	$ 33439.07
PIMCO Total Return	$ 1230325440.88	1387.781550	$ 18082.28
Short-Term Federal	$ 426909244.05	.000000	$ 0.00
American High-Income Fund	$ 14140935.07	.000000	$ 0.00
JH Fidelity Advisor Div Grwth	$ 0.00	.000000	$ 0.00
Managers AMG FQ Global Alt	$ 1229585.40	.000000	$ 0.00
PIMCO All Asset	$ 78059970.68	.000000	$ 0.00
American Balanced Fund	$ 469644243.71	256.979741	$ 4555.64
Investment Company of America	$ 187863830.73	.000000	$ 0.00
BlackRock Global Allocation	$ 98915281.99	.000000	$ 0.00
Washington Mutual Investors	$ 157117092.92	.000000	$ 0.00
Income Fund of America	$ 12195615.64	.000000	$ 0.00
JH Legg Part Small Cap Value	$ 0.00	.000000	$ 0.00
Pax World Balanced Fund	$ 908.93	.000000	$ 0.00
Mutual Beacon	$ 452507883.24	.000000	$ 0.00
Capital Income Builder	$ 15833893.00	.000000	$ 0.00
Value Index Fund	$ 17720567.68	.000000	$ 0.00

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FOR CONTRACT # 79254 THE TRUSTEES OF FLEENOR PAPER COMPANY
401(K) PLAN
MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
T. Rowe Price Equity Inc	$ 267668152.04	.000000	$ 0.00
Manulife Capital Growth Stock	$ 0.00	.000000	$ 0.00
JH Fidelity Advisor Large Cap	$ 0.00	.000000	$ 0.00
Ivy Asset Strategy Fund	$ 20258546.30	.000000	$ 0.00
Davis New York Venture	$ 634536217.09	764.834299	$ 24127.30
FT Founding Allocation	$ 14137576.74	.000000	$ 0.00
JH MFS Strategic Value	$ 0.00	.000000	$ 0.00
JH Weitz Partners Value	$ 0.00	.000000	$ 0.00
RiverSource Equity Value	$ 6477822.50	.000000	$ 0.00
Manulife Growth Plus Stock	$ 0.00	.000000	$ 0.00
Mutual Global Discovery	$ 398276854.53	1187.406343	$ 34689.02
JH AmCent Select Fund	$ 0.00	.000000	$ 0.00
Fidelity ContraFund	$ 279180696.53	.000000	$ 0.00
Eaton Vance Large-Cap Value	$ 24209739.03	.000000	$ 0.00
The Growth Fund of America	$ 900704125.88	1639.384300	$ 47351.71
JH Lord Abbett All Value	$ 0.00	.000000	$ 0.00
Jennison Growth	$ 132704060.35	.000000	$ 0.00
Growth Index Fund	$ 16409904.01	.000000	$ 0.00
JH John Hancock U.S. Gbl Lead	$ 0.00	.000000	$ 0.00
Templeton World	$ 150118485.68	.000000	$ 0.00
BlackRock Large Value	$ 124398653.66	.000000	$ 0.00
JH T. Rowe Price Mid-Cap Val	$ 0.00	.000000	$ 0.00
JH Scudder Intl Select Equity	$ 0.00	.000000	$ 0.00
MFS Utilities	$ 217827828.82	.000000	$ 0.00
JH John Hancock Value Opps	$ 0.00	.000000	$ 0.00
JH AIM Mid Cap Core Equity	$ 0.00	.000000	$ 0.00

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MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
JH Fidelity Advisor Overseas	$ 0.00	.000000	$ 0.00
Domini Social Equity	$ 64485950.34	.000000	$ 0.00
Parnassus Equity Income	$ 2869628.27	.000000	$ 0.00
JH Templeton Foreign	$ 0.00	.000000	$ 0.00
JH Munder Small-Cap Value	$ 0.00	.000000	$ 0.00
Oppenheimer Global	$ 206398988.40	437.701881	$ 27639.48
John Hancock Classic Value	$ 0.00	.000000	$ 0.00
Mass Investors Fund	$ 2435515.87	.000000	$ 0.00
Dreyfus Structured Mid Cap	$ 7452095.43	1008.944327	$ 16185.75
T. Rowe Price Sml Cap Val	$ 137499638.30	.000000	$ 0.00
JH Am Century Intl Value	$ 0.00	.000000	$ 0.00
RiverSource Mid Cap Value	$ 82561067.50	5482.537874	$ 41445.01
Legg Mason Value	$ 0.00	.000000	$ 0.00
Fidelity Adv New Insights	$ 30282822.47	.000000	$ 0.00
Franklin Balance Sheet	$ 254708488.03	.000000	$ 0.00
Victory Diversified Stock	$ 12279870.80	.000000	$ 0.00
JPM MidCap Value Fund	$ 171505616.32	.000000	$ 0.00
New Perspective Fund	$ 12642405.86	.000000	$ 0.00
JH Putnam Vista	$ 0.00	.000000	$ 0.00
JH INVESCO Dynamics	$ 0.00	.000000	$ 0.00
Columbia Value & Restructuring	$ 359457911.73	.000000	$ 0.00
Fundamental Investors	$ 67391643.85	.000000	$ 0.00
Brandywine Blue Fund	$ 944722.15	.000000	$ 0.00
Capital World Growth & Income	$ 40847858.98	.000000	$ 0.00
Mid-Cap Value Index Fund	$ 12170222.78	.000000	$ 0.00
EuroPacific Growth Fund	$ 819117532.40	410.681281	$ 18153.40

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FOR CONTRACT # 79254 THE TRUSTEES OF FLEENOR PAPER COMPANY
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Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
New World Fund	$ 15236156.67	.000000	$ 0.00
JH DWS Mid Cap Growth	$ 0.00	.000000	$ 0.00
T. Rowe Price Health Sci	$ 223382020.88	.000000	$ 0.00
Legg Partners Agg Growth	$ 134600516.39	.000000	$ 0.00
John Hancock Rainier Grow	$ 2175305.28	.000000	$ 0.00
Manulife Emerging Growth Stock	$ 0.00	.000000	$ 0.00
Lifestyle Conservative 280(VS)	$ 0.00	.000000	$ 0.00
Lifestyle Moderate 460 (VS)	$ 0.00	.000000	$ 0.00
Franklin Small-Mid Growth	$ 135825697.89	.000000	$ 0.00
Lifestyle Balanced 640 (VS)	$ 0.00	.000000	$ 0.00
Explorer	$ 37060805.48	.000000	$ 0.00
Lifestyle Growth 820 (VS)	$ 0.00	.000000	$ 0.00
Lifestyle Aggressive 1000 (VS)	$ 0.00	.000000	$ 0.00
AIM Small Cap Growth	$ 118477676.62	.000000	$ 0.00
JH Calamos Growth	$ 0.00	.000000	$ 0.00
JH INVESCO Telecom	$ 0.00	.000000	$ 0.00
Bridgeway Ultra-Small Co	$ 8870266.07	.000000	$ 0.00
American Century Vista	$ 249014681.63	.000000	$ 0.00
Davis Financial	$ 77931049.30	.000000	$ 0.00
JH Munder NetNet	$ 0.00	.000000	$ 0.00
Small Cap Growth Index	$ 114136749.15	.000000	$ 0.00
DFA U.S. Small Cap Fund	$ 60056506.92	456.333201	$ 8021.33
Small Cap Value Index	$ 19518687.84	.000000	$ 0.00
DFA International Value	$ 87470225.35	464.119897	$ 8606.09
JH Templeton Foreign Small Co	$ 0.00	.000000	$ 0.00
Thornburg International Value	$ 4686341.12	.000000	$ 0.00

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Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
Turner Core Growth Fund	$ 910052.83	.000000	$ 0.00
Jennison 20/20 Focus Fund	$ 14854812.96	.000000	$ 0.00
T. Rowe Price Sci & Tech	$ 341812965.90	.000000	$ 0.00
Oppenheimer Intl Growth Fund	$ 17071563.37	.000000	$ 0.00
JH AIM Constellation	$ 0.00	.000000	$ 0.00
Oppenheimer Developing Mkt	$ 802732822.61	.000000	$ 0.00
Energy	$ 559678995.54	.000000	$ 0.00
SMALLCAP World Fund	$ 7285388.79	.000000	$ 0.00
Royce Opportunity	$ 99704339.77	.000000	$ 0.00
DFA US Targeted Value Fund	$ 10577874.65	.000000	$ 0.00
John Hancock Intl Growth	$ 4856401.48	.000000	$ 0.00
American Century Small Co	$ 0.00	.000000	$ 0.00
Balanced Fund (VS)	$ 0.00	.000000	$ 0.00
DFA Emerging Markets Value	$ 227093248.88	250.372301	$ 9996.89
Keeley Small Cap Value	$ 20635581.49	.000000	$ 0.00
Mid-Cap Growth Index Fund	$ 13205920.77	.000000	$ 0.00
Fidelity Adv Leveraged Co Stk	$ 4727246.89	.000000	$ 0.00
Fidelity Advisor Gold Fund	$ 13550485.11	.000000	$ 0.00
UBS Global Allocation	$ 0.00	.000000	$ 0.00
UBS U.S. Large Cap Equity	$ 0.00	.000000	$ 0.00
DWS RREEF Real Estate	$ 0.00	.000000	$ 0.00
JH AmCent Mason Mid Growth	$ 0.00	.000000	$ 0.00
T. Rowe Price Real Estate	$ 0.00	.000000	$ 0.00
JH John Hancock Growth Opps	$ 0.00	.000000	$ 0.00
T. Rowe Price Blue Chip	$ 0.00	.000000	$ 0.00
JH John Hancock Small Cap	$ 0.00	.000000	$ 0.00

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MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
BlackRock Mid-Cap Value Opps	$ 0.00	.000000	$ 0.00
Columbia Marsico Intl Opps	$ 0.00	.000000	$ 0.00
JH AmCent Mason Small Growth	$ 0.00	.000000	$ 0.00
Legg Mason Growth	$ 0.00	.000000	$ 0.00
Allianz RCM Tech Fund	$ 0.00	.000000	$ 0.00
Money Market Fund	$ 2870579600.45	5242.300744	$ 54694.49
Strategic Income Fund	$ 24203531.20	.000000	$ 0.00
Strategic Bond Fund	$ 37540130.46	.000000	$ 0.00
Large Cap Growth Fund (VS)	$ 0.00	.000000	$ 0.00
Active Bond Fund	$ 33470659.90	.000000	$ 0.00
Special Value Fund	$ 0.00	.000000	$ 0.00
U.S. High Yield Bond Fund	$ 39552009.00	.000000	$ 0.00
High Yield Fund	$ 69168965.83	.000000	$ 0.00
Core Bond Fund	$ 10240914.67	.000000	$ 0.00
Investment Qual Bond Fund	$ 55102502.32	.000000	$ 0.00
Quantitative Equity Fund (VS)	$ 0.00	.000000	$ 0.00
WAMCO U.S. Government Sec Fund	$ 40003348.60	.000000	$ 0.00
Total Return Fund	$ 242857242.52	.000000	$ 0.00
Real Return Bond Fund	$ 64094525.30	.000000	$ 0.00
Global Bond Fund	$ 59770607.04	.000000	$ 0.00
Strategic Value Fund (VS)	$ 0.00	.000000	$ 0.00
Total Bond Market Fund	$ 56923959.75	.000000	$ 0.00
Core Fundamental Holdings	$ 8895389.13	.000000	$ 0.00
Strategic Growth Fund (VS)	$ 0.00	.000000	$ 0.00
500 Index Fund	$ 860602098.77	.000000	$ 0.00
Absolute Return Fund	$ 0.00	.000000	$ 0.00

*Assets = Liabilities



STATEMENT OF ASSETS AND LIABILITIES OF
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MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
Core Diversified Grwth & Inc	$ 15721804.05	.000000	$ 0.00
Income & Value Fund	$ 0.00	.000000	$ 0.00
Optimized Value Fund	$ 48651759.71	.000000	$ 0.00
Fundamental Value Fund	$ 98828961.29	.000000	$ 0.00
Core Global Diversification	$ 12935843.06	.000000	$ 0.00
Mid Cap Core Fund (VS)	$ 0.00	.000000	$ 0.00
Equity Income Fund	$ 128690667.93	.000000	$ 0.00
U.S. Global Leaders Fund	$ 0.00	.000000	$ 0.00
Large Cap Fund	$ 38411637.06	.000000	$ 0.00
Overseas Fund (VS)	$ 0.00	.000000	$ 0.00
All Cap Value Fund	$ 83472453.75	.000000	$ 0.00
Mid Cap Value Fund	$ 0.00	.000000	$ 0.00
Capital Appreciation Fund	$ 131660771.80	.000000	$ 0.00
Quantitative Mid Cap Fund	$ 0.00	.000000	$ 0.00
Total Stock Market Index Fund	$ 201981558.72	.000000	$ 0.00
All Cap Core Fund	$ 19907592.27	.000000	$ 0.00
US Core Fund	$ 0.00	.000000	$ 0.00
Utilities Fund	$ 72874135.40	.000000	$ 0.00
Large Cap Value Fund	$ 78456807.86	.000000	$ 0.00
Blue Chip Growth Fund	$ 441877688.50	1985.944464	$ 34918.82
Mid Cap Index Fund	$ 251539269.89	.000000	$ 0.00
Classic Value Fund	$ 0.00	.000000	$ 0.00
Mid Cap Opps Fund (VS)	$ 0.00	.000000	$ 0.00
Value Fund	$ 62816973.41	.000000	$ 0.00
Mid Cap Growth Fund (VS)	$ 0.00	.000000	$ 0.00
Strategic Opps Fund (VS)	$ 0.00	.000000	$ 0.00

*Assets = Liabilities



STATEMENT OF ASSETS AND LIABILITIES OF
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Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
Small Company Value Fund	$ 100566861.07	.000000	$ 0.00
Core Equity Fund	$ 0.00	.000000	$ 0.00
Mid Value Fund	$ 147766803.13	.000000	$ 0.00
Optimized All Cap Fund	$ 133619128.37	.000000	$ 0.00
U.S. Large Cap Fund	$ 0.00	.000000	$ 0.00
Small Cap Opportunities Fund	$ 44043804.12	949.374330	$ 15966.46
Small Company Blend Fund (VS)	$ 0.00	.000000	$ 0.00
Small Cap Value Fund	$ 129199516.80	.000000	$ 0.00
Dynamic Growth Fund	$ 0.00	.000000	$ 0.00
Real Est. Securities Fund	$ 279578925.15	.000000	$ 0.00
All Cap Growth Fund	$ 89366217.87	.000000	$ 0.00
Aggressive Growth Fund (VS)	$ 0.00	.000000	$ 0.00
Small Cap Growth Fund	$ 51575954.63	.000000	$ 0.00
International Core Fund	$ 44359449.33	.000000	$ 0.00
Intl Equity Index Fund	$ 182760899.64	.000000	$ 0.00
Mid Cap Stock Fund	$ 282785351.63	.000000	$ 0.00
Pacific Rim Fund	$ 28457402.89	.000000	$ 0.00
Telecommunications Fund (VS)	$ 0.00	.000000	$ 0.00
International Value Fund	$ 292266942.36	.000000	$ 0.00
Internet Technolog. Fund (VS)	$ 0.00	.000000	$ 0.00
Financial Services Fund	$ 21692908.13	.000000	$ 0.00
Small Cap Index Fund	$ 132666689.48	.000000	$ 0.00
Science & Technology Fund	$ 172631163.37	.000000	$ 0.00
Global Fund	$ 2238765.64	.000000	$ 0.00
International Opps Fund	$ 90954665.86	.000000	$ 0.00
Intl Small Cap Fund	$ 129307991.79	.000000	$ 0.00

*Assets = Liabilities

John Hancock

STATEMENT OF ASSETS AND LIABILITIES OF
THE SUB-ACCOUNTS OF JOHN HANCOCK LIFE INSURANCE COMPANY (U.S.A.)
FOR CONTRACT # 79254 THE TRUSTEES OF FLEENOR PAPER COMPANY
401(K) PLAN
MONEY INVESTED AS OF DECEMBER 31, 2009

Sub-Accounts	John Hancock USA Total Sub-Accounts Assets and Liabilities*	THE TRUSTEES OF FLEENOR PAPER COMPANY 401(K) PLAN Total No of Units	Total Value
Natural Resources Fund	$ 164034386.83	.000000	$ 0.00
Global Allocation Fund	$ 0.00	.000000	$ 0.00
Overseas Equity Fund	$ 0.00	.000000	$ 0.00
Emerging Small Co Fund	$ 0.00	.000000	$ 0.00
Health Sciences Fund	$ 3647203.02	.000000	$ 0.00
Small Company Fund	$ 0.00	.000000	$ 0.00
Small Cap Fund	$ 0.00	.000000	$ 0.00
Emerging Growth Fund	$ 0.00	.000000	$ 0.00

*Assets = Liabilities

I hereby certify that this statement, given pursuant to 29 CFR 2520.103-5(c), is complete and accurate.

Katherine MacMillan
President, Retirement Plan Services

Production Date(R): MAR/31/2010

SUPPLEMENTAL SCHEDULE

FLEENOR PAPER COMPANY 401(k) PLAN

EIN: 94-2616973
PLAN #: 002

SCHEDULE H, Line 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
MARCH 31, 2010

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(e) Current value
*	American Balanced Fund	Pooled Account	$ 14,566
*	Davis New York Venture	Pooled Account	25,038
*	DFA Emerging Markets Value	Pooled Account	15,446
*	DFA International Value	Pooled Account	8,783
*	DFA U.S Small Cap Fund	Pooled Account	8,804
*	Dreyfus Prem Structure Mid	Pooled Account	17,908
*	Europacific Growth Fund	Pooled Account	21,669
*	Lifestyle Aggressive	Pooled Account	57,644
*	Lifestyle Balanced	Pooled Account	281,063
*	Lifestyle Conservative	Pooled Account	65,808
*	Lifestyle Growth	Pooled Account	485,751
*	Lifestyle Moderate	Pooled Account	91,326
*	LM Partners Glb High Yield	Pooled Account	18,727
*	Money Market Fund	Pooled Account	66,680
*	Mutual Discovery	Pooled Account	45,117
*	Oppenheimer Global	Pooled Account	29,270
*	PIMCO Real Return	Pooled Account	42,823
*	PIMCO Total Return	Pooled Account	18,574
*	River Source Mid Cap Value	Pooled Account	44,636
*	Small Cap opportunities Fund	Pooled Account	17,655
*	T. Rowe Price Blue Chip	Pooled Account	36,442
*	The Growth Fund Of America	Pooled Account	50,765
	Total		$ 1,464,495

* Indicates party-in-interest to the Plan

See Independent Auditors' Report