Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2009

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 08/01/1999

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

1201 ALTA LOMA ROAD
WEST HOLLYWOOD, CA 90069-2403

2b Employer Identification Number (EIN)
95-4720443

2c Sponsor's telephone number
310-482-6772

2d Business code (see instructions)
511190

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.	05/23/2011	DAVID COMER
	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")
PATRIOT COMMUNICATIONS LLC

1201 ALTA LOMA ROAD
WEST HOLLYWOOD, CA 90069-2403

3b Administrator's EIN
95-4720443

3c Administrator's telephone number
310-482-6772

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**	137
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**	137
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	13
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	150
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	150
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	96
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	1
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 3D

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

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

A Name of plan
PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500.
PATRIOT COMMUNICATIONS LLC

D Employer Identification Number (EIN)
95-4720443

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

1 Coverage Information:

(a) Name of insurance carrier
JOHN HANCOCK LIFE INSURANCE COMPANY USA

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
01-0233346	65838	86097	96	01/01/2009	12/31/2009

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
12135	19682

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

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
DAVID COMER
1201 ALTA LOMA ROAD
WEST HOLLYWOOD, CA 90068

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
12135			3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
GOLDBERG SWEDELSON & ASSOCIATES
16530 VENTURA BLVD
ENCINO, CA 91436

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
0	450	TPA FEES PAID	5

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

ACTUARIAL BENEFITS CORP.
2790 SKYPARK DRIVE, STE 300
TORRANCE, CA 90505

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	
0	9130	TPA FEES	5

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

ACTUARIAL BENEFITS CORP.
2790 SKYPARK DRIVE, STE 300
TORRANCE, CA 90505

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	
	4883	TPA COMPENSATION	5

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

GOLDBERG SWEDELSON & ASSOCIATES
16530 VENTURA BLVD.
ENCINO, CA 91436

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	
	5171	TPA COMPENSATION	5

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

ACTUARIAL BENEFITS CORP.
2790 SKYPARK DRIVE, STE 300
TORRANCE, CA 90505

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	
	48	TPA JH IRA R/O PAYMENT AND OTHER ALLOWANCES	5

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	146
5	Current value of plan's interest under this contract in separate accounts at year end	5	3163397

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

Specify nature of costs ▶

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

(3) ☐ other (specify) ▶

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

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

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

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

b	Balance at the end of the previous year			7b	76
c	Additions: (1) Contributions deposited during the year	7c(1)	67		
	(2) Dividends and credits	7c(2)	3		
	(3) Interest credited during the year	7c(3)			
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below)	7c(5)			
	▶				
	(6) Total additions			7c(6)	70
d	Total of balance and additions (add **b** and **c(6)**)			7d	146
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)			
	(2) Administration charge made by carrier	7e(2)			
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below)	7e(4)			
	▶				
	(5) Total deductions			7e(5)	0
f	Balance at the end of the current year (subtract **e(5)** from **d**)			7f	146

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	0
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	0
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in **c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

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

A Name of plan
PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PATRIOT COMMUNICATIONS LLC

D Employer Identification Number (EIN)
95-4720443

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	300	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	71894	98690
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	2439619	3163397
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	0	0
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	76	146
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	0
	(2) Employer real property	1d(2)	0	0
e	Buildings and other property used in plan operation	1e	0	0
f	Total assets (add all amounts in lines 1a through 1e)	1f	2511889	3262233
	Liabilities			
g	Benefit claims payable	1g	0	0
h	Operating payables	1h	0	0
i	Acquisition indebtedness	1i	0	0
j	Other liabilities	1j	0	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	2511889	3262233

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)		
	(B) Participants	2a(1)(B)	394817	
	(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)		394817
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	3	
	(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)	4823	
	(F) Other	2b(1)(F)	-300	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		4526
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		635162
(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		1034505
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	264691	
(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)		264691
f Corrective distributions (see instructions)	2f		8053
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	6811	
(2) Contract administrator fees	2i(2)	3676	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	930	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		11417
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		284161
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		750344
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) [ ] Unqualified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

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

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

(1) Name: ELLS CPA & BUSINESS ADVISORS (2) EIN: 95-2771605

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		400000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN

FINANCIAL STATEMENTS (MODIFIED CASH BASIS)
& INDEPENDENT AUDITORS' REPORT
FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008 (UNAUDITED)

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CERTIFIED PUBLIC ACCOUNTANTS
& BUSINESS ADVISORS

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INDEPENDENT AUDITORS' REPORT

To the Administrative Committee of
Patriot Communications LLC Retirement Plan
West Hollywood, California

We were engaged to audit the accompanying statement of net assets available for benefits (modified cash basis) of Patriot Communications LLC Retirement Plan as of December 31, 2009, and the related statement of changes in net assets available for benefits (modified cash basis), and the supplemental schedule for the year ended December 31, 2009. These financial statements and the supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by John Hancock Life Insurance Company, the custodian of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian as of and for the year ended December 31, 2009, that the information provided to the Plan administrator by the custodian is complete and accurate.

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

We have compiled the accompanying statement of net assets available for benefits of Patriot Communications LLC Retirement Plan as of December 31, 2008, in accordance with the Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying statement of net assets available for benefits and, accordingly, do not express an opinion or any other form of assurance on it.

Ells Certified Public Accountants & Business Advisors

Santa Ana, California
May 20, 2011

PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
DECEMBER 31, 2009 AND 2008 (UNAUDITED)

	2009	(Unaudited) 2008
INVESTMENTS, AT FAIR VALUE		
Participant loans	$ 98,690	$ 71,894
Pooled separate accounts	3,163,397	2,439,619
Guaranteed interest accounts	146	76
Interest-bearing cash	-	300
NET ASSETS AVAILABLE FOR BENEFITS	$ 3,262,233	$ 2,511,889

See independent auditors' report and notes to financial statements.

PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2009

ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income (loss):		
Interest	$	4,526
Investment income and net appreciation in fair value of investments		635,162
		639,688
Contributions:		
Participants		394,817
TOTAL ADDITIONS TO NET ASSETS		1,034,505
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants		264,691
Corrective distributions		8,053
Administrative expenses		11,417
TOTAL DEDUCTIONS FROM NET ASSETS		284,161
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS		750,344
NET ASSETS AVAILABLE FOR BENEFITS:		
BEGINNING OF YEAR		2,511,889
END OF YEAR	$	3,262,233

See independent auditors' report and notes to financial statements.

NOTE 1 – DESCRIPTION OF PLAN

The following description of the Patriot Communications LLC Retirement Plan ("Plan") provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan of a controlled group of companies consisting of Patriot Communications LLC and U.S. International Media LLC (collectively referred to as the "Company"). The plan is intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (IRC) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan initially became effective on August 1, 1999. The Plan Adoption Agreement was amended and restated on January 1, 2009.

Employees shall be eligible to participate in the Plan once they have reached the age of 19. Eligible employees may enroll in the plan on the first day of the month after satisfying eligibility requirements. For detailed information regarding Plan eligibility participants should refer to the Plan document.

Contributions

Each year participants may contribute up to 100% of pretax annual compensation, as defined in the Plan, up to the Internal Revenue Service dollar limitation. Participants may also contribute amounts representing distributions from other qualified plans. Participants direct the investment of their contributions into various investment options offered by the Plan.

The Company may make discretionary matching contributions to the Plan. During the year ended December 31, 2009 no discretionary matching contributions were made. The Company may also make discretionary profit sharing contributions to the Plan. During the year ended December 31, 2009 no discretionary profit sharing contributions were made.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of (a) the Company's discretionary match, if any, (b) the Company's discretionary profit sharing contribution, if any, (c) Plan earnings, and charged with an allocation of administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTE 1 – DESCRIPTION OF PLAN (CONT'D)

Vesting

Participants are immediately 100% vested in their contributions. The Company's discretionary contributions and earnings thereon will be vested in accordance with the following schedule.

Years of Service	Percentage
Less than 1	0%
1	40%
2	60%
3	80%
4 or more	100%

The vesting percentage for a participant who is an employee on or after the date he reaches normal retirement age (as defined by the Plan) will be 100% vested in employer discretionary contributions.

Participant Loans

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance, whichever is less. The loans are secured by the balance in the participant's account. The annual rate of interest charged to loans made in any calendar month shall be determined by adding one (1) percentage point to the Prime Interest Rate published in the Wall Street Journal on the date the loan is processed. All loans, other than loans made for the purpose of acquiring the principal residence of the participant, shall be repaid within five years and shall be amortized on a substantially level basis. Principal and interest is paid ratably through payroll deductions. Each participant may have up to three loans outstanding at any time.

Payment of Benefits

The Plan provides for the payment of benefits to the participant (or, if applicable, the beneficiary) at retirement, disability, death, financial hardship or termination of employment. In service distributions are also available to those participants who are disabled or are age 59 ½ or older. Participants who qualify for retirement benefits and withdrawals will receive their benefits as a lump sum cash distribution. The benefit to which a participant is entitled is the benefit that can be provided solely from the participant's vested account balance.

NOTE 1 – DESCRIPTION OF PLAN (CONT'D)

Payment of Benefits (cont'd)

If upon termination, a participant's vested benefit is $5,000 or less, it will be distributed as a lump-sum as soon as practicable. If a participant's vested balance is between $1,000 and $5,000 the plan administrator may roll the participant's distribution over to a Plan designated IRA. If a participant's vested benefit in the Plan exceeds $5,000 upon termination of employment, the participant may elect to receive a single lump-sum payment.

Forfeitures

Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the Plan. Forfeitures are retained in the plan and may first be used to pay Plan expenses and then used to reduce future employer contributions. At December 31, 2009, there was approximately $4,032 of unallocated forfeitures available to be used by the Company.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements of the Plan have been prepared under the modified cash basis method of accounting that includes contributions receivable for both financial and tax reporting purposes. Under this method, income is generally recognized when received and expenses are generally recognized when paid. Accordingly, these statements are not intended to purport financial position or the results of operations in conformity with U.S. GAAP.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

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

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Use of Estimates

The preparation of financial statements in conformity with the modified cash basis of accounting requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein at the date of the financial statements. Actual results could differ from those estimates. As a result of the current economic conditions, the Plan administrator may be required to make additional estimates which are subject to greater degree of uncertainty.

Payment of Benefits

Benefit payments consist of payments to participants (or, if applicable, the beneficiary) at retirement, disability, death or termination of employment. Benefit payments are made in the form of lump sum distributions, direct rollovers or annuities. Benefits are recorded when paid.

Fees and Expenses

The Company is responsible for the Plan administrative costs, including the recordkeeping and management of the Plan. The Plan is responsible for costs related specifically to the investments.

Non-Discrimination Testing for Employee Contributions

The Plan, as required by the IRC, performs annual tests between highly compensated participants versus non-highly compensated participants to ensure that highly compensated participants are not disproportionately favored under the Plan. If the Plan fails the tests, it must refund some of the excess deferral contributions. Refunded excess deferral contributions are recorded on the refund date. For the year ended December 31, 2009, $8,053 of excess deferral contributions were refunded for the 2008 Plan year.

Recent Accounting Pronouncements

In June 2009, the FASB established the FASB Accounting Standards Codification (the Codification) for financial statements issued for annual periods ending after September 15, 2009. The Plan adopted FASB Accounting Standards Codification ("FASB ASC") 105-10 *The Accounting Standards Codification* during the fourth quarter of 2009. FASB ASC 105-10 established the Codification as the single source of authoritative accounting principles for U.S. GAAP. Accordingly, previous references to U.S. GAAP accounting standards are no longer used in our disclosures. The Codification does not affect our statements of net assets available for benefits or statement of changes in net assets available for benefits.

NOTE 3 – INVESTMENTS

The following presents investments that represent 5% or more of the Plan's net assets:

	2009	2008
John Hancock Lifecycle Fund-2045	$ 364,541	$ 269,869
John Hancock Lifecycle Fund-2015	221,805	152,797
John Hancock Lifecycle Fund-2010	***	127,617
The Growth Fund of America	173,127	183,910
PIMCO Total Return	333,738	138,748
John Hancock Money Market Fund	266,127	208,826

***Amount is less than 5% of the net assets.

During 2009, the Plan's investments (including gains and losses on investments purchased and sold, as well as held during the year) appreciated in value by $635,162 as follows:

Pooled separate accounts	$ 635,162
	$ 635,162

NOTE 4 – FAIR VALUE MEASUREMENTS

FASB ASC 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

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

NOTE 4 – FAIR VALUE MEASUREMENTS (CONT'D)

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Guaranteed interest accounts: Valued by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit worthiness of the issuer.

Pooled separate accounts: Value based on the net asset value ('NAV") of shares held of the underlying mutual fund by the plan at year end.

Participant loans: Valued at amortized cost, which approximates fair value.

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

NOTE 4 – FAIR VALUE MEASUREMENTS (CONT'D)

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

	Assets at Fair Value as of December 31, 2009			
INVESTMENTS	Level 1	Level 2	Level 3	Total
Pooled separate accounts:				
Life cycle accounts	$ -	$ 964,948	$ -	$ 964,948
Life style accounts	-	183,012	-	183,012
Aggressive growth accounts	-	514,801	-	514,801
Growth accounts	-	523,812	-	523,812
Growth and income accounts	-	272,579	-	272,579
Income accounts	-	438,119	-	438,119
Conservative accounts	-	266,126	-	266,126
Total pooled separate accounts	-	3,163,397	-	3,163,397
Participant loans			98,690	98,690
Guaranteed interest accounts	-	146	-	146
	$ -	$ 3,163,543	$ 98,690	$ 3,262,233

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

	Assets at Fair Value as of December 31, 2008			
INVESTMENTS	Level 1	Level 2	Level 3	Total
Pooled separate accounts	$ -	$ 2,436,149	$ -	$ 2,436,149
Guaranteed interest accounts	-	76	-	76
Participant loans	-	-	71,894	71,894
	$ -	$ 2,439,695	$ 71,894	$ 2,511,889

NOTE 4 – FAIR VALUE MEASUREMENTS (CONT'D)

The table below sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2009.

	Level 3 Assets Participant Loans
Beginning balance January 1, 2009	$ 71,894
Issuances, repayments and settlements, net	26,796
Ending balance at December 31, 2009	$ 98,690

The table below sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2008.

	Level 3 Assets Participant Loans
Beginning balance January 1, 2008	$ 84,573
Issuances, repayments and settlements, net	(12,679)
Ending balance at December 31, 2008	$ 71,894

NOTE 5 – INFORMATION CERTIFIED BY THE PLAN'S CUSTODIAN

The following information included in the accompanying financial statements was obtained from data that has been prepared and certified to as complete and accurate by the Plan's custodian.

Investments at fair value:		
Pooled separate accounts	$	3,163,397
Guaranteed interest accounts		146
Investment income:		
Interest		4,526
Net appreciation (depreciation) in fair value of assets		635,162
Contributions:		
Participants		394,817
Benefits paid to participants		264,691
Corrective distributions		8,053
Administrative expenses		11,417

NOTE 6 – PLAN TERMINATION

Although it has not expressed any intent to do so, the sponsoring Company has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants become 100% vested in any employer contributions.

NOTE 7 – TAX STATUS

The Plan obtained its latest determination letter on March 3, 2000, in which the Internal Revenue Service stated that the plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code.

The Plan has been amended since receiving the determination letter. However, the plan administrator and the plan's tax counsel believed that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

NOTE 8 – PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are shares of pooled separate accounts managed by John Hancock. The Plan also has investments in guaranteed interest accounts which are held in the general assets of John Hancock. John Hancock is the custodian as defined by the Plan, and therefore, these transactions qualify as party-in-interest transactions for which there is a statutory exemption.

NOTE 9 – PLAN SELF CORRECTION

During 2009 the Company failed to withhold and remit employee deferrals on vacation compensation, commissions and bonuses. On May 20, 2011 the Company made a Qualified Non-Elective Contribution (QNEC) contribution to the Plan to self-correct the operational failure in accordance to Revenue Procedure 2008-50. The QNEC contribution made included lost earnings on the missed employee deferrals. The Plan Administrator believes that this will not affect the continuing qualification of the Plan and therefore no provision for income taxes has been included in the Plan's financial statements. Additionally, the Plan Administrator believes any penalties, taxes and remedial payments, if any, will not be material to the Plan.

NOTE 10 – RISKS AND UNCERTAINTIES

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

NOTE 11 – SUBSEQUENT EVENTS

In 2009, the Financial Accounting Standards Board ("FASB") established general accounting standards and disclosure for subsequent events. The Plan adopted FASB Accounting Standards Codification ("FASB ASC") 855, *Subsequent Events,* for the year ended December 31, 2009.

On April 8, 2011, the Plan received a Notice of Rejection for their Form 5500 for the plan year ending December 31, 2009. The noncompliance notice was due to the omission of an Accountant's Opinion and audited financial statements. The plan has taken the necessary steps to comply with the notice and expects the resubmitted Form 5500 to be accepted.

Subsequent events have been evaluated through May 20, 2011, the date financial statements were issued.

SUPPLEMENTAL SCHEDULE

PATRIOT COMMUNICATIONS, LLC RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

FEIN 95-4720443
PLAN NUMBER: 001
FORM 5500, SCHEDULE H, PART IV, LINE 4i

(b) Identity of Issuer	(c) Description	Value
John Hancock Life Insurance Company	Lifecycle Fund - 2010	$ 162,779
John Hancock Life Insurance Company	Lifecycle Fund - 2015	221,805
John Hancock Life Insurance Company	Lifecycle Fund - 2020	61,050
John Hancock Life Insurance Company	Lifecycle Fund - 2025	104,505
John Hancock Life Insurance Company	Lifecycle Fund - 2030	17,410
John Hancock Life Insurance Company	Lifecycle Fund - 2035	9,357
John Hancock Life Insurance Company	Lifecycle Fund - 2040	23,500
John Hancock Life Insurance Company	Lifecycle Fund - 2045	364,541
John Hancock Life Insurance Company	Lifestyle Fund - Aggressive Portfolio	41,715
John Hancock Life Insurance Company	Lifestyle Fund - Growth Portfolio	76,449
John Hancock Life Insurance Company	Lifestyle Fund - Balanced Portfolio	37,475
John Hancock Life Insurance Company	Lifestyle Fund - Moderate Portfolio	3,403
John Hancock Life Insurance Company	Lifestyle Fund - Conservative Portfolio	23,971
John Hancock Life Insurance Company	Real Est. Securities Fund	15,786
John Hancock Life Insurance Company	DFA Emerging Markets Value	44,286
John Hancock Life Insurance Company	Energy	9,887
John Hancock Life Insurance Company	DFA International Value	35,242
John Hancock Life Insurance Company	Mid Cap Stock Fund	32,203
John Hancock Life Insurance Company	Columbia Value & Restructuring	2,387
John Hancock Life Insurance Company	T. Rowe Price Sci & Tech	2
John Hancock Life Insurance Company	DFA U.S. Small Cap Fund	39,974
John Hancock Life Insurance Company	Small Cap Growth Index	1,980
John Hancock Life Insurance Company	Intl Equity Index Fund	3,933
John Hancock Life Insurance Company	Davis Financial	397
John Hancock Life Insurance Company	Science & Technology Fund	190
John Hancock Life Insurance Company	Small Cap Index Fund	20,124
John Hancock Life Insurance Company	American Century Vista	73,506
John Hancock Life Insurance Company	John Hancock Intl Growth	48,551
John Hancock Life Insurance Company	Small Cap Growth Fund	9,175
John Hancock Life Insurance Company	Inv Small Cap Growth	20,066
John Hancock Life Insurance Company	EuroPacific Growth Fund	151,357
John Hancock Life Insurance Company	Franklin Small-Mid Growth	1,547
John Hancock Life Insurance Company	T. Rowe Price Health Sci	4,208
John Hancock Life Insurance Company	Small Cap Opportunities Fund	57,166
John Hancock Life Insurance Company	Columbia Mid Cap Value	119,199

PATRIOT COMMUNICATIONS, LLC RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

FEIN 95-4720443
PLAN NUMBER: 001
FORM 5500, SCHEDULE H, PART IV, LINE 4i

(b) Identity of Issuer	(c) Description	Value
John Hancock Life Insurance Company	Blue Chip Growth Fund	1,150
John Hancock Life Insurance Company	Mid Cap Index Fund	27,773
John Hancock Life Insurance Company	Oppenheimer Global	72,516
John Hancock Life Insurance Company	Capital Appreciation Fund	1,515
John Hancock Life Insurance Company	MFS Utilities	29,661
John Hancock Life Insurance Company	Total Stock Market Index Fund	5,506
John Hancock Life Insurance Company	Jennison Growth	706
John Hancock Life Insurance Company	BlackRock Large Value	8,115
John Hancock Life Insurance Company	The Growth Fund of America	173,127
John Hancock Life Insurance Company	Dreyfus Structured Mid Cap	27,377
John Hancock Life Insurance Company	Large Cap Fund	33,644
John Hancock Life Insurance Company	Optimized Value Fund	24,039
John Hancock Life Insurance Company	Davis New York Venture	9,024
John Hancock Life Insurance Company	Value Index Fund	15,130
John Hancock Life Insurance Company	500 Index Fund	86,062
John Hancock Life Insurance Company	Mutual Beacon	162
John Hancock Life Insurance Company	Washington Mutual Investors	64,402
John Hancock Life Insurance Company	Investment Company of America	6,311
John Hancock Life Insurance Company	BlackRock Global Allocation	33,806
John Hancock Life Insurance Company	LM Westrn Asset Glb High Yield	3,991
John Hancock Life Insurance Company	PIMCO Global Bond	14,268
John Hancock Life Insurance Company	PIMCO Real Return	47,728
John Hancock Life Insurance Company	T. Rowe Price Spectrum Inc	16,791
John Hancock Life Insurance Company	John Hancock Strategic Inc	3,586
John Hancock Life Insurance Company	PIMCO Total Return	333,738
John Hancock Life Insurance Company	Total Bond Market Fund	15,775
John Hancock Life Insurance Company	Short-Term Federal	2,241
John Hancock Life Insurance Company	Money Market Fund	266,127
John Hancock Life Insurance Company	Guaranteed Interest Accounts	146
Participant Loans	Interest Rate Range 4.25% to 8.50%	98,690
		$ 3,262,233

All investments are with a party-in-interest with the Plan.

Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

Name of Plan:

► PATRIOT COMMUNICATIONS LLC RETIREMENT PLAN

Employer Identification Number:► 95-4720443

For plan year (beginning/ending):► 01/01/2009-12/31/2009 Plan number:► 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	JOHN HANCOCK USA	LC 2010		162779
		LC 2015		221805
		LC 2020		61050
		LC 2025		104505
		LC 2030		17410
		LC 2035		9357
		LC 2040		23500
		LC 2045		364541
		LS-CONSERVATIVE		23971
		LS-MODERATE		3403
		LS-BALANCED		37475
		LS-GROWTH		76449
		LS-AGGRESSIVE		41715
		3 YR COMP		2
		5 YR COMP		2
		10 YR COMP		143
		STRATEGIC		3586
		SPECTRUM I		16791
		HIGH YIELD		3991
		REAL RETURN		47728
		GLOBAL BOND		14268
		TOTAL RETURN		333738
		SHORT TERM		2241
		AF ICA		6311
		BRGLBALL		33806
		AF WASHMUT		64402
		BEACON		162
		VAL INDX		15130
		NY VENTURE		9024
		AF GROWTH		173127
		JENN GROWTH		706
		LG CAP VAL		8115
		UTILITIES		29661
		GLOBAL		72516
		DR STRU MC		27377
		RIVMIDVAL		119199
		VAL & REST		2387
		EUROPAC		151357
		HEALTH SCI		4208

		SM-MD GROWTH		1547
		SMALL GROWTH		20066
		VISTA		73506
		FINANCIAL		397
		SMCP GR IN		1980
		US SML CAP		39974
		INTERNATIONAL VAL		35242
		ENERGY		9887
		SCI TECH		2
		INTERNATIONAL GROWTH		48551
		EMERG MK		44286
		MONEY MARKET		266125
		TOT BMKT		15775
		IDX 500		86062
		OPT VALUE		24039
		VS LRG CAP		33645
		VS CAP APP		1515
		IDX TOTAL		5506
		VS BLUCP		1150
		IDX MID		27773
		SM OPPS		57166
		VS RESTS		15786
		VS SM GRTH		9175
		IDX INTL		3933
		VS MC ST		32203
		IDX SMALL		20124
		VS SCTEC		190
		PARTICIPANT LOANS		98690