

Form 5500-SF <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Short Form Annual Return/Report of Small Employee Benefit Plan This form is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500-SF.	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 <u>09/01/2009</u> and ending <u>08/31/2010</u>	
A This return/report is for:	<input checked="" type="checkbox"/> single-employer plan <input type="checkbox"/> multiple-employer plan (not multiemployer) <input type="checkbox"/> one-participant plan
B This return/report is for:	<input type="checkbox"/> first return/report <input type="checkbox"/> final return/report <input type="checkbox"/> an amended return/report <input type="checkbox"/> short plan year return/report (less than 12 months)
C Check box if filing under:	<input checked="" type="checkbox"/> Form 5558 <input type="checkbox"/> automatic extension <input type="checkbox"/> DFVC program <input type="checkbox"/> special extension (enter description)

Part II	Basic Plan Information —enter all requested information						
1a Name of plan <u>ALFRED S FABRIC CENTERS, INC. PROFIT SHARING PLAN</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">1b Three-digit plan number (PN) ►</td> <td style="width:40%; text-align: center;"><u>003</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>09/01/1988</u></td> </tr> </table>	1b Three-digit plan number (PN) ►	<u>003</u>	1c Effective date of plan <u>09/01/1988</u>			
1b Three-digit plan number (PN) ►	<u>003</u>						
1c Effective date of plan <u>09/01/1988</u>							
2a Plan sponsor's name and address (employer, if for single-employer plan) <u>ALFREDS FABRIC CENTERS, INC.</u> <u>1814 CENTRAL AVENUE</u> <u>ALBANY, NY 12205</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">2b Employer Identification Number (EIN) <u>14-1586312</u></td> <td style="width:40%;"></td> </tr> <tr> <td>2c Plan sponsor's telephone number <u>518-489-6700</u></td> <td></td> </tr> <tr> <td>2d Business code (see instructions) <u>451130</u></td> <td></td> </tr> </table>	2b Employer Identification Number (EIN) <u>14-1586312</u>		2c Plan sponsor's telephone number <u>518-489-6700</u>		2d Business code (see instructions) <u>451130</u>	
2b Employer Identification Number (EIN) <u>14-1586312</u>							
2c Plan sponsor's telephone number <u>518-489-6700</u>							
2d Business code (see instructions) <u>451130</u>							
3a Plan administrator's name and address (if same as Plan sponsor, enter "Same") <u>ALFREDS FABRIC CENTERS, INC.</u> <u>1814 CENTRAL AVENUE</u> <u>ALBANY, NY 12205</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">3b Administrator's EIN <u>14-1586312</u></td> <td style="width:40%;"></td> </tr> <tr> <td>3c Administrator's telephone number <u>518-489-6700</u></td> <td></td> </tr> </table>	3b Administrator's EIN <u>14-1586312</u>		3c Administrator's telephone number <u>518-489-6700</u>			
3b Administrator's EIN <u>14-1586312</u>							
3c Administrator's telephone number <u>518-489-6700</u>							
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. Sponsor's name	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">4b EIN</td> <td style="width:40%;"></td> </tr> <tr> <td>4c PN</td> <td></td> </tr> </table>	4b EIN		4c PN			
4b EIN							
4c PN							
5a Total number of participants at the beginning of the plan year	5a <u>4</u>						
b Total number of participants at the end of the plan year	5b <u>1</u>						
c Total number of participants with account balances as of the end of the plan year (defined benefit plans do not complete this item)	5c <u>1</u>						
6a Were all of the plan's assets during the plan year invested in eligible assets? (See instructions.)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No						
b Are you claiming a waiver of the annual examination and report of an independent qualified public accountant (IQPA) under 29 CFR 2520.104-46? (See instructions on waiver eligibility and conditions.)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No						
If you answered "No" to either 6a or 6b, the plan cannot use Form 5500-SF and must instead use Form 5500.							

Part III	Financial Information																																										
7 Plan Assets and Liabilities	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th></th> <th style="width:20%; text-align: center;">(a) Beginning of Year</th> <th style="width:20%; text-align: center;">(b) End of Year</th> </tr> <tr> <td>a Total plan assets</td> <td style="text-align: right;">7a <u>358700</u></td> <td style="text-align: right;"><u>34939</u></td> </tr> <tr> <td>b Total plan liabilities</td> <td style="text-align: right;">7b <u>0</u></td> <td style="text-align: right;"><u>0</u></td> </tr> <tr> <td>c Net plan assets (subtract line 7b from line 7a)</td> <td style="text-align: right;">7c <u>358700</u></td> <td style="text-align: right;"><u>34939</u></td> </tr> </table>		(a) Beginning of Year	(b) End of Year	a Total plan assets	7a <u>358700</u>	<u>34939</u>	b Total plan liabilities	7b <u>0</u>	<u>0</u>	c Net plan assets (subtract line 7b from line 7a)	7c <u>358700</u>	<u>34939</u>																														
	(a) Beginning of Year	(b) End of Year																																									
a Total plan assets	7a <u>358700</u>	<u>34939</u>																																									
b Total plan liabilities	7b <u>0</u>	<u>0</u>																																									
c Net plan assets (subtract line 7b from line 7a)	7c <u>358700</u>	<u>34939</u>																																									
8 Income, Expenses, and Transfers for this Plan Year	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th></th> <th style="width:20%; text-align: center;">(a) Amount</th> <th style="width:20%; text-align: center;">(b) Total</th> </tr> <tr> <td>a Contributions received or receivable from:</td> <td></td> <td></td> </tr> <tr> <td> (1) Employers</td> <td style="text-align: right;">8a(1) <u>0</u></td> <td></td> </tr> <tr> <td> (2) Participants</td> <td style="text-align: right;">8a(2) <u>0</u></td> <td></td> </tr> <tr> <td> (3) Others (including rollovers)</td> <td style="text-align: right;">8a(3) <u>0</u></td> <td></td> </tr> <tr> <td>b Other income (loss)</td> <td style="text-align: right;">8b <u>48138</u></td> <td></td> </tr> <tr> <td>c Total income (add lines 8a(1), 8a(2), 8a(3), and 8b)</td> <td style="text-align: right;">8c <u>48138</u></td> <td></td> </tr> <tr> <td>d Benefits paid (including direct rollovers and insurance premiums to provide benefits)</td> <td style="text-align: right;">8d <u>349088</u></td> <td></td> </tr> <tr> <td>e Certain deemed and/or corrective distributions (see instructions)</td> <td style="text-align: right;">8e <u>0</u></td> <td></td> </tr> <tr> <td>f Administrative service providers (salaries, fees, commissions)</td> <td style="text-align: right;">8f <u>0</u></td> <td></td> </tr> <tr> <td>g Other expenses</td> <td style="text-align: right;">8g <u>22811</u></td> <td></td> </tr> <tr> <td>h Total expenses (add lines 8d, 8e, 8f, and 8g)</td> <td style="text-align: right;">8h <u>371899</u></td> <td></td> </tr> <tr> <td>i Net income (loss) (subtract line 8h from line 8c)</td> <td style="text-align: right;">8i <u>-323761</u></td> <td></td> </tr> <tr> <td>j Transfers to (from) the plan (see instructions)</td> <td style="text-align: right;">8j <u>0</u></td> <td></td> </tr> </table>		(a) Amount	(b) Total	a Contributions received or receivable from:			(1) Employers	8a(1) <u>0</u>		(2) Participants	8a(2) <u>0</u>		(3) Others (including rollovers)	8a(3) <u>0</u>		b Other income (loss)	8b <u>48138</u>		c Total income (add lines 8a(1), 8a(2), 8a(3), and 8b)	8c <u>48138</u>		d Benefits paid (including direct rollovers and insurance premiums to provide benefits)	8d <u>349088</u>		e Certain deemed and/or corrective distributions (see instructions)	8e <u>0</u>		f Administrative service providers (salaries, fees, commissions)	8f <u>0</u>		g Other expenses	8g <u>22811</u>		h Total expenses (add lines 8d, 8e, 8f, and 8g)	8h <u>371899</u>		i Net income (loss) (subtract line 8h from line 8c)	8i <u>-323761</u>		j Transfers to (from) the plan (see instructions)	8j <u>0</u>	
	(a) Amount	(b) Total																																									
a Contributions received or receivable from:																																											
(1) Employers	8a(1) <u>0</u>																																										
(2) Participants	8a(2) <u>0</u>																																										
(3) Others (including rollovers)	8a(3) <u>0</u>																																										
b Other income (loss)	8b <u>48138</u>																																										
c Total income (add lines 8a(1), 8a(2), 8a(3), and 8b)	8c <u>48138</u>																																										
d Benefits paid (including direct rollovers and insurance premiums to provide benefits)	8d <u>349088</u>																																										
e Certain deemed and/or corrective distributions (see instructions)	8e <u>0</u>																																										
f Administrative service providers (salaries, fees, commissions)	8f <u>0</u>																																										
g Other expenses	8g <u>22811</u>																																										
h Total expenses (add lines 8d, 8e, 8f, and 8g)	8h <u>371899</u>																																										
i Net income (loss) (subtract line 8h from line 8c)	8i <u>-323761</u>																																										
j Transfers to (from) the plan (see instructions)	8j <u>0</u>																																										

Part IV Plan Characteristics**9a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 3D

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

10	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? (See instructions and DOL's Voluntary Fiduciary Correction Program)		X	
b	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 10a.)		X	
c	Was the plan covered by a fidelity bond?	X		40000
d	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
e	Were any fees or commissions paid to any brokers, agents, or other persons by an insurance carrier, insurance service or other organization that provides some or all of the benefits under the plan? (See instructions.)		X	
f	Has the plan failed to provide any benefit when due under the plan?		X	
g	Did the plan have any participant loans? (If "Yes," enter amount as of year end.)	X		27449
h	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
i	If 10h was answered "Yes," check the box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3			

Part VI Pension Funding Compliance

11 Is this a defined benefit plan subject to minimum funding requirements? (If "Yes," see instructions and complete Schedule SB (Form 5500)) ☐ Yes ☒ No

12 Is this a defined contribution plan subject to the minimum funding requirements of section 412 of the Code or section 302 of ERISA? .. ☐ Yes ☒ No
(If "Yes," complete 12a or 12b, 12c, 12d, and 12e below, as applicable.)

a 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 letter ruling granting the waiver. Month _____ Day _____ Year _____

If you completed line 12a, complete lines 3, 9, and 10 of Schedule MB (Form 5500), and skip to line 13.

b Enter the minimum required contribution for this plan year.....	12b	
c Enter the amount contributed by the employer to the plan for this plan year.....	12c	
d Subtract the amount in line 12c from the amount in line 12b. Enter the result (enter a minus sign to the left of a negative amount)	12d	

e Will the minimum funding amount reported on line 12d be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A

Part VII Plan Terminations and Transfers of Assets

13a Has a resolution to terminate the plan been adopted during the plan year or any prior year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year..... **13a** _____

b Were all the plan assets distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? ☐ Yes ☒ No

c 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.)

13c(1) Name of plan(s):	13c(2) EIN(s)	13c(3) PN(s)

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, if applicable, a Schedule SB or Schedule MB completed and signed by an enrolled actuary, 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.	06/15/2011	LAWRENCE M. ALFRED
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	06/15/2011	LAWRENCE M. ALFRED
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor

CREATIVE PENSION CONSULTANTS, INC.

Pension, Profit Sharing and
Employee Benefit Plan Design
and Administration Services

433 New Karner Road
Albany, New York 12205
Tel. (518) 452-8139
Fax (518) 452-8141

Explanation and Authorization of Filing Options under EFAST2

Alfred's Fabric Centers, Inc.

Instructions: Please complete this memo and return it to CPC with a signed and dated copy of pages one and two of the Form 5500 (regardless of which option you choose) by mail, e-mail, or fax as soon as possible. Otherwise, your 5500 cannot be submitted.

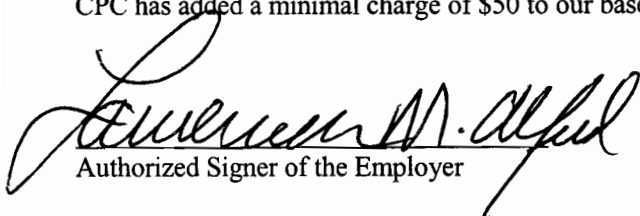
Creative Pension Consultants, Inc. ("CPC") has notified me ("plan sponsor") of the available options for electronically filing Form 5500, and I authorize the method selected below:

1. Electronic Signing Credentials – An authorized signer of the plan sponsor needs to obtain electronic signing credentials from the Employee Benefits Security Administration ("EBSA"). Then, when the Form 5500 is ready to be filed, it will be posted by CPC to a special EBSA website and the plan sponsor will be notified of the posting by e-mail. The plan sponsor is then required to log into the website and enter their signing credentials. CPC then receives notification from the website and electronically files on the plan sponsor's behalf.
2. Manual Signature – The plan sponsor will receive a paper copy of the Form 5500 from CPC via mail or the CPC secure web portal. The plan sponsor manually signs the paper copy of the Form 5500 and sends pages one and two back to CPC by mail, fax or e-mail. CPC then attaches a scanned copy of the manually signed Form 5500 to an electronic version of the Form 5500 and electronically files it on the plan sponsor's behalf. This method allows CPC to track the filing to determine if it was completed timely and therefore not subject to penalties for late filing. CPC will alert me of any inquiries or information regarding the report received from any government agency.

Please check the appropriate box:

- ☐ Option 1 - We will obtain (or have obtained) signing credentials at the EBSA website. We will electronically sign the 2010 Form 5500 and authorize CPC to electronically transmit the filing to the EBSA. We will be filing under the e-mail address: _____ (e-mail address must be provided if this option is selected).
- ☒ Option 2 - We will not obtain signing credentials at the EBSA website. We authorize CPC, upon receipt of the manually signed pages one and two of Form 5500, to electronically file the 2010 Form 5500 with the EBSA. We understand that an image of the Plan Administrator's/Plan Sponsor's manual signature will be included with the rest of the return/report posted by the EBSA on the internet for public disclosure. **NOTE: this will be the default if the form is returned to CPC without selecting either option.**

CPC has added a minimal charge of \$50 to our base fee to cover additional processing time.


Authorized Signer of the Employer

6-15-11
Date

Form 5500-SFDepartment of the Treasury
Internal Revenue Service**Short Form Annual Return/Report of Small Employee
Benefit Plan**

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

► Complete all entries in accordance with the instructions to the Form 5500-SF.

OMB Nos. 1210-0110
1210-0089**2009****This Form is Open to Public
Inspection****Part I Annual Report Identification Information**

For the calendar plan year 2009 or fiscal plan year beginning		09/01/2009	and ending	08/31/2010
A This return/report is for:	<input checked="" type="checkbox"/> single-employer plan	<input type="checkbox"/> multiple-employer plan (not multiemployer)		<input type="checkbox"/> one-participant plan
B This return/report is for:	<input type="checkbox"/> first return/report	<input type="checkbox"/> final return/report		
	<input type="checkbox"/> an amended return/report	<input type="checkbox"/> short plan year return/report (less than 12 months)		
C Check box if filing under:	<input checked="" type="checkbox"/> Form 5558	<input type="checkbox"/> automatic extension		<input type="checkbox"/> DFVC program
	<input type="checkbox"/> special extension (enter description)			

Part II Basic Plan Information --- enter all requested information.

1a Name of plan Alfred's Fabric Centers, Inc. Profit Sharing Plan	1b Three-digit plan number (PN) ► 003
	1c Effective date of plan 09/01/1988
2a Plan sponsor's name and address (employer, if for single-employer plan) Alfreds Fabric Centers, Inc. 1814 Central Avenue US Albany NY 12205	2b Employer Identification Number (EIN) 14-1586312
	2c Plan sponsor's telephone number (518) 489-6700
	2d Business code (see instructions) 451130
3a Plan administrator's name and address (If same as plan employer, enter "Same") Same	3b Administrator's EIN
	3c Administrator's telephone number
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. Sponsor's Name	4b EIN
	4c PN
5a Total number of participants at the beginning of the plan year	5a 4
b Total number of participants at the end of the plan year	5b 1
c Total number of participants with account balances as of the end of the plan year (defined benefit plans do not complete this item)	5c 1
6a Were all of the plan's assets during the plan year invested in eligible assets? (See instructions.)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
b Are you claiming a waiver of the annual examination and report of an independent qualified public accountant (IQPA) under 29 CFR 2520.104-46? (See instructions on waiver eligibility and conditions.)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
If you answered "No" to either 6a or 6b, the plan cannot use Form 5500-SF and must instead use Form 5500.	

Part III Financial Information

7 Plan Assets and Liabilities		(a) Beginning of Year	(b) End of Year
a Total plan assets	7a	358,700	34,939
b Total plan liabilities	7b	0	0
c Net plan assets (subtract line 7b from line 7a)	7c	358,700	34,939
8 Income, Expenses, and Transfers for this Plan Year		(a) Amount	(b) Total
a Contributions received or receivable from:			
(1) Employers	8a(1)	0	
(2) Participants	8a(2)	0	
(3) Others (including rollovers).	8a(3)	0	
b Other income (loss)	8b	48,138	
c Total income(add lines 8a(1), 8a(2), 8a(3), and 8b)	8c		48,138
d Benefits paid (including direct rollovers and insurance premiums to provide benefits)	8d	349,088	
e Certain deemed and/or corrective distributions (see instructions)	8e	0	
f Administrative service providers (salaries, fees, commissions)	8f	0	
g Other expenses	8g	22,811	
h Total expenses (add lines 8d, 8e, 8f, and 8g)	8h		371,899
i Net income (loss) (subject line 8h from line 8c).	8i		(323,761)
j Transfers to (from) the plan (see instructions)	8j	0	

Part IV Plan Characteristics**9a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 3D

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

	Yes	No	Amount
10 During the plan year:			
a Was there a failure to transmit to the plan any participant contribution within the time period described in 29 CFR 2510.3-102? (See instructions and DOL's Voluntary Fiduciary Correction Program)		X	
b Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 10a.)		X	
c Was the plan covered by a fidelity bond?	X		40,000
d Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
e Were any fees or commissions paid to any brokers, agents, or other persons by an insurance carrier, insurance services or other organization that provides some or all of the benefits under the plan? (See instructions.)		X	
f Has the plan failed to provide any benefit when due under the plan?		X	
g Did the plan have any participant loans? (If "Yes," enter amount as of year end.)	X		27,449
h If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
i If 10h was answered "Yes," check the box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

Part VI Pension Funding Compliance

11 Is this a defined benefit plan subject to minimum funding requirements? (If "Yes," see instructions and complete Schedule SB (Form 5500)) ☐ Yes ☒ No

12 Is this a defined contribution plan subject to the minimum funding requirements of section 412 of the Code or section 302 of ERISA? ☐ Yes ☒ No
(If "Yes," complete 12a or 12b, 12c, 12d, and 12e below, as applicable.)

a 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 letter ruling granting the waiver Month Day Year

If you completed line 12a, complete lines 3, 9, and 10 of Schedule MB (Form 5500), and skip to line 13.

b Enter the minimum required contribution for this plan year	12b	
c Enter the amount contributed by the employer to the plan for this plan year	12c	
d Subtract the amount in line 12c from the amount in line 12b. Enter the result (enter a minus sign to the left of a negative amount)	12d	
e Will the minimum funding amount reported on line 12d be met by the funding deadline?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A	

Part VII Plan Terminations and Transfers of Assets

13a Has a resolution to terminate the plan been adopted during the plan year or any prior year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year **13a**

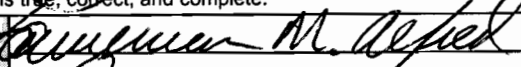
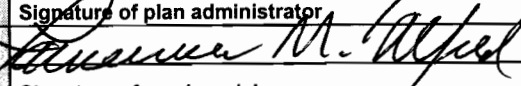
b Were all the plan assets distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? ☐ Yes ☒ No

c 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.)

13c(1) Name of plan(s):	13c(2) EIN(s)	13c(3) PN(s)

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, if applicable, a Schedule SB or Schedule MB completed and signed by an enrolled actuary, 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 		Lawrence M. Alfred
Signature of plan administrator	Date <u>6-15-11</u>	Enter name of individual signing as plan administrator
SIGN HERE 		Lawrence M. Alfred
Signature of employer/plan sponsor	Date <u>6-15-11</u>	Enter name of individual signing as employer or plan sponsor