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 07/01/2009 and ending 06/30/2010

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:
- [ ] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 07/01/1979

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

170 INDUSTRIAL WAY
BENICIA, CA 94510

2b Employer Identification Number (EIN) 94-2440675

2c Sponsor's telephone number 707-745-2722

2d Business code (see instructions) 339900

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.	01/18/2011	JASMIN POWELL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	01/18/2011	JASMIN POWELL
	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")
DUNLOP MANUFACTURING, INC.

170 INDUSTRIAL WAY
BENICIA, CA 94510

3b Administrator's EIN
94-2440675

3c Administrator's telephone number
707-745-2722

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**	251
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**	242
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	11
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	253
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	253
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	220
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	10
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:
2A 2E 2F 2H 2J 2T 3D

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

(1)	X	**H** (Financial Information)
(2)		**I** (Financial Information – Small Plan)
(3)		___ **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 07/01/2009 and ending 06/30/2010

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
94-2440675

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

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

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

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

PENSION SPECIALISTS, INC.

35 IRON POINT CIRCLE, SUITE 100
FOLSOM, CA 95630

68-0167223

(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?
13	NONE	21670	Yes ☐ No ☒	Yes ☐ No ☐	0	Yes ☐ No ☐

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

PATRICK & BUZARELLOS LLP

1900 POINT WEST WAY 102
SACRAMENTO, CA 95815

68-0197298

(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?
10	NONE	5850	Yes ☐ No ☒	Yes ☐ No ☐	0	Yes ☐ No ☐

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

SOUTHLAND INVESTMENT ULLI NIEMANN

18685 A MAIN STREET 606
HUNTINGTON BEACH, CA 92648

52-2927689

(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?
27 51	NONE	6128	Yes ☐ No ☒	Yes ☐ No ☐	0	Yes ☐ No ☐

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

CHARLES SCHWAB & CO

94-1737782

(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?
59	NONE	0	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

FIRST REPUBLIC INVESTMENT MGMT

111 PINE STREET
SAN FRANCISCO, CA 94111

(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?
27	NONE	10472	Yes [ ] No [ ]	Yes [ ] No [ ]	0	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
CHARLES SCHWAB & CO	59	

(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.
FEDERATED 25-1111467	RATE OF 0.40% OF AVERAGE DAILY BALANCE OF ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
CHARLES SCHWAB & CO	59	

(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.
PERMANENT PORTFOLIO 94-2788165	RATE OF 0.40% OF AVERAGE DAILY BALANCE OF ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
CHARLES SCHWAB & CO	59	

(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.
SCHWAB FUNDS 94-3106735	RATE OF 0.25% OF AVERAGE DAILY BALANCE OF ASSETS

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 07/01/2009 and ending 06/30/2010

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
94-2440675

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	41566	28545
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	120000	0
(2) Participant contributions	1b(2)	3215	6168
(3) Other	1b(3)	28624	29608
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2135895	1676672
(2) U.S. Government securities	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	1721316	1796691
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	100758	164416
(B) Common	1c(4)(B)	74541	1638085
(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)	754007	772173
(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)	1445152	1170209
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	

			(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	6425074	7282567
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h	1040	8901
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	1040	8901
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	6424034	7273666

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)	831033	
	(B) Participants	2a(1)(B)	98190	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		929223
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	4406	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)	84292	
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	54439	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		143137
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	10264	
	(B) Common stock	2b(2)(B)	35472	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		45736
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	376380	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	383064	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-6684

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	121351	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		121351
(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)		-42802
c Other income	2c		7179
d Total income. Add all **income** amounts in column (b) and enter total	2d		1197140
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	278850	
(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)		278850
f Corrective distributions (see instructions)	2f		15056
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	5850	
(2) Contract administrator fees	2i(2)	21670	
(3) Investment advisory and management fees	2i(3)	24528	
(4) Other	2i(4)	1554	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		53602
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		347508
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		849632
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) [X] Unqualified (2) [ ] Qualified (3) [ ] Disclaimer (4) [ ] Adverse

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

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

(1) Name: PATRICK & BUZARELLOS LLP (2) EIN: 68-0197298

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		283
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 07/01/2009 and ending 06/30/2010

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
94-2440675

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): 68-6098129 52-2269494

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

FINANCIAL STATEMENTS AND
REPORT OF INDEPENDENT
CERTIFIED PUBLIC ACCOUNTANTS

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

JUNE 30, 2010 AND 2009

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

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PATRICK
&
BUZARELLOS
Certified Public Accountants LLP

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

The Trustees and Participants
Dunlop Manufacturing, Inc.
401(k) Profit Sharing Plan

We have audited the statements of net assets available for benefits of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of June 30, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended and the supplemental schedules as of June 30, 2010. These financial statements and schedules are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements and schedules based on our audits.

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

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of June 30, 2010 and 2009, and the changes in its net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of Assets Held for Investment Purposes, Assets Acquired and Disposed of Within the Year and Reportable Transactions, together referred to as "supplemental information," are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Patrick & Buzarellos LLP

Sacramento, California
January 12, 2011

1900 Point West Way, Suite 102
Sacramento, CA 95815
Fax: 916.920.1055
Phone: 916.920.1604
www.pbcpasllp.com

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	June 30 2010	June 30 2009
ASSETS		
INVESTMENTS, at fair value		
Cash and cash equivalents	$ 1,876,838	$ 3,507,064
Common and preferred stocks	307,023	175,299
Fixed income	1,874,380	1,721,316
Mutual and exchange traded funds	2,416,377	115,549
Total investments	6,474,618	5,519,228
RECEIVABLES		
Participant loans	772,173	754,007
Employer contributions	-	120,000
Participant contributions	6,168	3,215
Other	29,608	28,624
Total receivables	807,949	905,846
TOTAL ASSETS	7,282,567	6,425,074
LIABILITIES		
Accounts and benefits payable	8,901	1,040
TOTAL LIABILITIES	8,901	1,040
NET ASSETS AVAILABLE FOR BENEFITS	$ 7,273,666	$ 6,424,034

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Years Ended June 30 2010	2009
ADDITIONS TO NET ASSETS		
INVESTMENT INCOME		
Interest and dividends	$ 188,873	$ 115,188
Net appreciation (decline) in fair value of investments	71,865	(2,694,048)
Other	7,179	19,023
Total investment income (loss)	267,917	(2,559,837)
CONTRIBUTIONS		
Employer	831,033	840,000
Participants	98,190	97,419
	929,223	937,419
TOTAL ADDITIONS	1,197,140	(1,622,418)
DEDUCTIONS FROM NET ASSETS		
BENEFITS PAID TO PARTICIPANTS	293,906	1,068,579
INVESTMENT ADVISORY AND ADMINISTRATIVE FEES	53,602	64,942
TOTAL DEDUCTIONS	347,508	1,133,521
INCREASE (DECREASE) IN NET ASSETS	849,632	(2,755,939)
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	6,424,034	9,179,973
END OF YEAR	$ 7,273,666	$ 6,424,034

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2010 AND 2009

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering all full-time eligible employees of Dunlop Manufacturing, Inc. (the Company), as defined in the Plan document and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective July 1, 2009, employees are eligible to participate in the salary deferral provisions immediately upon hire. Employees are eligible to participate in the profit sharing contributions on the first day of the plan year after the completion of one year (at least 1,000 hours) of service.

Administration: Under the terms of the Plan, an officer of the Company acts as the trustee. The Company has contracted with a third-party administrator who processes and maintains the records of participant data.

Contributions to the Plan: Beginning January 1, 2008, participants may contribute a portion of their eligible annual salary to the Plan subject to certain Internal Revenue Code limitations. Participants may also contribute amounts representing distributions from other defined contribution plans. The Plan provides for discretionary profit sharing and matching contributions by the Company.

The Company made profit sharing contributions of $831,033 and $840,000 for the years ended June 30, 2010 and 2009, respectively. The Company made no discretionary matching contributions during the years ended June 30, 2010 or 2009.

Participant Accounts: Each participant's account is credited with the participant's contributions, an allocation of the Company's contribution, and Plan earnings and are charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures: Participants are immediately vested in their contributions. Discretionary Company matching and profit sharing contributions vest as follows:

Years of Service	Percentage Vested
Less Than 2	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

NOTE A - DESCRIPTION OF THE PLAN - CONTINUED

Forfeited nonvested Company contributions at June 30, 2010 and 2009 were $22,865 and $-0-, respectively. During the year ended June 30, 2010, $12,808 of forfeited Company contributions were used to reduce the Company's contribution. During the year ended June 30, 2009, $51,997, of forfeited Company contributions was allocated to participants' accounts.

During the years ended June 30, 2010 and 2009, no forfeited Company contributions were used to pay plan expenses.

Participant Loans: A participant may borrow up to the lesser of $50,000 or 50% of the participant's vested account balance subject to the approval of the Plan administrator. The minimum loan amount is $1,000. All borrowings bear a fixed rate of interest commensurate with local prevailing rates as determined on the date of advance by the Plan administrator. Borrowings generally must be repaid within a five-year period through regular payroll deductions. Loans are segregated investments and to the extent a participant borrows, his or her account will not share in the earnings and gains in value attributable to other plan investments. Accordingly, the interest participants pay on their loans will be directly credited to their account.

Payment of Benefits: The Plan provides for the payment to the participant (or, if applicable, the beneficiary) at retirement (age 62), disability, death, or termination of employment. In-service distributions are also permitted if the participant is at least age 59 ½ and 100% vested. Participants who qualify for retirement benefits will receive their benefits in the form of a lump sum in cash. The benefit to which a participant is entitled is the benefit that can be provided directly from the participant's vested account balance. Participants who separate from service and have a vested account balance of $1,000 or less are subject to an administrative distribution at the discretion of the Plan administrator.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Mutual funds, stocks and bonds are stated at fair value, based on quoted market prices. Participant loans are valued at cost which approximates fair value.

Net appreciation (decline) in fair value of investments includes the change in the market value of investments and realized gains and losses.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Brokerage fees are added to the acquisition costs of assets purchased and subtracted from the proceeds of assets sold.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Cash Equivalents: All highly liquid investments with a maturity of three months or less are considered to be cash equivalents.

Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

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

Subsequent Events: Subsequent events have been evaluated through January 12, 2011 which is the date the financial statements were available to be issued.

NOTE C - INVESTMENTS

The following table presents the individual investment securities that exceeded 5 percent of the Plan's net assets available for benefits at June 30, 2010 and 2009.

Investments at Fair Value as Determined By Quoted Market Price:

	2010
TD Ameritrade Insured Deposit Account	$1,040,863
Vanguard Bond Index Fund	$411,701
Westamerica Bank – Checking and Savings Accounts	$639,522
	2009
American Funds – Cash Management Trust	$1,329,603
Westamerica Bank – Checking and Savings Accounts	$2,050,201

All the above investments are non-participant directed.

During the years ended June 30, 2010 and 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (declined) in value by $71,865 and $(2,694,048), respectively, as follows:

NOTE C – INVESTMENTS - CONTINUED

	June 30 2010	2009
Common and preferred stock	$39,292	$(1,375,541)
Mutual funds	(42,802)	(1,304,285)
Fixed income	75,375	(14,222)
	$71,865	$(2,694,048)

NOTE D – FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurements and Disclosures*, provides the 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 ASC 820 are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets 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 at June 30, 2010 and 2009.

NOTE D – FAIR VALUE MEASUREMENTS – CONTINUED

Mutual funds and exchange traded funds The fair value of mutual funds and exchange traded funds is based on quoted net asset values of the shares held by the Plan at year-end.

Common and preferred stocks and corporate bonds The fair value of common and preferred stocks and corporate bonds is based on the closing price reported on the active market on which the individual securities are traded.

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 as of June 30, 2010 and 2009:

		Fair Value Measurements Using:		
June 30, 2010	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$1,876,838	$1,876,838	$ -	$ -
Common and preferred stocks				
Financial	269,864	269,864	-	-
Other	37,159	37,159	-	-
Corporate bonds	1,874,380	1,874,380	-	-
Exchange traded funds				
Blend	300,546	300,546	-	-
Fixed	1,174,484	1,174,484	-	-
Foreign	71,532	71,532	-	-
Growth	96,300	96,300	-	-
Other	459,280	459,280	-	-
Value	148,295	148,295	-	-
Mutual funds				
Asset allocation	83,736	83,736	-	-
Blend	12,629	12,629	-	-
Fixed	10,320	10,320	-	-
Foreign	34,961	34,961	-	-
Growth	23,368	23,368	-	-
Value	926	926	-	-
	$6,474,618	$6,474,618	$ -	$ -

NOTE D – FAIR VALUE MEASUREMENTS – CONTINUED

		Fair Value Measurements Using:		
June 30, 2009	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$3,507,064	$3,507,064	$ -	$ -
Common and preferred stocks				
Financial	153,765	153,765	-	-
Other	21,534	21,534	-	-
Corporate bonds	1,721,316	1,721,316	-	-
Mutual funds				
Asset allocation	56,214	56,214	-	-
Blend	2,528	2,528	-	-
Fixed	8,565	8,565	-	-
Foreign	25,122	25,122	-	-
Growth	17,885	17,885	-	-
Value	5,235	5,235	-	-
	$5,519,228	$5,519,228	$ -	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the years ended June 30, 2010 and 2009 are reported in net appreciation (decline) in fair value of investments.

NOTE E - 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.

NOTE F - TAX STATUS

The Plan obtained its latest determination letter on April 14, 2006, 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 Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provisions for income taxes have been included in the Plan's financial statements

NOTE G - RELATED PARTY TRANSACTIONS

Since the inception of the Plan, the Company has absorbed some of the administrative expenses of operating the Plan.

NOTE H - NONEXEMPT TRANSACTIONS

During the year ended June 30, 2010, the Company failed to remit to the plan's custodian certain employee contributions totaling approximately $283 within the period prescribed by the Department of Labor regulations. Delays in remitting contributions to the custodian were due to administrative errors, and the Company has made contributions to the affected participants' accounts to compensate those participants for potential lost earnings due to the delay.

SUPPLEMENTAL SCHEDULES

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FORM 5500, SCHEDULE H, PART IV LINE 4i
JUNE 30, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
Charles Schwab - Cash	$ 1,487	$ 1,487
Charles Schwab - Government Money Fund	23,345	23,345
Charles Schwab - Permanent Portfolio	157,948	157,404
Charles Schwab - Powershares DB US Dollar Trust Index	49,878	52,651
Charles Schwab - Vanguard Bond Index Fund	406,943	411,701
Charles Schwab - Vanguard Total Stock Market Fund	316,671	290,604
TD Ameritrade - Abbott Labs	106,175	116,989
TD Ameritrade - AMB Property Corp.	12,618	14,226
TD Ameritrade - Amex Spdr Consumer Stables Index	151,168	138,567
TD Ameritrade - Autozone Inc Sr. Unsecured 5.875%	40,099	39,971
TD Ameritrade - Bell South Corp.	103,136	107,209
TD Ameritrade - BioMed Realty Trust Inc.	19,207	16,090
TD Ameritrade - Boeing Co.	105,228	111,247
TD Ameritrade - Caplease Inc.	10,848	16,135
TD Ameritrade - ConocoPhillips Corp.	101,458	109,245
TD Ameritrade - DBC Powershares DB Comm. Ind. Fd. ETF	29,946	29,680
TD Ameritrade - Ishares MSCI EAFE Index Fund	85,594	71,532
TD Ameritrade - Emerson Electric Co.	79,263	80,671
TD Ameritrade - Spdr DJ Wilshire Mid Cap Growth	35,002	36,158
TD Ameritrade - FR TR DJ Select Micro Cap	10,044	9,942
TD Ameritrade - General Electric Cap Corp. 5.875%	21,378	24,730
TD Ameritrade - General Electric Cap Corp. SR	105,285	107,612
TD Ameritrade - GlaxoSmithKline Cap Inc.	78,875	81,998
TD Ameritrade - Goldman Sachs Group Inc.	105,896	102,528
TD Ameritrade - HCP Inc.	14,478	16,125
TD Ameritrade - HCP Inc. Preferred 7.25%	19,622	24,069
TD Ameritrade - Honeywell International Inc.	108,066	108,982
TD Ameritrade - Ishares Iboxx Hi Yield Cap Bond	60,269	59,260
TD Ameritrade - Ishares S&P Smallcap 600 Growth	20,112	20,840
TD Ameritrade - Insured Deposit Account	1,040,863	1,040,863
TD Ameritrade - Ishares Iboxx & Invtop Investor Fund	225,186	232,431
TD Ameritrade - Spdr Lehman Intermediate Term ETF	210,381	215,548
TD Ameritrade - Ishares Russell Midcap Value	50,217	51,126
TD Ameritrade - JP Morgan Chase & Co	98,761	106,628

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FORM 5500, SCHEDULE H, PART IV LINE 4i
JUNE 30, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade - Kimco Realty Corp	12,528	13,440
TD Ameritrade - Macerich Co.	13,005	15,115
TD Ameritrade - Merck & Co.	104,236	111,279
TD Ameritrade - Morgan Stanley Capital Preferred 5.75%	24,859	25,038
TD Ameritrade - Morgan Stanley Dean Witter	100,943	105,959
TD Ameritrade - Nationwide Health Properties	16,949	21,462
TD Ameritrade - Oracle Corp Ozark Holdings	102,978	113,473
TD Ameritrade - Pitney Bowes Inc	103,652	109,652
TD Ameritrade - Public Storage	13,520	17,582
TD Ameritrade - Powershares FTSE RAFE Emerging	40,399	38,061
TD Ameritrade - Saturn Preferred 5.75%	17,908	20,970
TD Ameritrade - Ishares Barclays Short Treasury Bond Fund	149,876	149,913
TD Ameritrade - SL Green Realty Corp. Preferred 7.625%	21,508	23,740
TD Ameritrade - Spdr Gold Tr Gold SHS ETF	147,779	162,199
TD Ameritrade - Starwood Hotels & Resorts	13,542	12,429
TD Ameritrade - TD Ameritrade Holding Corp.	37,546	37,717
TD Ameritrade - Ishares Barclays 10-20 Year Treasury Bond	100,255	105,633
TD Ameritrade - USB Capital XI Preferred 6.6%	22,871	24,550
TD Ameritrade - Vanguard Small Cap Value ETF	45,105	44,629
TD Ameritrade - Verizon Communications	101,735	106,896
TD Ameritrade - Vanguard REIT ETF Index	34,871	38,122
TD Ameritrade - Vornado Realty Trust 6.625%	18,358	21,320
TD Ameritrade - Vanguard Value ETF MSCI US Prime Mkt	54,864	52,541
TD Ameritrade - Vanguard Growth ETF US Prime Mkt	40,024	39,301
TD Ameritrade - Wells Fargo Company	100,305	105,717
TD Ameritrade - Wyeth	105,611	110,607
Westamerica Bank – Checking Account #6	27,058	27,058
Westamerica Bank – Savings Account #5	612,464	612,464
ExpertPlan - AllianceBerger International Growth Fund	*	3,837
ExpertPlan - Blackrock Large Cap Value Fund	*	484
ExpertPlan - Federated Automated Cash Management Fund	*	14,217
ExpertPlan - First American Mid Cap Index Fund	*	4,278
ExpertPlan - Janus Overseas Fund	*	31,124
ExpertPlan - Neuberger Berman Socially Responsible Fund	*	1,706

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FORM 5500, SCHEDULE H, PART IV LINE 4i
JUNE 30, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
ExpertPlan - Oppenheimer Core Bond Fund	*	2,470
ExpertPlan - Oppenheimer Main Street Small Cap Fund	*	1,805
ExpertPlan - Pimco Real Return Bond Fund	*	7,850
ExpertPlan - RS S&P 500 Index Fund	*	4,840
ExpertPlan - T. Rowe Price Growth Stock Fund	*	23,368
ExpertPlan - T. Rowe Price Retirement 2010 Fund	*	3,146
ExpertPlan - T. Rowe Price Retirement 2020 Fund	*	45,217
ExpertPlan - T. Rowe Price Retirement 2030 Fund	*	5,759
ExpertPlan - T. Rowe Price Retirement 2040 Fund	*	26,481
ExpertPlan - T. Rowe Price Retirement Income Fund	*	3,133
ExpertPlan - Victory Special Value Fund	*	442
Participant loans - rates ranging from 5.9% to 9.5%**		772,173
	$ 6,190,196	$ 7,246,791

* Cost not provided for participant directed investments.

** Parties-in-interest.

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE YEAR
FORM 5500, SCHEDULE H, PART IV, LINE 4i
JUNE 30, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Proceeds
Schwab/Southland - Aberdeen Asia Pacific	$ 76,163	$ 79,648
Schwab/Southland - Federated Prudent Bear Mutual Fund	150,000	136,824
Schwab/Southland - Ishares S&P Midcap 400	146,651	146,810
Schwab/Southland - Ishares Trust Barclays TIPS	60,052	60,310
Schwab/Southland - Ishares Trust Russell 2000	101,763	96,175
Schwab/Southland - MFS Intermediate Income	75,117	75,122
Schwab/Southland - Powershares Exchange Traded Fund	60,050	65,733
Schwab/Southland - Powershares QQQ Trust	161,647	158,645
Schwab/Southland - Proshares Short S&P 500	150,048	130,457
Schwab/Southland - Rydex EFT Trust	74,948	81,699
Schwab/Southland - Rydex ETF Trust	59,968	61,659
Schwab/Southland - Sector Spdr Health Fund	20,526	20,428
Schwab/Southland - Spdr Barclays Capital	204,273	192,685
Schwab/Southland - Vanguard Consumer Staples	59,983	63,784
Schwab/Southland - Vanguard Emerging Markets	61,049	55,486
TD Ameritrade - Ishares MSCI Taiwan Ind	103,457	96,633
TD Ameritrade - Ishares South Korea Closed End	105,579	99,718
	$ 1,671,274	$ 1,621,816

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF REPORTABLE TRANSACTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4j
JUNE 30, 2010

Identity of Party and Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value	Net Gain or (Loss)
American Funds - Cash Management Trust	$ -	$ 1,329,603	$ 1,329,603	$ 1,329,603	$ -
Charles Schwab - Spdr Barclays Capital	204,273	192,685	204,273	192,685	(11,588)
Charles Schwab - Vanguard Bond Index Fund	607,764	198,377	200,820	198,377	(2,443)
Charles Schwab - Vanguard Total Stock Market Fund	624,773	287,064	308,102	287,064	(21,038)
	$ 1,436,810	$ 2,007,729	$ 2,042,798	$ 2,007,729	$ (35,069)

The accompanying notes are an integral part of these financial statements

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF DELINQUENT CONTRIBUTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4a
JUNE 30, 2010

Amount Withheld	Date Withheld	Date Remitted	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	Total Fully Corrected Under VFCP & PTE 2002-51
$283	8/28/09	10/26/09	$-	$283	$-	$-

Dunlop Manufacturing Inc. 401(k) Profit Sharing Plan

EIN 94-2440675, PLAN # 001

Schedule H Line 4a - Schedule of Delinquent Participant Contributions

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
☐	$0.00	$283.00	$0.00	$0.00

Schedule H, line 4j

Schedule of Reportable Transactions

Name of employer: DUNLOP MANUFACTURING, INC.
For the plan year beginning 07/01/2009 and ending 06/30/2010

Employer Identification Number: 94-2440675
Three-digit plan number: 001

(a) Identity of party involved	(b) Description of asset (include interest rate and maturity in case of a loan)	(c) Purchase Price	(d) Selling Price	(e) Lease rental	(f) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
AMERICAN FUNDS	CASH MGMT TRUST OF AMERICA	0	1,329,603			1,329,603	1,329,603	0
CHARLES SCHWAB	SPDR BARCLAYS CAPITAL	204,273	192,685			204,273	192,685	-11,588
CHARLES SCHWAB	VANGUARD BOND INDEX FUND	607,764	198,377			200,820	198,377	-2,443
CHARLES SCHWAB	VANGUARD TOTAL STOCK MKT	624,773	287,064			308,102	287,064	-21,038

Schedule H, line 4i

Schedule of Assets (Acquired and Disposed of Within Year)

For the plan year beginning 07/01/2009 and ending 06/30/2010
Name of plan: DUNLOP MANUFACTURING INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
COMMON STOCK	SCHWAB/SOUTHLAND 39257865 ABERDEEN ASIA PAC INCM	76,163	79647.51
COMMON STOCK	SCHWAB/SOUTHLAND 39257865 M F S INTERMDT INCOME TR	75,117	75121.54
COMMON STOCK	TDA/TITAN 912-038408 ISHARES MSCI MSCI TAIWAN IND FD	103,457	96632.89
COMMON STOCK	TDA/TITAN 912-038408 ISHARES MSCI SOUTH KOREA CLOSED END FD	105,579	99718.25
RIC MUTUAL FUND	SCHWAB/SOUTHLAND 39257865 FEDERATED PRUDENT BEAR A	150,000	136824.33
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 ISHARES S&P MIDCAP 400	146,651	146809.71
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 ISHARES TR BARCLAYS TIPS	60,052	60310.43
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 ISHARES TR RUSSELL 2000	101,763	96174.6
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 POWERSHS EXCH TRAD FD TR	60,050	65733.01
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 POWERSHS QQQ TRUST SER 1	161,647	158645.49
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 PROSHARES SHORT S&P 500	150,048	130457.03
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 RYDEX ETF TRUST - RSP	74,948	81699.03
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 RYDEX ETF TRUST - XLG	59,968	61659.48
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 SECTOR SPDR HEALTH FUND	20,526	20428.04
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 SPDR BARCLAYS CAPITAL	204,273	192685.05
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 VANGUARD CONSUMR STAPLES	59,983	63784.49
RIC OTHER ASSETS	SCHWAB/SOUTHLAND 39257865 VANGUARD EMERGING MARKET	61,049	55485.68

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 07/01/2009 and ending 06/30/2010
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(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	(d) Cost	(e) Current Value
	CHARLES SCHWAB	CASH	1,487	1,487
	CHARLES SCHWAB	GOVT MONEY FUND	23,345	23,345
	CHARLES SCHWAB	PERMANENT PORTFOLIO	157,948	157,404
	CHARLES SCHWAB	POWERSHS DB US DOLLAR TR INDEX	49,878	52,651
	CHARLES SCHWAB	VANGUARD BOND INDEX FUND	406,943	411,701
	CHARLES SCHWAB	VANGUARD TOTAL STOCK MKT	316,671	290,604
	TD AMERITRADE	ABBOTT LABS NT	106,175	116,989
	TD AMERITRADE	AMB PROPERTY CORP	12,618	14,226
	TD AMERITRADE	AMEX SPDR CONSUMER STAPLES INDEX	151,168	138,567
	TD AMERITRADE	AUTOZONE INC SR UNSECURED 5.875%	40,099	39,971
	TD AMERITRADE	BELL SOUTH CORP NT	103,136	107,209
	TD AMERITRADE	BIOMED REALTY TRUST INC COM	19,207	16,090
	TD AMERITRADE	BOEING CO SR NT	105,228	111,247
	TD AMERITRADE	CAPLEASE INC	10,848	16,135
	TD AMERITRADE	CONOCOPHILLIPS CORP GTD	101,458	109,245
	TD AMERITRADE	DBC POWERSHARES DB COMM IND FD ETF	29,946	29,680
	TD AMERITRADE	EFA ISHARES MSCI EAFE INDEX FUND	85,594	71,532
	TD AMERITRADE	EMERSON ELEC CO NT	79,263	80,671
	TD AMERITRADE	EMG SPDR SPDR DJ WILSHIRE MID CAP GRO	35,002	36,158
	TD AMERITRADE	FDM FR TR DJ SELECT MICRO CAP COM	10,044	9,942
	TD AMERITRADE	GENERAL ELEC CAP CORP 5.875 NTS	21,378	24,730
	TD AMERITRADE	GENERAL ELECTRIC CAP CORP SR	105,285	107,612
	TD AMERITRADE	GLAXOSMITHKLINE CAP INC GTD	78,875	81,998
	TD AMERITRADE	GOLDMAN SACHS GROUP INC NT	105,896	102,528
	TD AMERITRADE	HCP INC COM	14,478	16,125
	TD AMERITRADE	HCP INC PFD 7.25% SER E	19,622	24,069
	TD AMERITRADE	HONEYWELL INTERNATIONAL INC SR	108,066	108,982
	TD AMERITRADE	HYG ISHARES IBOXX HI YIELD CAP BOND	60,269	59,260
	TD AMERITRADE	IJT ISHARES S&P SMALLCAP 600 GROWTH	20,112	20,840
	TD AMERITRADE	INSURED DEPOSIT ACCOUNT	1,040,863	1,040,863
	TD AMERITRADE	ISHARES IBOXX & INVTOP INVES FD	225,186	232,430
	TD AMERITRADE	ITE SPDR LEHMAN INT TERM ETF	210,381	215,547
	TD AMERITRADE	IWS ISHARES RUSSELL MIDCAP VALUE	50,217	51,125
	TD AMERITRADE	JP MORGAN CHASE & CO SR NT	98,761	106,628
	TD AMERITRADE	KIMCO REALTY CORP	12,528	13,440
	TD AMERITRADE	MACERICH CO COM	13,005	15,115
	TD AMERITRADE	MERCK & OC INC NT	104,236	111,279
	TD AMERITRADE	MORGAN STANLEY CAPITAL TR V PFD 5.75%	24,859	25,038
	TD AMERITRADE	MORGAN STANLEY DEAN W MS SR NT	100,943	105,959
	TD AMERITRADE	NATIONWIDE HEALTH PPTYS INC	16,949	21,462
	TD AMERITRADE	ORACLE CORP OZARK HLDG SR	102,978	113,473

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 07/01/2009 and ending 06/30/2010
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(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	(d) Cost	(e) Current Value
	TD AMERITRADE	PITNEY BOWES INC NT NT	103,652	109,652
	TD AMERITRADE	PUBLIC STORAGE	13,520	17,582
	TD AMERITRADE	PXH POWERSHARES FTSE RAFE EMRGIN	40,399	38,061
	TD AMERITRADE	SATURNS PFD 5.75% SER GS 2004-2	17,908	20,970
	TD AMERITRADE	SHV ISHARES BARCLAYS SHORT TREA BOND FUND	149,876	149,913
	TD AMERITRADE	SL GREEN REALTY CORP PFD 7.625 SER C	21,508	23,740
	TD AMERITRADE	SPDR GOLD TR GOLD SHS ETF	147,779	162,199
	TD AMERITRADE	STARWOOD HOTELS & RESORTS COM	13,542	12,429
	TD AMERITRADE	TD AMERITRADE HOLDING CORP	37,546	37,717
	TD AMERITRADE	TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	100,255	105,633
	TD AMERITRADE	USB CAPITAL XI PFD 6.6% CALLABLE	22,871	24,550
	TD AMERITRADE	VBR VANGUARD SMALL CAP VALUE ETF	45,105	44,629
	TD AMERITRADE	VERIZON COMMUNICATIONS NT	101,735	106,896
	TD AMERITRADE	VNQ VANGUARD REIT ETF INDEX	34,871	38,122
	TD AMERITRADE	VORNADO REALTY TRUST 6.625% CUM PFD	18,358	21,320
	TD AMERITRADE	VTV VANGUARD VALUE ETF MSCI US PRIME MKT	54,864	52,541
	TD AMERITRADE	VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	40,024	39,301
	TD AMERITRADE	WELLS FARGO COMPANY SR	100,305	105,717
	TD AMERITRADE	WYETH SR	105,611	110,607
	WEST AMERICA BANK	ACCT - 5	27,058	27,058
	WEST AMERICA BANK	ACCT - 6	612,464	612,464
*	PARTICIPANT LOANS	INTEREST RATES 5.90% TO 9.50%	0	772,173
	EXPERTPLAN	VICTORY SPECIAL VALUE A	N/A	442
	EXPERTPLAN	BLACKROCK LARGE CAP VALUE A	N/A	484
	EXPERTPLAN	NEUBERGER BERMAN SOCIALLY RESP TR	N/A	1,706
	EXPERTPLAN	OPPENHEIMER MAIN ST SMALL CAP A	N/A	1,805
	EXPERTPLAN	OPPENHEIMER CORE BOND A	N/A	2,470
	EXPERTPLAN	T. ROWE PRICE RETIREMENT INCOME R	N/A	3,133
	EXPERTPLAN	T. ROWE PRICE RETIREMENT 2010 R	N/A	3,146
	EXPERTPLAN	ALLIANCEBER INTL GROWTH A	N/A	3,837
	EXPERTPLAN	FIRST AMERICAN MID CAP INDEX R	N/A	4,278
	EXPERTPLAN	RS S&P 500 INDEX K	N/A	4,840
	EXPERTPLAN	T. ROWE PRICE RETIREMENT 2030 R	N/A	5,759
	EXPERTPLAN	PIMCO REAL RETURN BOND A	N/A	7,850
	EXPERTPLAN	FEDERATED AUTOMATED CASH MGMT K	N/A	14,217
	EXPERTPLAN	T. ROWE PRICE GROWTH STOCK R	N/A	23,368
	EXPERTPLAN	T. ROWE PRICE RETIREMENT 2040 R	N/A	26,481
	EXPERTPLAN	JANUS OVERSEAS S	N/A	31,124
	EXPERTPLAN	T. ROWE PRICE RETIREMENT 2020 R	N/A	45,217
			6,190,196	7,246,792