

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 single-employer plan; ☐ a multiple-employer plan; or ☐ 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 SPRINGS TRANSIT EES RET & DISAB ALLOWANCE PLAN
1b	Three-digit plan number (PN) ▶ 008
1c	Effective date of plan 07/01/1950
2a	Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) FIRST GROUP AMERICA 600 VINE STREET - SUITE 1400 CINCINNATI, OH 45202-2426
2b	Employer Identification Number (EIN) 52-2205403
2c	Sponsor's telephone number 719-385-7402
2d	Business code (see instructions) 485110

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.	04/15/2011	JADE VICTOR
	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") FIRST GROUP AMERICA 600 VINE STREET - SUITE 1400 CINCINNATI, OH 45202-2426	3b Administrator's EIN 52-2205403 3c Administrator's telephone number 719-385-7402
---	---

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	212
---	----------	-----

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	0
b Retired or separated participants receiving benefits.....	6b	84
c Other retired or separated participants entitled to future benefits.....	6c	112
d Subtotal. Add lines 6a , 6b , and 6c	6d	196
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	5
f Total. Add lines 6d and 6e	6f	201
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	

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:
 1B 1G 3H

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) ☒ 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) ☒ 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) ☒ **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) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☐ 0 **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☐ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). File as an attachment to Form 5500 or 5500-SF.	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

Round off amounts to nearest dollar.
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan SPRINGS TRANSIT EES RET & DISAB ALLOWANCE PLAN	B Three-digit plan number (PN) 008
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF FIRST GROUP AMERICA	D Employer Identification Number (EIN) 52-2205403

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B **F** Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I Basic Information

1 Enter the valuation date: Month 07 Day 01 Year 2009		
2 Assets:		
a Market value	2a	7018072
b Actuarial value	2b	7719879
3 Funding target/participant count breakdown	(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a 75	5069101
b For terminated vested participants	3b 61	575389
c For active participants:		
(1) Non-vested benefits	3c(1)	0
(2) Vested benefits	3c(2)	3325264
(3) Total active	3c(3) 76	3325264
d Total	3d 212	8969754
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐		
a Funding target disregarding prescribed at-risk assumptions	4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b	
5 Effective interest rate	5	7.45 %
6 Target normal cost	6	232021

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	04/07/2011
Signature of actuary BOB J. BOLIN, FSA, MAAA, EA	Date 11-01547
Type or print name of actuary DAILYACCESS CORPORATION	Most recent enrollment number 214-443-2470
Firm name 4131 N. CENTRAL EXPRESSWAY SUITE 1100 DALLAS, TX 75204	Telephone number (including area code)
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of year carryover and prefunding balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9 Amount remaining (Item 7 minus item 8).....	0	0
10 Interest on item 9 using prior year's actual return of _____%		
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		0
b Interest on (a) using prior year's effective rate of _____%		
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance.....		0
12 Reduction in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	0	0

Part III Funding percentages		
14 Funding target attainment percentage.....	14	86.06 %
15 Adjusted funding target attainment percentage.....	15	84.35 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	83.10 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
07/10/2009	0	5362	10/02/2009	0	4882
07/24/2009	0	5675	10/06/2009	0	5203
08/07/2009	0	5342	10/31/2009	0	9346
08/21/2009	0	5193	11/13/2009	0	4735
09/01/2009	0	5798	11/27/2009	0	4572
09/15/2009	0	4962	12/14/2009	0	4825
			Totals ►	18(b)	1023
				18(c)	77389

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a	382200
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	916
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☒ No		
c If 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part II	Beginning of year carryover and prefunding balances	
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)		
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)		
9 Amount remaining (Item 7 minus item 8).....		
10 Interest on item 9 using prior year's actual return of _____%		
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		
b Interest on (a) using prior year's effective rate of _____%		
c Total available at beginning of current plan year to add to prefunding balance		
d Portion of (c) to be added to prefunding balance.....		
12 Reduction in balances due to elections or deemed elections.....		
13 Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....		

Part III	Funding percentages	
14 Funding target attainment percentage.....	14	%
15 Adjusted funding target attainment percentage.....	15	%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV	Contributions and liquidity shortfalls				
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
12/24/2009	0	4720			
12/31/2009	0	6774			
01/14/2011	1023	0			
			Totals ▶	18(b)	18(c)

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a
b Contributions made to avoid restrictions adjusted to valuation date	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	Yes ☐ No ☐
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	Yes ☐ No ☐
c If 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	☒ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	382200
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	382200
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	232021
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	1431874	280191
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	512212
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement		0
36 Additional cash requirement (item 34 minus item 35).....	36	512212
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	916
38 Interest-adjusted excess contributions for current year (see instructions).....	38	
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	511296
40 Unpaid minimum required contribution for all years	40	511296

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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 07/01/2009 and ending 06/30/2010		
A Name of plan SPRINGS TRANSIT EES RET & DISAB ALLOWANCE PLAN		B Three-digit plan number (PN) ▶ 008
C Plan sponsor's name as shown on line 2a of Form 5500 FIRST GROUP AMERICA		D Employer Identification Number (EIN) 52-2205403

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

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

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

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

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

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

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

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

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

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

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

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

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

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

ROTHGERBER, JOHNSON & LYONS, LLP

84-0423812

(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?
22	NONE	377415	Yes ☐ No ☒	Yes ☐ No ☐	0	Yes ☐ No ☐

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

SMITH BARNEY CORPORATE TRUST CO.

13-3124172

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15	NONE	87261	Yes ☐ No ☒	Yes ☐ No ☐	0	Yes ☐ No ☐

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

DAILYACCESS CORPORATION

63-1156117

(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?
11	NONE	20850	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 ☐

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

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

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

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

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

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

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

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 07/01/2009 and ending 06/30/2010		
A Name of plan SPRINGS TRANSIT EES RET & DISAB ALLOWANCE PLAN	B Three-digit plan number (PN)	008
C Plan sponsor's name as shown on line 2a of Form 5500 FIRST GROUP AMERICA	D Employer Identification Number (EIN) 52-2205403	

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	4326	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	196177	462200
(2) Participant contributions	1b(2)	10149	0
(3) Other.....	1b(3)	17020	7044
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	199357	326364
(2) U.S. Government securities.....	1c(2)	1247271	1615783
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	335472	0
(B) All other.....	1c(3)(B)	0	4354
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	26927	0
(B) Common	1c(4)(B)	4154000	2400047
(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)		
(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)	860529	1451998
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	622580

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(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	7051228	6890370

Liabilities

g Benefit claims payable	1g	0	13133
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	33156	389
k Total liabilities (add all amounts in lines 1g through 1j)	1k	33156	13522

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	7018072	6876848
---	----	---------	---------

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)	462200	
(B) Participants	2a(1)(B)	77389	
(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)		539589
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	113341	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		113341
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	118960	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	4068	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		123028
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	11696654	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	10881425	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		815229

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other	2b(5)(B)	-27376	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		-27376
(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)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		1563811

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1179100	
(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)		1179100
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	398265	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	87261	
(4) Other	2i(4)	40409	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		525935
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1705035

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		-141224
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ 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 ☒ No

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

(1) Name: DELOITTE & TOUCHE

(2) EIN: 13-3891517

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.).....	☒		9004
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.).....		☒	
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.)		☒	
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.).....		☒	
e Was this plan covered by a fidelity bond?.....	☒		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?		☒	
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?		☒	
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?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	☒		
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.).....	☒		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
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.			

- 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)

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 SPRINGS TRANSIT EES RET & DISAB ALLOWANCE PLAN		B Three-digit plan number (PN) ► 008
C Plan sponsor's name as shown on line 2a of Form 5500 FIRST GROUP AMERICA		D Employer Identification Number (EIN) 52-2205403
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): _____ 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 4
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 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		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2009 v.092308.1		

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): _____

- 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): _____

Springs Transit Employees Retirement and Disability Allowance Plan

Financial Statements as of and for the Years Ended
June 30, 2010 and 2009, Supplemental Schedules
as of and for the Year Ended June 30, 2010, and
Independent Auditors' Report

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

TABLE OF CONTENTS

	Page
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS:	
Statements of Net Assets Available for Benefits as of June 30, 2010 and 2009	2
Statements of Changes in Net Assets Available for Benefits for the Years Ended June 30, 2010 and 2009	3
Notes to Financial Statements as of and for the Years Ended June 30, 2010 and 2009	4–11
SUPPLEMENTAL SCHEDULES:	
Form 5500, Schedule H, Part IV, Line 4a — Delinquent Participant Contributions as of June 30, 2010	13
Form 5500, Schedule H, Part IV, Line 4i — Schedule of Assets (Held at End of Year) as of June 30, 2010	14–21
Form 5500, Schedule H, Part IV, Line 4j — Schedule of Reportable Transactions for the Year Ended June 30, 2010	22
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Trustees of and Participants in the
Springs Transit Employees Retirement and
Disability Allowance Plan:

We have audited the accompanying statements of net assets available for benefits of the Springs Transit Employees Retirement and Disability Allowance Plan (the "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. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements 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 audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, 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, such financial statements present fairly, in all material respects, information regarding the Plan's net assets available for benefits as of June 30, 2010 and 2009, and the changes therein for the year 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, reportable transactions and delinquent participants contributions, as of June 30, 2010, are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but is 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. These schedules are the responsibility of the Plan's management. Such schedules have been subjected to the auditing procedures applied in our audit of the basic 2010 financial statements and, in our opinion, are fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.



April 15, 2011

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF JUNE 30, 2010 AND 2009

	2010	2009
ASSETS:		
Investments — at fair value:		
Cash and cash equivalents	\$ 326,364	\$ 203,702
Government bonds	1,615,783	1,247,271
Corporate common stocks	2,400,047	4,101,876
Corporate bonds	4,354	335,473
Mutual funds	1,393,703	860,529
Exchange traded funds	58,295	79,031
Futures and commodities fund	284,362	
Multi-strategy hedge fund	338,218	
Total investments	<u>6,421,126</u>	<u>6,827,882</u>
Receivables:		
Investment income receivable	7,044	17,020
Contributions receivable from the City of Colorado Springs		196,177
Contributions receivable from Company	462,200	
Receivables for securities sold		10,149
Total receivables	<u>469,244</u>	<u>223,346</u>
LIABILITIES:		
Benefit payment payable	13,133	
Payables for securities purchased	389	33,156
Total liabilities	<u>13,522</u>	<u>33,156</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 6,876,848</u>	<u>\$ 7,018,072</u>

See notes to financial statements.

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

	2010	2009
ADDITIONS:		
City of Colorado Springs contributions	\$ -	\$ 196,177
Employee contributions	77,389	164,417
Company contributions	<u>462,200</u>	<u>78,039</u>
Total additions	<u>539,589</u>	<u>438,633</u>
INVESTMENT INCOME:		
Net appreciation (depreciation) in fair value of investments	787,853	(1,146,630)
Interest and dividends	<u>236,369</u>	<u>239,425</u>
Total investment gain (loss)	<u>1,024,222</u>	<u>(907,205)</u>
DEDUCTIONS:		
Benefits paid directly to participants	1,179,100	690,117
Administrative expenses	<u>525,935</u>	<u>174,418</u>
Total deductions	<u>1,705,035</u>	<u>864,535</u>
NET DECREASE	(141,224)	(1,333,107)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>7,018,072</u>	<u>8,351,179</u>
End of year	<u>\$6,876,848</u>	<u>\$7,018,072</u>

See notes to financial statements.

SPRING TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

NOTES TO FINANCIAL STATEMENTS AS OF AND FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

1. DESCRIPTION OF PLAN

The following description of the Spring Transit Employees Retirement and Disability Allowance Plan (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

General — The Plan is a defined benefit plan covering certain former employees of First Transit, a wholly owned subsidiary of FirstGroup America, Inc. (the “Company” and “Plan Sponsor”) who were employed at the Colorado Springs Transit location. Plan management controls and manages the operation and administration of the Plan. First State Trust serves as the trustee of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Pension Benefits — Normal retirement age is 62, however, early retirement may be elected if certain conditions are met. The monthly benefit is \$50 per month per year of service, payable as a life annuity with a modified cash refund.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates — The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan utilizes various investment securities including money market funds, U.S. government securities, corporate debt instruments, corporate stocks, mutual funds, exchange traded funds, and other financial instruments. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, liquidity, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition — Investments are stated at fair value. Fair value of a financial instrument is the amount 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. If available, quoted market prices are used to value investments. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex dividend date.

Valuation of Investments (Securities with no Quoted Market Prices) — Amounts for securities that have no quoted market price represent estimated fair value. Many factors are considered in arriving at estimated value. As a general matter, the fair value of the Plan’s investment in an investment fund

represents the amount that the Plan can reasonably expect to receive if the Plan's investment was sold in an orderly transaction at the time of valuation. Fair value is based upon current market-based or independently sourced market parameters, such as interest rates, currency rates, etc., and is classified according to the lowest level input or value driver that is significant to the valuation.

The Citigroup Multi-Strategy Series G Fund (the "Fund") places certain restrictions on redemption of the Plan's investment in the Fund. The Plan considers if a liquidity discount should be recorded due to redemption restrictions put in place by the Fund. However, the effects of any discounts related to redemption restrictions were determined by the Plan to be insignificant as of June 30, 2010, and therefore no discount has been applied to the fair value of the Fund.

Cash and Cash Equivalents — The Plan classifies short-term, highly liquid investments with maturities of three months or less at the time of purchase as cash and cash equivalents and are stated at fair value.

Administrative Expenses — Administrative expenses of the Plan are paid by the Plan, as provided in the Plan document. The Plan Sponsor provides accounting and other administrative services to the Plan at no charge.

Payment of Benefits — Benefit payments to participants are recorded upon distribution.

Uncertain Tax Positions — Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination. The plan administrator has analyzed the tax positions taken by the plan, and has concluded that as of June 30, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Updates to Fair Value Measurements and Disclosures — In 2009, FASB Staff Position 157-4, *Disclosures Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP), was issued and later codified into ASC 820, which expanded disclosures and required that major category for debt and equity securities in the fair value hierarchy table be determined on the basis of the nature and risks of the investments.

In September 2009, the FASB issued ASU No. 2009-12, *Fair Value Measurements and Disclosures: Investments in Certain Entities That Calculate Net Asset per Share (or Its Equivalent)* ("ASU 2009-12"), which amended ASC Subtopic 820-10, *Fair Value Measurements and Disclosures — Overall*. ASU No. 2009-12 is effective for the first reporting period ending after December 15, 2009.

ASU No. 2009-12 expands the required disclosures for certain investments with a reported net asset value (NAV). ASU No. 2009-12 permits, as a practical expedient, an entity holding investments in certain entities that calculate net asset value per share or its equivalent for which the fair value is not readily determinable, to measure the fair value of such investments on the basis of that net asset value per share or its equivalent without adjustment. The ASU requires enhanced disclosures about the nature and risks of investments within its scope. Such disclosures include the nature of any restrictions on an investor's ability to redeem its investments at the measurement date, any unfunded commitments, and the investment strategies of the investee. The Plan has adopted ASU No. 2009-12 on a prospective basis for the year ended June 30, 2010. Adoption did not have a material impact on the fair value determination and disclosure of applicable investments. The effect of the adoption of the ASU had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

ASU No. 2010-06, Fair Value Measurements and Disclosures — In January 2010, the FASB issued ASU No. 2010-06, *Fair Value Measurements and Disclosures* (ASU No. 2010-06), which amends ASC 820 (originally issued as FASB Statement No. 157, *Fair Value Measurements*), adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU No. 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide Level 3 activity of purchases, sales, issuances, and settlements on a gross basis, which will be effective for fiscal years beginning after December 15, 2010. The Plan is currently evaluating the impact ASU No. 2010-06 will have on the financial statements.

3. FUNDING POLICY

Contributions to provide benefits under the Plan are made by the Company. The Company's funding policy is to make cash contributions to the Plan in amounts as determined by the Plan's independent actuary. The Company did not meet the minimum funding requirements of ERISA for 2010 and 2009. For the years ended June 30, 2010 and 2009, the Plan had a funding deficit of \$61,187 and \$266,903, respectively.

As a condition of participation, employees are required to contribute 3% of their compensation to the Plan. Accumulated employee contributions and interest thereon, net of applicable benefit payments, at June 30, 2010 and 2009, were \$77,237 and \$164,417, respectively.

As a condition of assuming the sponsorship of the Plan as a result of First Transit's management contract with the city of Colorado Springs, the city of Colorado Springs is required to make contributions to the Plan. This contribution amount is calculated to be the required contribution based on the underfunded liability at the date First Transit assumed the contract.

4. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to service rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees who have died, and (3) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated plan benefits as of July 1, 2009, is as follows:

Vested benefits:	
Participating employees	\$ 3,699,345
Deferred vested	936,373
Retirees and beneficiaries	<u>5,454,591</u>
Total vested benefits	<u>10,090,309</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 10,090,309</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits from July 1, 2008 to July 1, 2009, are as follows:

Actuarial present value of accumulated plan benefits — beginning of year	<u>\$ 10,138,846</u>
Increase (decrease) during the year attributable to:	
Benefits accumulated for service charges	4,984
Interest on benefits for the year	636,596
Benefits paid	(690,117)
Net decrease	<u>(48,537)</u>
Actuarial present value of accumulated plan benefits — end of year	<u>\$ 10,090,309</u>

The significant actuarial assumptions used in the July 1, 2009 and 2008, valuations were:

- Mortality: RP-2000 Annuity Mortality Table for 2009 and 2008
- Retirement age: Average retirement age of 62
- Investment return: 6.5% at July 1, 2009 and 2008

The mortality assumption used to determine the present value accumulated benefits under FASB ASC Topic 960, *Plan Accounting — Defined Benefit Pension Plans*, was changed from the 1983 Group Annuity Mortality Tables for males and females to the RP-2000 annuity mortality tables. The Plan's investment policy targets an annual rate of return of 6%.

The foregoing assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

5. INVESTMENTS

The Plan's investments that represent 5% or more of the Plan's net assets available for benefits as of June 30, 2010 and 2009 are as follows:

	2010	2009
Oppenheimer Intl, Bond Fund, Symbol OIBYX	\$ 621,734	\$ 541,316
Pimco Short Term Fund, Symbol PTSPX	455,343	

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 (depreciated) in value as follows:

	2010	2009
Government bonds	\$ 34,409	\$ 71,523
Corporate bonds	31,829	(25,248)
Corporate common stocks	742,353	(1,154,549)
Mutual funds	9,997	(38,356)
Exchange traded funds	(8,121)	
Futures and commodities fund	(15,638)	
Multi-strategy hedge fund	<u>(6,976)</u>	
Net appreciation (depreciation) in fair value	<u>\$ 787,853</u>	<u>\$ (1,146,630)</u>

6. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures*, established a single authoritative definition of fair value, set a framework for measuring fair value, and requires additional disclosures about fair value measurements. In accordance with ASC 820, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at June 30, 2010 and 2009.

In accordance with the update to ASC 820 (originally issued as FSP 157-4), the table below includes the major categorization for debt and equity securities on the basis of the nature and risk of the investments at June 30, 2010.

Fair Value Measurements at June 30, 2010				
	Active Markets for Identical Assets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Cash and cash equivalents	\$ 326,364	\$ -	\$ -	\$ 326,364
Common stock	2,400,047			2,400,047
Exchange traded funds	58,295			58,295
U.S. government securities	276,461			276,461
Mortgage backed securities		1,339,322		1,339,322
Total government and agency bonds	276,461	1,339,322	-	1,615,783
High yield bond fund	316,626			316,626
International bond fund	621,734			621,734
Short-term bond fund	455,343			455,343
Total mutual funds	1,393,703	-	-	1,393,703
Corporate debt		4,354		4,354
Futures and commodities fund		284,362		284,362
Multi-strategy hedge fund			338,218	338,218
Total	\$ 4,454,870	\$ 1,628,038	\$ 338,218	\$ 6,421,126

Fair Value Measurements at June 30, 2009

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Cash and cash equivalents	\$ 203,702	\$ -	\$ -	\$ 203,702
Common and preferred stock	4,101,876			4,101,876
Exchange traded funds	79,031			79,031
U.S. government securities	371,518	875,753		1,247,271
Registered investment companies	860,529			860,529
Corporate debt		335,473		335,473
Total	<u>\$ 5,616,656</u>	<u>\$ 1,211,226</u>	<u>\$ -</u>	<u>\$ 6,827,882</u>

The following table presents a reconciliation of the beginning and ending balances of the fair value measurements using significant unobservable inputs (Level 3):

	Multi-Strategy Hedge Fund
Beginning balance — July 1, 2009	\$ -
Realized losses	
Unrealized loss	(6,976)
Purchases, issuances, and settlements	<u>345,194</u>
Ending balance — June 30, 2010	<u>\$ 338,218</u>
The amount of total gains or losses for the year ended June 30, 2010 included in changes in net assets attributable to the change in unrealized gains or losses related to assets still held at the reporting date	<u>\$ (6,976)</u>

7. EXEMPT PARTY-IN-INTEREST TRANSACTION

Certain Plan investments include holdings in the Citigroup Multi-Strategy Series G Fund and the Citigroup Orion Futures Fund. Morgan Stanley Smith Barney LLC, a retail brokerage joint venture between Morgan Stanley and Citigroup, is a custodian as defined by the Plan and, therefore, these transactions qualify as exempt party-in-interest transactions. Fees paid by the Plan for the investment management services were \$87,995 and \$81,472 for the years ended June 30, 2010 and 2009, respectively, and are included in the administrative expenses line item in the accompanying financial statements.

8. FEDERAL INCOME TAX STATUS

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated October 6, 2009, that the Plan and related trust were designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). The Company and Plan management believe that the Plan is currently designed and operated in compliance with the applicable requirements of the IRC and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

9. LITIGATION

On November 3, 2009, the Plan initiated litigation with the City of Colorado Springs (the "City") and First Transit and obtained a temporary restraining order to prevent First Transit from transferring sponsorship of the Plan to the City without notifying the Plan. At issue is the legal ability of the City to be the plan sponsor and make the required plan contributions, should responsibility for the pension liability transfer to the City.

On February 4, 2011, the Colorado District Court issued a summary judgment, ruling that the Colorado State Constitution did not prohibit the transfer of the Plan obligation to fund the City. Language within the Service Contract assumes that the liability would transfer to the City should the contract not renew, or a substitute contractor is not engaged. The summary judgment was not an order for the City to make a contribution for the unfunded portion of the obligation.

This decision has been appealed by the Plan Trustees and the City to prevent the transfer of the unfunded obligation. The case is in the early stages of litigation. The impact of the final disposition of this legal proceeding cannot be assessed at this time.

10. PLAN TERMINATION

There was no decision of the Plan Sponsor to terminate the Plan. However, effective December 31, 2009, the management contract between the City and the Company was terminated, at which time all employees at the Springs Transit location were terminated and the contract was assumed by the City. As a result of the termination of the employees the Plan experienced a partial plan termination resulting in the immediate vesting of the \$221,220 unvested liability as well as the immediate vesting of all active participants in their benefits.

The Plan can be terminated by the Company in certain limited situations. In the event the Plan is terminated, the net assets of the Plan will be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA and with the provisions of the Plan.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation (PBGC) if the Plan terminates. Generally, the PBGC guarantees most vested, normal-age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive the benefits should a plan be terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide these benefits, the priority of those benefits to be paid, and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

11. NONEXEMPT PARTY-IN-INTEREST TRANSACTIONS

The Company remitted certain participant contributions to the trustee later than required by the Department of Labor's Regulation 2510.3-102. The Company plans to file Form 5330 with the IRS and pay the required excise tax on the transactions. In addition, the Plan will be credited with the amount of investment income that would have been earned had the participant contribution been remitted on a timely basis.

12. SUBSEQUENT EVENT

For the year ended June 30, 2010, the Company has evaluated all subsequent event activity through April 15, 2011 the date the financial statements were available for issuance, and has concluded that no additional subsequent events have occurred that would require recognition in the financial statements or disclosures in the notes to the financial statements.

* * * * *

--- Schedule of Active Participant Data ---

[illegible]

Actuarial Summary Report

Client: Springs Transit
Valuation Date: 7/1/2009
Run I.D.: 2010 CENSUS

--- Schedule of Active Participant Data ---

Yrs of Credited Service		40 & Up	
Attained	No.	Avg. Comp.	W-2 Considered
Age			
Under 25			
25 to 29			
30 to 34			
35 to 39			
40 to 44			
45 to 49			
50 to 54			
55 to 59			
60 to 64			
65 to 69			
70 & Up			

SPRINGS TRANSIT EMPLOYEES RETIREMENT & DISABILITY ALLOWANCE PLAN

Appendix 1 Summary of Actuarial Methods and Assumptions

The following economic assumptions were used in valuing the liabilities and benefits under the plan.

Interest Rates: (Required by Pension Protection Act)	Yield Curve, 4 month setback.				
Effective Interest Rate:	7.45%				
Actuarial Equivalence:	6.00% compounded annually and 1983 Group Annuity Mortality table; 50% male, 50% female.				
Mortality:	RP-2000 Mortality Table Projected to 2009 in accordance with IRS regulations.				
Withdrawal:	None assumed.				
Expense Loading:	An expense load is included in the normal cost, based on expected non-investment expenses.				
	<table><tr><td><u>Year</u></td><td><u>Non-investment Expenses</u></td></tr><tr><td>2009 – 2010</td><td>\$150,525</td></tr></table>	<u>Year</u>	<u>Non-investment Expenses</u>	2009 – 2010	\$150,525
<u>Year</u>	<u>Non-investment Expenses</u>				
2009 – 2010	\$150,525				
Retirement Age:	The average retirement age is assumed to be Age 62. Those over 62 are assumed to retire immediately.				
Assumed Form of Payment:	All participants are assumed to take a refund of contributions upon termination. Those entitled to an employer provided benefit are assumed to receive a life annuity.				
Changes in Assumptions Since Prior Valuation and Justification:	PPA interest rates changed since the last valuation of the plan.				
After 7/1/2004:	The average retirement age is assumed to be age 62.				

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, QUESTION 4a — DELINQUENT PARTICIPANT CONTRIBUTIONS AS OF JUNE 30, 2010

Question 4a "Did the employer fail to transmit to the Plan any participant contributions within the time period described in 29 CFR 2510.3-102," was answered "yes."

Identity of Party Involved	Relationship to Plan, Employer or Other Party-In- Interest	Description of Transactions	Date Payroll	Date Deposit	Amount
FirstGroup America, Inc.	Employer/ Plan Sponsor	Participant contributions for employees were not funded within the time period prescribed by D.O.L. Regulation 2510.3-102.	7/11/2008	7/29/2008	\$ 6,617
			8/8/2008	9/9/2008	6,420
			8/22/2008	9/9/2008	10,779
			10/17/2008	11/12/2008	6,627
			12/26/2008	2/2/2009	6,345
			1/9/2009	2/2/2009	6,269
			2/6/2009	2/24/2009	6,031
			3/6/2009	4/2/2009	6,040
			4/17/2009	5/5/2009	6,185
			6/12/2009	7/6/2009	5,231
			10/2/2009	10/16/2009	4,641
			10/16/2009	11/4/2009	4,363

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4j — SCHEDULE OF REPORTABLE TRANSACTIONS FOR THE YEAR ENDED JUNE 30, 2010

Identity of Party Involved and Description of Asset	Number of Transactions	Purchase Price	Selling Price	Cost of Asset	Selling Expenses	Net Gain (Loss)
SERIES OF TRANSACTIONS:						
DREYFUS LIQUID ASSETS INC CLASS 2	106	\$2,259,349	\$2,037,129	\$2,037,129	\$ -	\$ -
DREYFUS MONEY MARKET INSTRUMENTS INC	290	713,510	896,092	896,092		
PIMCO SHORT TERM FUND CL P	4	535,441	80,601	80,560		41
OPPENHEIMER INTERNATIONAL BOND FD CL Y	34	669,418	572,940	555,436		17,504
DREYFUS PREMIER GNMA FUND INC	41	34,676	361,063	344,551		16,512
FEDERAL NATL MTG ASSN MED	23	304,416	439,316	436,474		2,842
US TREASURY NOTES SER M-2014	28	356,676	460,679	459,138		1,541
US TREASURY NOTES SER U-2011	22	403,382	402,707	402,551		156
US TREASURY NOTES SER C-2019	31	449,092	246,852	248,001		(1,149)

(A) The current value of all assets acquired or disposed of, at the time of acquisition or disposition is equal to the purchase price or selling price, respectively.

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	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

► Round off amounts to nearest dollar.

► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan SPRINGS TRANSIT EES RET & DISAB ALLOWANCE PLAN	B Three-digit plan number (PN) ►	008
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF FIRST GROUP AMERICA	D Employer Identification Number (EIN) 52-2205403	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500		

Part I Basic Information			
1	Enter the valuation date: Month <u>07</u> Day <u>01</u> Year <u>2009</u>		
2	Assets:		
	a Market value	2a	7018072
	b Actuarial value	2b	7719879
3	Funding target/participant count breakdown	(1) Number of participants	(2) Funding Target
	a For retired participants and beneficiaries receiving payment	3a	5069101
	b For terminated vested participants	3b	575389
	c For active participants:		
	(1) Non-vested benefits	3c(1)	0
	(2) Vested benefits	3c(2)	3325264
	(3) Total active	3c(3)	3325264
	d Total	3d	8969754
4	If the plan is at-risk, check the box and complete items (a) and (b) ☐		
	a Funding target disregarding prescribed at-risk assumptions	4a	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b	
5	Effective interest rate	5	7.45%
6	Target normal cost	6	232021

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<u>04/07/2011</u> Date <u>1101547</u> Most recent enrollment number <u>214-443-2470</u> Telephone number (including area code)
<u>Bob J. Bolin, FSA, MAAA, EA</u> Type or print name of actuary <u>DailyAccess Corporation</u> Firm name <u>4131 N. Central Expressway</u> <u>Suite 1100</u> <u>Dallas TX 75204</u> Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9 Amount remaining (Item 7 minus item 8)	0	0
10 Interest on item 9 using prior year's actual return of _____ %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		0
b Interest on (a) using prior year's effective rate of _____ %		
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Reduction in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	0	0

Part III Funding percentages

14 Funding target attainment percentage	14	86.06%
15 Adjusted funding target attainment percentage	15	84.35%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	83.10%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
07/10/2009	0	5362	01/14/2011	1023	0
07/24/2009	0	5675			
08/07/2009	0	5342			
08/21/2009	0	5193			
09/01/2009	0	5798			
09/15/2009	0	4962			
10/02/2009	0	4882			
10/06/2009	0	5203			
10/31/2009	0	9346			
11/13/2009	0	4735			
11/27/2009	0	4572			
12/14/2009	0	4825			
12/24/2009	0	4720			
12/31/2009	0	6774			
Totals ▶			18(b)	1023	18(c) 77389

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contribution from prior years	19a	382200
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	916

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☒ No
- c** If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:			
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %
			☒ N/A, full yield curve used
b Applicable month (enter code)			21b 4
22 Weighted average retirement age			22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....		☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	382200
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	382200
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	232021
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	1431874	280191
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	512212
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement		0
36 Additional cash requirement (item 34 minus item 35).....	36	512212
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	916
38 Interest-adjusted excess contributions for current year (see instructions).....	38	
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	511296
40 Unpaid minimum required contribution for all years	40	511296

SPRINGS TRANSIT EMPLOYEES RETIREMENT & DISABILITY ALLOWANCE PLAN

Appendix 2

Summary of Principal Plan Provisions

Following is a summary of the major plan provisions used to determine the plan's financial position. It should not be used in determining plan benefits:

Effective Date and Plan Year:	July 1, 1950, and amended for recent law changes.
Administration:	The Plan is administered by a Board of Trustees.
Type of Plan:	Defined benefit pension plan.
Eligibility:	Any person in active employment shall become a participant the first of the month after the completion of two months of service.
Employee Contributions:	3% of earnings during the plan year.
Credited Service:	One year of benefit service for each year of employment for which the employee completed 365 days of elapsed service.
Vesting Service:	One year of vesting service for each year of employment for which the employee completed 365 days of elapsed service.
Normal Retirement Benefit:	A participant is eligible for normal retirement on the date he attains age 62. The monthly benefit is \$50 per month per year of service, payable as a life annuity with a modified cash refund.
Early Retirement Benefit:	A participant is eligible for early retirement after age 52 with ten years of service. The monthly benefit is determined in the same manner as for normal retirement considering Credited Service at early retirement. Benefits are reduced by 3.6% for each year by which payments commence prior to normal retirement and after age 57, and by 1.8% for each additional year by which early retirement precedes age 57.
Disability Retirement Benefit:	A participant who becomes totally and permanently disabled after completing ten years of Vesting Service shall be eligible for a Disability Retirement Benefit. This benefit is equal to the Normal Retirement Benefit accrued to the date of disability retirement. Payments commence at Normal Retirement Date. \$200 per month is payable beginning at the date of disability.

SPRINGS TRANSIT EMPLOYEES RETIREMENT & DISABILITY ALLOWANCE PLAN

Summary of Principal Plan Provisions (Continued)

Termination Benefits:

Deferred Vested Benefit: A participant becomes 100% vested and entitled to a benefit commencing at age 62, if he terminates employment with seven or more years of Vesting Service. The amount of the benefit is determined as for normal retirement considering Credited Service at termination and according to the table of vesting percentage below:

<u>Years of Service</u>	<u>Vesting Percent</u>
Less than 3	0%
3	20%
4	40%
5	60%
6	80%
7 or more	100%

Less than 3 Years of Service:

If a participant has less than 3 Years of Service, he will receive only a refund of his employee contributions with interest.

Less than 50% Vested and At Least 3 Years of Service:

If a participant has at least 3 Years of Service and is less than 50% vested in his Accrued Benefit, then he will receive his choice of one of the following:

1. a refund of his employee contributions with interest, or
2. a monthly benefit for life, without an option to refund any of his employee contributions.

At Least 50% Vested:

If a participant is at least 50% vested in his Accrued Benefit, then he will receive his choice of one of the following:

1. a monthly benefit for his life if employee contributions are not refunded, or
2. a reduced monthly benefit for life if his employee contributions are refunded.

Death Benefit:

Prior to Retirement: A spouse of an active or inactive participant who has completed three or more years of Vesting Service, is eligible for a spouse's benefit equal to 50% of the participant's accrued benefit payable for life at the earliest possible retirement age.

SPRINGS TRANSIT EMPLOYEES RETIREMENT & DISABILITY ALLOWANCE PLAN

Summary of Principal Plan Provisions (Continued)

After Retirement: Benefits will be paid in the form of the required 50% Joint and Survivor Benefit under ERISA, unless the participant elects otherwise. Death benefits, if any, are as prescribed under the various optional forms of income provided for by the Plan, including 100% Joint and Survivor and Ten-year Certain and Life forms of payment.

Changes in Principle Eligibility or Benefit Provisions Since the Prior Valuation:

There have been no changes to the principle eligibility or benefit provisions since the prior valuation.

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
CASH AND CASH EQUIVALENTS:			
DREYFUS LIQUID ASSETS INC CLASS 2	Money Fund, 248203.55 shares	\$ 248,203	\$ 248,203
NORTHERN INSTL DIVERSIFIED ASSETS-SW	Money Fund, 78,112.76 shares	78,113	78,113
CITIBANK NA SOUTH DAKOTA BANK DEPOSIT PROGRAM	Money Fund, 48.03 shares	48	48
		<u>\$ 326,364</u>	<u>\$ 326,364</u>
TOTAL CASH AND CASH EQUIVALENTS			
COMMON STOCK:			
3M COMPANY	Common stock, 318 shares	\$ 24,226	\$ 25,119
ABBOTT LABORATORIES	Common stock, 197 shares	10,894	9,216
AEROPOSTALE INC	Common stock, 546 shares	13,317	15,637
ALCATEL-LUCENT ADR	Common stock, 2755 shares	8,859	6,998
ALLIANZ SE ADR	Common stock, 535 shares	5,426	5,264
ALTERA CORP	Common stock, 567 shares	14,150	14,067
ALUMINA LTD SPONSORED ADR	Common stock, 911 shares	5,138	4,582
AMERICA MOVIL S.A.B DE DV SER L ADR	Common stock, 100 shares	3,089	4,750
AMERISOURCEBERGEN CORP	Common stock, 460 shares	12,209	14,605
AMGEN INC	Common stock, 273 shares	13,614	14,360
ANGLOGOLD ASHANTI LTD ADR	Common stock, 359 shares	11,362	15,502
ANSYS INC	Common stock, 297 shares	12,907	12,049
APPLE INC	Common stock, 54 shares	5,060	13,583
ASTRAZENECA PLC SPON ADR	Common stock, 234 shares	10,842	11,028
AT&T INC	Common stock, 593 shares	14,355	14,345
AUTOZONE INC	Common stock, 80 shares	10,484	15,458
AXIS CAPITAL HOLDINGS LTD-USD	Common stock, 215 shares	6,163	6,390
BANK OF NOVA SCOTIA EURO#19279	Common stock, 228 shares	10,367	10,493
BARRICK GOLD CORP CAD	Common stock, 425 shares	16,349	19,299
BHP BILLITON LTD SPONS ADR	Common stock, 390 shares	23,614	24,176
BLACKBAUD INC	Common stock, 542 shares	12,798	11,799
BP PLC SPONS ADR	Common stock, 346 shares	10,501	9,992
BRASIL TELECOM S A ADR REPSTG PFD SHS	Common stock, 60 shares	1,751	1,205
BRASIL TELECOM SA ADR	Common stock, 45 shares	572	389
BRF-BRASIL FOODS S A ADR	Common stock, 87 shares	1,029	1,154
BRISTOL MYERS SQUIBB CO	Common stock, 578 shares	14,466	14,415
BROADCOM CORP CL A	Common stock, 411 shares	12,858	13,551
BROWN & BROWN INC	Common stock, 516 shares	9,236	9,876
CAMECO CORP	Common stock, 856 shares	24,743	18,216
CANADIAN NATL RAILWAY CO	Common stock, 156 shares	8,434	8,951
CARREFOUR SA UNSPON ADR	Common stock, 1305 shares	12,831	10,310
CATERPILLAR INC	Common stock, 470 shares	29,548	28,233
CENTRAIS ELETRICAS BRASILEIRAS SPON ADR	Common stock, 555 shares	9,974	7,415
CHEESECAKE FACTORY INC	Common stock, 580 shares	15,703	12,911
CHEVRON CORP	Common stock, 257 shares	20,439	17,440
CHINA LIFE INSURANCE CO LTD-SPONSORED ADR	Common stock, 79 shares	3,392	5,151
CHINA MOBILE LTD SPONSORED ADR	Common stock, 45 shares	2,057	2,223
CHINA PETROLEUM&CHEM ADR	Common stock, 27 shares	2,365	2,174
CHINA UNICOM HONG KONG LTD SPONSORED ADR	Common stock, 135 shares	1,752	1,796
CHUBB CORP	Common stock, 207 shares	10,370	10,352

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
COMMON STOCK:			
CHUNGWA TELECOMCO LTD NEW ADR	Common stock, 62 shares	\$ 1,091	\$ 1,221
CHURCH & DWIGHT CO INC	Common stock, 236 shares	14,739	14,800
CISCO SYS INC	Common stock, 602 shares	10,993	12,829
CLARCOR INC	Common stock, 244 shares	8,619	8,667
CLOROX COMPANY DE	Common stock, 181 shares	11,206	11,251
CNOOC LTD SPONS ADR	Common stock, 22 shares	2,002	3,744
COACH INC	Common stock, 337 shares	4,879	12,317
COCA-COLA CO	Common stock, 191 shares	10,921	9,573
COLGATE PALMOLIVE CO	Common stock, 190 shares	12,177	14,964
COMPANHIA DE BEBIDAS DAS AMERS ADR	Common stock, 22 shares	975	2,222
COMPANHIA ENERGETICA DE MINAS ADR	Common stock, 148 shares	1,500	2,171
CONOCOPHILLIPS	Common stock, 178 shares	9,325	8,738
CONSOL ENERGY INC	Common stock, 165 shares	8,923	5,570
COPART INC	Common stock, 329 shares	11,731	11,781
CORNING INC	Common stock, 841 shares	11,803	13,582
CREDICORP LTD -USD	Common stock, 9 shares	359	818
CUMMINS INC	Common stock, 210 shares	15,210	13,677
DAI NIPPON PRTG LTD JAPAN SPONS ADR	Common stock, 1238 shares	17,064	14,311
DAIWA HOUSE INDUSTRIES ADR -USD-	Common stock, 74 shares	8,732	6,676
DEERE & CO	Common stock, 470 shares	26,992	26,170
DIAGEO PLC SPON ADR-NEW	Common stock, 203 shares	14,209	12,736
DOLBY LABORATORIES INC CLASS A	Common stock, 134 shares	6,899	8,400
DOLLAR TREE INC	Common stock, 363 shares	9,471	15,112
DOMINION RESOURCES INC VA NEW	Common stock, 349 shares	13,645	13,520
DONALDSON CO INC	Common stock, 190 shares	8,014	8,104
DRESSER-RAND GROUP INC	Common stock, 410 shares	13,496	12,936
E I DU PONT DE NEMOURS	Common stock, 419 shares	14,266	14,493
EATON CORP	Common stock, 210 shares	13,441	13,742
EATON VANCE CORP-NON VTG	Common stock, 289 shares	9,332	7,979
ELECTRICITE DE FRANCE-EUR	Common stock, 645 shares	6,362	4,883
EMBRAER-EMPRESA BRASILEIRA DE AERONAUTICA ADR	Common stock, 354 shares	7,709	7,416
EMC CORP-MASS	Common stock, 761 shares	9,030	13,926
EMERSON ELECTRIC CO	Common stock, 331 shares	15,627	14,592
EMPRESA NACIONAL DE ELECTRICIDAD CHILE SP ADR	Common stock, 45 shares	2,149	2,078
ENBRIDGE INC	Common stock, 188 shares	8,517	8,761
EQT CORPORATION INC	Common stock, 162 shares	7,190	5,855
EXELON CORP	Common stock, 100 shares	9,812	7,594
EXXON MOBIL CORP	Common stock, 370 shares	25,711	21,116
FACTSET RESEARCH SYSTEMS INC	Common stock, 109 shares	7,319	7,302
FEDERATED INVS INC PA CL B	Common stock, 388 shares	10,438	8,035
FINMECCANICA SPA-EUR	Common stock, 965 shares	5,605	4,922
FIRSTENERGY CORP	Common stock, 194 shares	9,092	6,835

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
COMMON STOCK:			
FLOWERVE CORP	Common stock, 155 shares	\$ 8,755	\$ 13,144
FOMENTO ECONOMICO MEXICANO SAB ADR	Common stock, 55 shares	1,584	2,373
FUJIFILM HLDGS CORP-JPY	Common stock, 349 shares	11,639	9,999
GAZPROM OAO SPONS ADR	Common stock, 137 shares	1,900	2,577
GENERAL DYNAMICS CORP	Common stock, 152 shares	10,800	8,901
GENERAL ELECTRIC CO	Common stock, 773 shares	12,945	11,147
GENERAL MILLS INC	Common stock, 200 shares	7,163	7,104
GERDAU SA SPONS ADR	Common stock, 185 shares	1,359	2,438
GILEAD SCIENCES INC	Common stock, 430 shares	14,912	14,740
GLAXOSMITHKLINEPLC SP ADR	Common stock, 305 shares	11,260	10,373
GOLD FIELDS LTD SPONS ADR	Common stock, 733 shares	9,507	9,800
GOLDMAN SACHS GROUP INC	Common stock, 105 shares	16,447	13,783
HACHIJUNI BANK LTD-JPY APR	Common stock, 98 shares	6,074	5,445
HALLIBURTON CO HOLDINGS CO	Common stock, 180 shares	3,166	4,419
HEICO CORP CL A	Common stock, 206 shares	6,135	5,552
HELMERICH & PAYNE INC	Common stock, 348 shares	16,953	12,709
HEWLETT PACKARD CO	Common stock, 559 shares	24,092	24,194
HOME DEPOT INC	Common stock, 258 shares	8,916	7,242
HUANENG POWER INTL SP ADR	Common stock, 113 shares	3,128	2,659
ICICI BANK LTD-SPONS ADR-INR	Common stock, 66 shares	1,122	2,385
IMMUCOR INC	Common stock, 502 shares	10,240	9,563
IMPALA PLATINUM HOLDINGS LTD ADR	Common stock, 203 shares	5,997	4,734
INFOSYS TECHNOLOGIE SP ADR	Common stock, 35 shares	1,704	2,097
INTEL CORP	Common stock, 1170 shares	19,607	22,757
INTL BUSINESS MACHINES CORP	Common stock, 230 shares	23,125	28,400
ITAU UNIBANCO BANCO HLDG S A ADR	Common stock, 299 shares	3,064	5,385
ITT EDUCATIONAL SERVICES INC	Common stock, 213 shares	22,076	17,683
IVANHOE MINES LIMITED-CAD	Common stock, 266 shares	4,354	3,469
JACK HENRY & ASSOCIATES INC	Common stock, 590 shares	13,823	14,089
JOHN WILEY & SONS INC CL A	Common stock, 356 shares	14,947	13,767
JOHNSON & JOHNSON	Common stock, 375 shares	23,632	22,148
JOHNSON CONTROLS INC	Common stock, 522 shares	14,874	14,026
JOY GLOBAL INC	Common stock, 278 shares	11,348	13,925
JPMORGAN CHASE & CO	Common stock, 788 shares	22,338	28,849
JSC MMC NORILSK NICKEL JSC SON ADR	Common stock, 76 shares	1,099	1,098
KAO CORP-JPY SPONS ADR	Common stock, 590 shares	14,278	13,718
KB FINANCIAL GROUP INC ADR	Common stock, 78 shares	2,120	2,955
KIMBERLY CLARK CORP	Common stock, 171 shares	10,574	10,368
KINROSS GOLD CORP-CAD (NEW)	Common stock, 789 shares	15,641	13,484
KOREA ELEC PWR CORP SP ADR	Common stock, 555 shares	7,877	7,148

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
COMMON STOCK:			
LANDSTAR SYSTEM INC	Common stock, 297 shares	\$ 11,853	\$ 11,580
LAS VEGAS SANDS CORP	Common stock, 45 shares	687	996
LEXMARK INTL GROUP INC CL A	Common stock, 383 shares	14,740	12,650
LOCKHEED MARTIN CORP	Common stock, 191 shares	14,402	14,230
LORILLARD INC	Common stock, 104 shares	8,049	7,486
LUKOIL OIL SPONS ADR	Common stock, 96 shares	4,051	4,944
MAGNA INTERNATIONAL CL A	Common stock, 108 shares	6,322	7,124
MARATHON OIL CORP	Common stock, 255 shares	8,177	7,928
MATTEL INC DE	Common stock, 681 shares	15,758	14,410
MCDONALDS CORP	Common stock, 243 shares	10,566	16,006
MCKESSON CORPORATION	Common stock, 210 shares	12,148	14,104
MEADWESTVACO CORP	Common stock, 327 shares	9,381	7,259
MECHEL OAO SPONS ADR	Common stock, 57 shares	1,270	1,034
MELCO CROWN ENTERTAINMENT ADR	Common stock, 1085 shares	4,262	4,058
MERCK & CO INC NEW	Common stock, 341 shares	10,291	11,925
METTLER TOLEDO INTL INC	Common stock, 40 shares	4,180	4,465
MICROCHIP TECHNOLOGY INC	Common stock, 340 shares	9,530	9,432
MICROSOFT CORP	Common stock, 549 shares	10,529	12,632
MOBILE TELESYSTEMS OJSC SPON ADR	Common stock, 120 shares	1,672	2,299
MS&AD INSURANCE UNSPON ADR	Common stock, 675 shares	9,025	7,256
NATIONAL INSTRUMENTS CORP	Common stock, 331 shares	9,696	10,519
NETAPP INC	Common stock, 360 shares	14,817	13,432
NEWCREST MINING LTD SPON ADR	Common stock, 343 shares	10,848	10,119
NEXEN INC	Common stock, 638 shares	14,595	12,549
NEXTERRA ENERGY INC	Common stock, 250 shares	12,597	12,190
NINTENDO CO LTD ADR NEW	Common stock, 196 shares	6,856	7,305
NIPPON TEL & TEL SPON ADR	Common stock, 956 shares	20,888	19,445
NOKIA CORP SPONSORED ADR	Common stock, 1115 shares	13,637	9,087
NORDSTROM INC	Common stock, 392 shares	13,435	12,618
NORFOLK SOUTHERN CORP	Common stock, 258 shares	14,756	13,687
NORTHEAST UTILITIES	Common stock, 239 shares	6,311	6,090
NORTHROP GRUMMAN CORP	Common stock, 144 shares	8,540	7,839
NUCOR CORP	Common stock, 128 shares	6,135	4,900
OCCIDENTAL PETROLEUM CORP-DEL	Common stock, 385 shares	26,514	29,703
OMNICOM GROUP INC	Common stock, 363 shares	15,254	12,451
ORACLE CORP	Common stock, 658 shares	10,231	14,121
PANASONIC CORP ADR	Common stock, 410 shares	6,767	5,137
PARKER-HANNIFIN CORP	Common stock, 228 shares	16,068	12,645
PEABODY ENERGY CORP	Common stock, 165 shares	8,040	6,456
PETROBRAS	Common stock, 88 shares	3,792	3,020
PETROLEO BRASILEIRO SA ADR	Common stock, 123 shares	2,858	3,665
PFIZER INC	Common stock, 583 shares	11,355	8,314
PHILIP MORRIS INTL INC	Common stock, 319 shares	11,627	14,623
POSCO SPON ADR	Common stock, 42 shares	2,688	3,961

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
COMMON STOCK:			
PRAXAIR INC	Common stock, 141 shares	\$ 11,456	\$ 10,715
PROCTER & GAMBLE CO	Common stock, 253 shares	15,557	15,175
PRUDENTIAL FINANCIAL INC	Common stock, 111 shares	6,327	5,956
PUBLIC SERVICE ENTERPRISE GRP	Common stock, 235 shares	7,700	7,363
QLOGIC CORP	Common stock, 850 shares	16,383	14,127
QWEST COMMUNICATIONS INTL	Common stock, 1596 shares	7,118	8,379
RAYTHEON COMPANY NEW	Common stock, 328 shares	12,102	15,872
RBC BEARINGS INC	Common stock, 305 shares	7,773	8,842
RIO TINTO PLC-GBP	Common stock, 188 shares	11,194	8,197
ROHM CO LTD-JPY	Common stock, 163 shares	5,940	4,867
ROSS STORES INC DE	Common stock, 405 shares	18,865	21,582
ROYAL BANK OF CANADA -CAD-	Common stock, 124 shares	6,756	5,926
ROYAL DUTCH SHELL PLC ADR CL B	Common stock, 307 shares	18,032	14,822
SANDISK CORP	Common stock, 322 shares	11,240	13,547
SANOFI-AVENTIS SPONS ADR	Common stock, 440 shares	13,114	13,226
SASOL LTD SPONS ADR	Common stock, 20 shares	718	705
SCHLUMBERGER LTD	Common stock, 133 shares	9,545	7,360
SEAGATE TECHNOLOGY -USD	Common stock, 970 shares	17,875	12,649
SEGA SAMMY HLDGS INC-USD ADR	Common stock, 2295 shares	7,229	8,147
SEKISUI HOUSE UNSPONS ADR	Common stock, 810 shares	7,914	6,853
SEMPRA ENERGY	Common stock, 126 shares	6,764	5,896
SEVEN & I HLDGS CO LTD-JPY	Common stock, 272 shares	12,088	12,512
SHINHAN FINANCIAL GRP CO LTD ADR	Common stock, 53 shares	2,047	3,870
SHISEIDO LTD SPONSORED ADR	Common stock, 593 shares	12,661	13,046
SIEMENS A G SPONS ADR	Common stock, 119 shares	11,614	10,654
SILICONWARE PRECISION INDS SPON ADR	Common stock, 422 shares	3,190	2,258
SK TELECOM LTD SPON ADR	Common stock, 1099 shares	18,747	16,188
SOCIETE GENERALE SPON ADR	Common stock, 564 shares	6,484	4,642
SOUTHERN CO	Common stock, 309 shares	10,329	10,284
SOUTHERN COPPER CORP DEL	Common stock, 41 shares	1,141	1,088
STARBUCKS CORP	Common stock, 522 shares	13,698	12,685
STERICYCLE INC	Common stock, 120 shares	6,682	7,870
SUMITOMO TRUST & BANKING - JPY ADR	Common stock, 1187 shares	6,640	6,077
SUNCOR ENERGY INC NEW	Common stock, 314 shares	9,123	9,244
SWISSCOM AG SPONS ADR	Common stock, 316 shares	10,605	10,633
TAIWAN SEMICONDUCTOR MFG CO ADR	Common stock, 465 shares	4,137	4,538
TAKEDA PHARMACEUTICAL CO	Common stock, 117 shares	2,527	2,490
TARGET CORP	Common stock, 282 shares	15,933	13,866

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
COMMON STOCK:			
TECHNE CORP	Common stock, 154 shares	\$ 10,525	\$ 8,847
TELECOM ITALIA SPA ADR (NEW) SVG SHS	Common stock, 1765 shares	19,064	16,062
TELEFLEX INC	Common stock, 188 shares	9,862	10,205
TEVA PHARMACEUTICALS LTD ADR	Common stock, 58 shares	2,657	3,015
TEXAS INSTRUMENTS INC	Common stock, 629 shares	13,559	14,643
TIFFANY & CO NEW	Common stock, 329 shares	13,926	12,472
TOTAL SA SPONS ADR	Common stock, 297 shares	18,469	13,258
TRAVELERS COMPANIES INC	Common stock, 360 shares	17,722	17,730
UBS AG (NEW)	Common stock, 457 shares	7,008	6,042
UNILEVER NV NY SHS-NEW	Common stock, 552 shares	17,823	15,081
UNITED PARCEL SERVICE CL B	Common stock, 243 shares	14,607	13,824
UNITED TECHNOLOGIES CORP	Common stock, 265 shares	19,283	17,201
UNITEDHEALTH GROUP INC	Common stock, 511 shares	15,038	14,512
US BANCORP DEL NEW	Common stock, 446 shares	11,327	9,968
V F CORP	Common stock, 122 shares	9,205	8,684
VALE S A SPON ADR	Common stock, 280 shares	5,329	6,818
VCA ANTECH INC	Common stock, 480 shares	11,709	11,885
VERIZON COMMUNICATIONS	Common stock, 773 shares	25,824	21,659
VIMPELCOM LTD APR	Common stock, 105 shares	1,843	1,699
VIVO PARTICIPACOES SA ADR	Common stock, 45 shares	674	1,166
VODAFONE GROUP PLC SPONS ADR NEW	Common stock, 968 shares	21,807	20,009
WACOAL CORP ADR	Common stock, 170 shares	10,391	10,256
WAL-MART STORES INC	Common stock, 197 shares	10,716	9,470
WALTER ENERGY INC	Common stock, 215 shares	16,204	13,083
WELLS FARGO & CO NEW	Common stock, 754 shares	12,889	19,302
WESTERN DIGITAL CORP	Common stock, 393 shares	8,383	11,853
WEYERHAEUSER CO	Common stock, 225 shares	9,863	7,920
WOLTERS KLUWER N V SP ADR	Common stock, 543 shares	12,190	10,290
WORLD FUEL SVCS CORP	Common stock, 42 shares	9,682	10,428
WYNN RESORTS LTD	Common stock, 30 shares	2,001	2,288
YANZHOU COAL MINING CO LTD ADR	Common stock, 104 shares	1,839	1,992
TOTAL CORPORATE COMMON STOCKS		<u>\$2,438,259</u>	<u>\$2,400,047</u>

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
EXCHANGE-TRADED FUNDS:			
ARES CAPITAL CORP	Equity portfolio, 657 shares	\$ 9,065	\$ 8,232
IPATH MSCI INDIA ETN	Equity portfolio, 73 shares	4,499	4,672
GLOBAL X CHINA FINANCIALS ETF	Equity portfolio, 695 shares	9,529	8,917
GLOBAL X CHINA INDUSTRIALS ETF	Equity portfolio, 179 shares	2,888	2,391
GLOBAL X CHINA MATERIALS ETF	Equity portfolio, 273 shares	3,330	2,939
ISHARES MSCI TURKEY	Equity portfolio, 65 shares	3,360	3,440
ISHARES INC MSCI TAIWAN INDEX FD	Equity portfolio, 665 shares	7,594	7,448
ISHARES MSCI SOUTH KOREA INDEX FUND	Equity portfolio, 166 shares	6,641	7,422
ISHARES INC MSCI S. AFRICA INDEX FD	Equity portfolio, 156 shares	5,902	8,213
ISHARES TRFTSE XINHUA HK CHINA 25	Equity portfolio, 87 shares	2,251	3,404
KOREA FUND INC NEW	Equity portfolio, 35 shares	1,308	1,217
TOTAL EXCHANGE-TRADED FUNDS		<u>\$ 56,367</u>	<u>\$ 58,295</u>
GOVERNMENT BONDS:			
FNMA PL#735227	Bonds, 5.107%, due 01/01/2035	\$ 16,228	\$ 16,411
FNMA PL#735676	Bonds, 4.705%, due 07/01/2035	45,454	45,552
FHLMC PL#A40159	Bonds, 5.107%, due 11/01/2035	16,068	16,316
FNMA PL#995112	Bonds, 5.107%, due 07/01/2036	64,026	64,946
FNMA PL#745875	Bonds, 5.918%, due 09/01/2036	4,083	3,920
FNMA PL#745948	Bonds, 5.918%, due 10/01/2036	109,599	110,537
FNMA PL#902792	Bonds, 5.512%, due 12/01/2036	14,631	14,286
FNMA PL#888873	Bonds, 5.881%, due 06/01/2037	22,571	22,846
FNMA PL#888890	Bonds, 5.918%, due 10/01/2037	99,996	99,766
FHLMC PL#G03660	Bonds, 5.518%, due 10/01/2037	84,390	85,116
FNMA PL#995049	Bonds, 5.111%, due 02/01/2038	78,390	78,577
FHLMC PL#G04251	Bonds, 5.922%, due 04/01/2038	11,663	11,605
FNMA PL#995149	Bonds, 5.918%, due 12/01/2038	68,545	68,724
FNMA PL#930924	Bonds, 4.333%, due 04/01/2039	9,539	9,882
FNMA PL#AC6693	Bonds, 4.333%, due 01/01/2040	83,060	85,886
FNMA PL#AD1656	Bonds, 4.334%, due 03/01/2040	151,019	155,224
FNMA PL#AD3650	Bonds, 4.716%, due 03/01/2040	20,638	21,118
FHLMC PL#G05894	Bonds, 4.337%, due 04/01/2040	33,475	34,116
FHLMC PL#C03464	Bonds, 4.337%, due 04/01/2040	90,083	92,873
FHLMC PL#A91703	Bonds, 4.337%, due 04/01/2040	63,900	65,961
FNMA PL#AD6431	Bonds, 4.334%, due 06/01/2040	140,080	141,188
FNMA PL#AD6941	Bonds, 4.334%, due 06/01/2040	94,213	94,472
US TREASURY NOTES SER N-2012	Bonds, 4.268%, due 07/31/2012	5,357	5,417
US TREASURY NOTES SER B-2019	Bonds, 2.76%, due 02/15/2019	60,561	61,768
US TREASURY NOTES SER C-2019	Bonds, 3.061%, due 05/15/2019	195,925	209,276
TOTAL GOVERNMENT BONDS		<u>\$ 1,583,494</u>	<u>\$ 1,615,783</u>

(Continued)

SPRINGS TRANSIT EMPLOYEES RETIREMENT AND DISABILITY ALLOWANCE PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF JUNE 30, 2010

Identity of Issuer, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par, or Maturity Value	Cost	Current Value
MUTUAL FUNDS:			
GOLDMAN SACHS TR HY FD INSTL SHS	45,755.182 Shares	\$ 323,489	\$ 316,626
OPPENHEIMER INTL. BOND FD CLY Y	100,118.23 Shares	651,770	621,734
PIMCO SHORT TERM FUND CL P	46,180.851 Shares	<u>454,881</u>	<u>455,343</u>
TOTAL MUTUAL FUNDS		<u>\$ 1,430,140</u>	<u>\$ 1,393,703</u>
CORPORATE BONDS:			
DEX ONE CORPORATION	Bonds, 12.598%, due 01/29/2017	<u>\$ 2,667</u>	<u>\$ 4,354</u>
COMMODITIES AND FUTURE FUND:			
* CITIGROUP ORION FUTURES FUND L.P.	109 Shares	<u>\$ 300,000</u>	<u>\$ 284,362</u>
MULTI-STRATEGY HEDGE FUND:			
* CITIGROUP MULTI-STRT SER G		<u>\$ 345,194</u>	<u>\$ 338,218</u>

* Party-in-interest

(Concluded)

Attachment to Schedule 2009 SB - Line 32 - Schedule of Amortization Bases

Springs Transit Employees Retirement & Disability Plan

Plan Number: 008

EIN: 52-2205403

		Amount	Amortization	Amort. Period
7/1/2008	1,770,111	1,521,384	295,625	6
7/1/2009	(89,510)	(89,510)	(15,434)	7
Total shortfall		1,431,874	280,191	

Attachment to Schedule 2009 SB - Line 19 - Schedule of Discounted Contributions

Springs Transit Employees Retirement & Disability Plan

Plan Number: 008

EIN: 52-2205403

effective rate = 7.45%

Quarterly Contribution	Due Date	Qtrly Prem. Late Period to	Late Period	Discount Quarterly for late perio 12.45%	Discount period from Val Date 7/1/2009 to Qtrly due date 1.53867	Discount factor to 7/1/2009 7.45%	Discounted Value of Contributions
<u>1,023</u>	1/14/2011	03/15/11				0.89533	<u>916</u>
1,023							916