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

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2010 or fiscal plan year beginning 01/01/2005 and ending 12/31/2005

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
ELLSTREET CORPORATION 401(K) PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1992

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

2100 M STREET, NW SUITE 800
WASHINGTON, DC 20037

2b Employer Identification Number (EIN)
52-1351787

2c Sponsor's telephone number
312-755-4541

2d Business code (see instructions)
541310

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.	07/20/2011	JOSEPH DAILEY
	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") ELLSTREET CORPORATION 2100 M STREET, NW SUITE 800 WASHINGTON, DC 20037	**3b** Administrator's EIN 52-1351787 **3c** Administrator's telephone number 312-755-4541

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**	146
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**	0
c	Other retired or separated participants entitled to future benefits	**6c**	0
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	0
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	0
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	0
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	30
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 3E 2K

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)		**9b** Plan benefit arrangement (check all that apply)	
(1)	Insurance	**(1)**	Insurance
(2)	Code section 412(e)(3) insurance contracts	**(2)**	Code section 412(e)(3) insurance contracts
(3) X	Trust	**(3)** X	Trust
(4)	General assets of the sponsor	**(4)**	General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2005 and ending 12/31/2005

A Name of plan
ELLSTREET CORPORATION 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
ELLSTREET CORPORATION

D Employer Identification Number (EIN)
52-1351787

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: SUNTRUST STABLE ASSET FUND

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
62-1240517-001	C	0

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
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b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2005 and ending 12/31/2005

A Name of plan
ELLSTREET CORPORATION 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
ELLSTREET CORPORATION

D Employer Identification Number (EIN)
52-1351787

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		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	35966	
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	78116	
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	2106954	
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	2221036	
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	2221036	

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)	304839	
	(C) Others (including rollovers)	2a(1)(C)	48148	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		352987
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	292	
	(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)	145506	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		145798
	(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)		
	(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)		

		(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)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		351
(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)		12904
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		512040
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	541659	
(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)		541659
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)		
(2) Contract administrator fees	2i(2)	7464	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		7464
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		549123
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-37083
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		2183953

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: ARGY, WILTSE & ROBINSON, P.C. **(2)** EIN: 54-1586993

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		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i		X	
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k	X		
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n	X		

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

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)
PERKINS&WILL, INC. RETIREMENT SAVINGS PLAN	36-2690384	001

AUDITED FINANCIAL STATEMENTS

ELLSTREET CORPORATION
401(k) PLAN

DECEMBER 31, 2005 AND 2004

ELLSTREET CORPORATION 401(k) PLAN

AUDITED FINANCIAL STATEMENTS

DECEMBER 31, 2005 AND 2004

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INDEPENDENT AUDITOR'S REPORT

To the Trustees of the
Ellstreet Corporation 401(k) Plan

We were engaged to audit the accompanying statements of net assets available for plan benefits of the Ellstreet Corporation 401(k) Plan as of December 31, 2005 and the statement of changes in net assets available for plan benefits for the year ended December 31, 2005. These financial statements are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the United States 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 3, which was certified by MG Trust Company, LLC (MG Trust) (the custodian of the Plan from January 1, 2005 through May 31, 2005), Emjay Retirement Services (the custodian of the Plan from June 1, 2005 through November 1, 2005), and SunTrust (the custodian of the Plan from November 2, 2005 through December 31, 2005), except for comparing the information with the related information included in the financial statements. We have been informed by the Plan Administrator that MG Trust, Emjay Retirement Services, and SunTrust held the Plan's investment assets and executed investment transactions. As disclosed in Note 3, the Plan Administrator has obtained certifications from MG Trust, Emjay Retirement Services, and SunTrust regarding the completeness and accuracy of the investment information provided to the Plan Administrator by SunTrust as of December 31, 2005 and for the period from November 2, 2005 through December 31, 2005, by Emjay Retirement Services for the period from June 1, 2005 through November 1, 1005, and by MG Trust for the period from January 1, 2005 through May 31, 2005.

Because of the significance of the information in the Plan's 2005 financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements as of or for the year ended December 31, 2005. The form and content of the information included in the financial statements, other than that derived from the information certified by MG Trust, Emjay Retirement Services, and Suntrust Bank 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

We have audited the statement of net assets available for benefits of the Ellstreet Corporation 401(k) Plan as of December 31, 2004, and in our report dated November 16, 2006, we expressed our opinion that such financial statement presents fairly, in all material respects, the net assets available for benefits of the Ellstreet Corporation 401(k) Plan as of December 31, 2004, in conformity with accounting principles generally accepted in the United States of America.

Argy, Wiltse & Robinson, P.C.

McLean, Virginia
July 15, 2011

8405 Greensboro Drive | 7th Floor | McLean, VA 22102 | 703.893.0600
Two Democracy Center | 6903 Rockledge Drive | Suite 310 | Bethesda, Maryland | 240.485.0860

www.argy.com Member of the Leading Edge Alliance

ELLSTREET CORPORATION 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

DECEMBER 31, 2005 AND 2004

	2005	2004
Assets		
Investments, at fair value		
Fidelity Mid Cap Fund	$ 0	$ 552,492
Fidelity Growth Opportunities Fund	0	348,720
Fidelity Equity Income Fund	0	331,592
Fidelity Intermediate Bond Fund	0	267,631
Fidelity Balanced Fund	0	260,722
Fidelity Small Cap Fund	0	135,312
Fidelity Overseas Fund	0	115,066
Fidelity Cash Reserves Fund	0	78,116
Fidelity Dynamic Capital Appreciation Fund	0	39,563
Tweedy Browne Global Value Fund	0	33,872
American Funds Growth Fund	0	21,984
Total investments	0	2,185,070
Receivables		
Participant contributions	0	35,966
Total assets	0	2,221,036
Liabilities	0	0
Net assets available for plan benefits	$ 0	$ 2,221,036

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

ELLSTREET CORPORATION 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

YEAR ENDED DECEMBER 31, 2005

Additions to net assets attributed to:	
Investment income	
Net appreciation in fair value of investments	$ 13,255
Interest	145,798
Total investment income	159,053
Participant contributions	352,987
Total additions	512,040
Deductions from net assets attributed to:	
Benefits paid to participants	541,659
Administrative expenses	7,464
Total deductions	549,123
Transfer out of plan	2,183,953
Net decrease	(2,221,036)
Net assets available for plan benefits:	
Beginning of the year	2,221,036
End of the year	$ 0

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

ELLSTREET CORPORATION 401(k) PLAN

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2005 AND 2004

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Ellstreet Corporation (the Company) 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan document and any amendments thereto for a more complete description of the Plan's provisions. As discussed below, the Plan was merged into the Perkins + Will, Inc. Retirement Savings Plan effective December 31, 2005. The terms and conditions of the Perkins + Will, Inc. Retirement Savings Plan are similar or equivalent to those of the Ellstreet Corporation 401(k) Plan as described below.

General

The Plan is a profit sharing and tax deferred savings plan generally covering all employees of the Company who have three months of service and have reached the age of 21. However, union employees and non-resident aliens are not eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

On March 31, 2005, Ellstreet Corporation was acquired by Perkins + Will, Inc. The Plan merged with the Perkins + Will, Inc. Retirement Savings Plan (the P+W Plan) effective January 1, 2006. Under the terms of an agreement of merger, the net assets of the Plan totaling $2,183,953 were transferred to the P+W Plan on December 30, 2005. The investments in funds previously held by SunTrust were liquidated and transferred into similar funds (as determined by SunTrust and plan sponsor management) offered by the P+W Plan and held by SunTrust, the trustee and custodian of the P+W Plan.

Contributions

Each participant may elect to defer up to 15 percent of Company-provided compensation as well as up to 100% of any bonuses, subject to certain limitations. The Company may contribute a matching contribution, as determined by the Board of Directors. Both participant and employer contributions are subject to the nondiscrimination requirements of the Internal Revenue Code.

Participant accounts

Each participant's account is credited with the participant's contribution, the contribution made on his or her behalf by the Company, if any, and an allocation of the Plan earnings or losses and charged with an allocation of administrative expenses. Allocations to each participant are based on participant account balances or compensation, as defined.

Vesting

Participants are immediately and fully vested in their voluntary contributions, plus actual earnings and losses thereon. The Company's contributions become fully vested upon attainment of normal retirement age, total disability, death or ratably over six years of employment, beginning with the second year of employment.

Forfeitures

Forfeitures are used to pay Plan expenses. Any remaining forfeitures are allocated to remaining eligible participants. As of December 31, 2005 and 2004, the Plan had no forfeitures. During the year ended December 31, 2005, the Plan generated no forfeitures.

Payment of benefits

On termination of service for any reason including retirement, death, or disability, a participant may elect to receive a lump-sum amount equal to the value of his or her account. However, the Company may elect to distribute accounts with balances less than $5,000.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

The Plan's financial statements are prepared on the accrual basis of accounting.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires plan management to make estimates and assumptions that affect the reported amounts of net assets available for plan benefits and changes therein. Actual results could differ from estimated amounts.

Investment valuation and income recognition

Investments held by the Plan are stated at fair value. Fair value is based on quoted market prices in an active market as of the last day of the Plan year.

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

Concentrations of credit risk

The Plan has investments that are subject to market fluctuations that may materially affect investment balances.

Payment of benefits

Benefits are recorded when paid.

Administrative expenses

Substantially all administrative expenses are paid by the Plan.

NOTE 3 - INVESTMENTS

During the year ended December 31, 2005, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $13,255.

Information Certified by MG Trust, Emjay Retirement Services and SunTrust

The following is a summary of the investment information included in the Plan's financial statements that was prepared by or derived from information provided by MG Trust, Emjay Retirement Services, and SunTrust (collectively, the custodians) and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the custodians that the information provided to the Plan Administrator by the custodians related to the following investments is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements related to the Plan's investments as summarized below.

	Interest and dividends	Net appreciation
MG Trust (1/1/05 - 5/31/05)	$ 19,343	$ (59,722)
Emjay Retirement Services (6/1/05 - 11/1/05)	10,016	88,716
SunTrust (11/2/05 - 12/31/05)	116,439	(15,739)
	$ 145,798	$ 13,255

NOTE 4 - PLAN TERMINATION

As noted in Note 1, the Plan was merged into the Perkins + Will, Inc. Retirement Savings Plan effective January 1, 2006 and all assets were transferred out of the funds held by SunTrust and into the P+W Plan on December 30, 2005.

NOTE 5 - TAX STATUS

Effective January 1, 2002, the Plan adopted a prototype plan sponsored by Benefit Services Corporation. The prototype plan has received an opinion letter from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan Administrator believes that the Plan is designed and is being operated in compliance with the applicable provisions of the Internal Revenue Code.

NOTE 6 - RELATED PARTY

Certain Plan investments held during the year ended December 31, 2005 were managed by SunTrust. SunTrust is the custodian of the Plan and, therefore, these transactions qualify as party-in-interest transactions. Immediately prior to the transfer of assets out of the Plan on December 30, 2005, these funds aggregated $72,474. In addition, Fidelity Investment Services, Inc. (Fidelity) managed all funds of the Plan held during the year ended December 31, 2004. As a result, Fidelity qualifies as a party-in-interest to the Plan with respect to transactions related to these funds. The fair market value of the funds managed by SunTrust totaled $0 at December 31, 2005 and the fair market value of the funds managed by Fidelity totaled $2,129,214 as of December 31, 2004.

NOTE 7 - RISKS AND UNCERTAINTIES

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

SCHEDULE P (FORM 5500)

Department of the Treasury
Internal Revenue Service

Annual Return of Fiduciary of Employee Benefit Trust

This schedule may be filed to satisfy the requirements under section 6033(a) for an annual information return from every section 401(a) organization exempt from tax under section 501(a).

Filing this form will start the running of the statute of limitations under section 6501(a) for any trust described in section 401(a) that is exempt from tax under section 501(a).

▶ **File as an attachment to Form 5500 or 5500-EZ.**

Official Use Only

OMB No. 1210-0110

2005

This Form is Open to Public Inspection.

For trust calendar year 2005 or fiscal year beginning , and ending ,

1a Name of trustee or custodian

SUNTRUST BANK

b Number, street, and room or suite no. (If a P.O. box, see the instructions for Form 5500 or 5500-EZ.)

25 PARK PLACE, NE

c City or town, state, and ZIP code

ATLANTA GA 30302-0000

2a Name of trust

ELLSTREET CORPORATION 401(K) PLAN

b Trust's employer identification number 84-1233483

3 Name of plan if different from name of trust

SAME

4 Have you furnished the participating employee benefit plan(s) with the trust financial information required to be reported by the plan(s)? ..... [X] Yes [ ] No

5 Enter the plan sponsor's employer identification number as shown on Form 5500 or 5500-EZ ▶ 52-1351787

Under penalties of perjury, I declare that I have examined this schedule, and to the best of my knowledge and belief it is true, correct, and complete.

SIGN HERE **Signature of fiduciary** ▶ _____ Date ▶ _____

2 6 0 5 5 4 0 1 0 N

Official Use Only

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 sections 104 and 4065 of the Employee Retirement 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

2005

This Form is Open to Public Inspection.

For calendar year 2005 or fiscal plan year beginning , and ending ,

A Name of plan ELLSTREET CORPORATION 401(K) PLAN	**B** Three-digit plan number ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 ELLSTREET CORPORATION	**D** Employer Identification Number 52-1351787

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). 84-1233483 01-0609808

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

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

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 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(c)(8) or ERISA section 302(c)(8)? . . . . . ☐ Yes ☐ No ☐ N/A

If the plan is a defined benefit plan, go to line 7.

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 . . . . . ▶ Month ____ Day ____ Year ____

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

6a 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 7 and 8 and complete line 9.

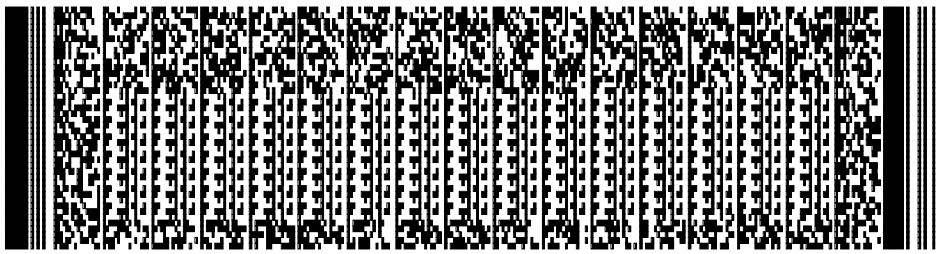
7 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? . . ☐ Yes ☐ No ☐ N/A

Part III Amendments

8 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. (See instructions.) . . . . . ☐ Increase ☐ Decrease ☐ No

Part IV Coverage (See instructions.)

9 Check the box for the test this plan used to satisfy the coverage requirements . . . . ☐ the ratio percentage test ☐ average benefit test



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AUDITED FINANCIAL STATEMENTS

ELLSTREET CORPORATION
401(k) PLAN

DECEMBER 31, 2005 AND 2004

ELLSTREET CORPORATION 401(k) PLAN

AUDITED FINANCIAL STATEMENTS

DECEMBER 31, 2005 AND 2004

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INDEPENDENT AUDITOR'S REPORT

To the Trustees of the
Ellstreet Corporation 401(k) Plan

We were engaged to audit the accompanying statements of net assets available for plan benefits of the Ellstreet Corporation 401(k) Plan as of December 31, 2005 and the statement of changes in net assets available for plan benefits for the year ended December 31, 2005. These financial statements are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the United States 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 3, which was certified by MG Trust Company, LLC (MG Trust) (the custodian of the Plan from January 1, 2005 through May 31, 2005), Emjay Retirement Services (the custodian of the Plan from June 1, 2005 through November 1, 2005), and SunTrust (the custodian of the Plan from November 2, 2005 through December 31, 2005), except for comparing the information with the related information included in the financial statements. We have been informed by the Plan Administrator that MG Trust, Emjay Retirement Services, and SunTrust held the Plan's investment assets and executed investment transactions. As disclosed in Note 3, the Plan Administrator has obtained certifications from MG Trust, Emjay Retirement Services, and SunTrust regarding the completeness and accuracy of the investment information provided to the Plan Administrator by SunTrust as of December 31, 2005 and for the period from November 2, 2005 through December 31, 2005, by Emjay Retirement Services for the period from June 1, 2005 through November 1, 1005, and by MG Trust for the period from January 1, 2005 through May 31, 2005.

Because of the significance of the information in the Plan's 2005 financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements as of or for the year ended December 31, 2005. The form and content of the information included in the financial statements, other than that derived from the information certified by MG Trust, Emjay Retirement Services, and Suntrust Bank 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

We have audited the statement of net assets available for benefits of the Ellstreet Corporation 401(k) Plan as of December 31, 2004, and in our report dated November 16, 2006, we expressed our opinion that such financial statement presents fairly, in all material respects, the net assets available for benefits of the Ellstreet Corporation 401(k) Plan as of December 31, 2004, in conformity with accounting principles generally accepted in the United States of America.

Argy, Wiltse & Robinson, P.C.

McLean, Virginia
July 15, 2011

8405 Greensboro Drive | 7th Floor | McLean, VA 22102 | 703.893.0600
Two Democracy Center | 6903 Rockledge Drive | Suite 310 | Bethesda, Maryland | 240.485.0860

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ELLSTREET CORPORATION 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

DECEMBER 31, 2005 AND 2004

	2005	2004
Assets		
Investments, at fair value		
Fidelity Mid Cap Fund	$ 0	$ 552,492
Fidelity Growth Opportunities Fund	0	348,720
Fidelity Equity Income Fund	0	331,592
Fidelity Intermediate Bond Fund	0	267,631
Fidelity Balanced Fund	0	260,722
Fidelity Small Cap Fund	0	135,312
Fidelity Overseas Fund	0	115,066
Fidelity Cash Reserves Fund	0	78,116
Fidelity Dynamic Capital Appreciation Fund	0	39,563
Tweedy Browne Global Value Fund	0	33,872
American Funds Growth Fund	0	21,984
Total investments	0	2,185,070
Receivables		
Participant contributions	0	35,966
Total assets	0	2,221,036
Liabilities	0	0
Net assets available for plan benefits	$ 0	$ 2,221,036

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

ELLSTREET CORPORATION 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

YEAR ENDED DECEMBER 31, 2005

Additions to net assets attributed to:	
Investment income	
Net appreciation in fair value of investments	$ 13,255
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Net decrease	(2,221,036)
Net assets available for plan benefits:	
Beginning of the year	2,221,036
End of the year	$ 0

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

ELLSTREET CORPORATION 401(k) PLAN

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2005 AND 2004

NOTE 1 - DESCRIPTION OF PLAN

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NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

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

DFVC PROGRAM

The Form 5500 to which this is attached is intended to satisfy the requirements of part one of the Delinquent Filer Voluntary Compliance Program (DFVC) of the Department of Labor (DOL) for the following applicant:

Ellstreet Corporation 401(k) Plan
EIN No.: 52-1351787
Plan No.: 002
Ellstreet Corporation (now Perkins+Will, Inc.)
2100 M Street, NW
Suite 800
Washington, DC 20037

Form 5500 is being submitted for the Plan Year ending December 31, 2005.