

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
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning <u>12/01/2009</u> and ending <u>11/30/2010</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information										
1a Name of plan EVERETT SMITH GROUP, LTD. PENSION PLAN 2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) EVERETT SMITH GROUP, LTD. 330 E. KILBOURN AVENUE, SUITE 750 MILWAUKEE, WI 53202-0000	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">001</td> </tr> <tr> <td colspan="2">1c Effective date of plan 07/01/1967</td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) 39-1201792</td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number 414-223-1560</td> </tr> <tr> <td colspan="2">2d Business code (see instructions) 316110</td> </tr> </table>	1b Three-digit plan number (PN) ▶	001	1c Effective date of plan 07/01/1967		2b Employer Identification Number (EIN) 39-1201792		2c Sponsor's telephone number 414-223-1560		2d Business code (see instructions) 316110	
1b Three-digit plan number (PN) ▶	001										
1c Effective date of plan 07/01/1967											
2b Employer Identification Number (EIN) 39-1201792											
2c Sponsor's telephone number 414-223-1560											
2d Business code (see instructions) 316110											

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.	09/13/2011	MICHAEL D. TOYE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	09/13/2011	MICHAEL D. TOYE
	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

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

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")

EVERETT SMITH GROUP, LTD.

330 E. KILBOURN AVENUE, SUITE 750
MILWAUKEE, WI 53202-0000**3b** Administrator's EIN

39-1201792

3c Administrator's telephone number

414-223-1560

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**

2826

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**

725

b Retired or separated participants receiving benefits.....**6b**

555

c Other retired or separated participants entitled to future benefits.....**6c**

1372

d Subtotal. Add lines **6a**, **6b**, and **6c**.....**6d**

2652

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....**6e**

83

f Total. Add lines **6d** and **6e**.....**6f**

2735

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g****h** Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h**

70

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:

1A 1G 3H 1I

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:**9a** Plan funding arrangement (check all that apply)(1) ☒

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

9b Plan benefit arrangement (check all that apply)(1) ☐

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)**a Pension Schedules**(1) ☒**R** (Retirement Plan Information)(2) ☐**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary(3) ☒**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary**b General Schedules**(1) ☒**H** (Financial Information)(2) ☐**I** (Financial Information - Small Plan)(3) ☒**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
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For calendar plan year 2009 or fiscal plan year beginning 12/01/2009 and ending 11/30/2010		
A Name of plan EVERETT SMITH GROUP, LTD. PENSION PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500. EVERETT SMITH GROUP, LTD.	D Employer Identification Number (EIN) 39-1201792	

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.
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1 Coverage Information:

(a) Name of insurance carrier
EQUITABLE LIFE ASSURANCE

(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
13-5570651	62944	Q5256	2735	12/01/2009	11/30/2010

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
0	0

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

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

(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	

(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	

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

(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	

(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****5** Current value of plan's interest under this contract in separate accounts at year end **5****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** 109786**c** Additions: (1) Contributions deposited during the year **7c(1)**(2) Dividends and credits **7c(2)**(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)** 0**d** Total of balance and additions (add **b** and **c(6)**). **7d** 109786**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** 109786

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)	
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)	
(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)	
(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 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
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For calendar plan year 2009 or fiscal plan year beginning 12/01/2009 and ending 11/30/2010		
A Name of plan EVERETT SMITH GROUP, LTD. PENSION PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500. EVERETT SMITH GROUP, LTD.	D Employer Identification Number (EIN) 39-1201792	

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.
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1 Coverage Information:

(a) Name of insurance carrier
AIG SUNAMERICA LIFE INSURANCE CO

(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
52-0502540	69256	A27LM152894	0	12/01/2009	11/30/2010

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
0	0

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

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

(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	

(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	

(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	

(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	

(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	

(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	
5	Current value of plan's interest under this contract in separate accounts at year end	5	
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. Specify nature of costs ▶	6d	
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	25340
c	Additions: (1) Contributions deposited during the year	7c(1)	
	(2) Dividends and credits	7c(2)	
	(3) Interest credited during the year	7c(3)	813
	(4) Transferred from separate account	7c(4)	
	(5) Other (specify below)	7c(5)	
	(6) Total additions	7c(6)	813
d	Total of balance and additions (add b and c(6)).	7d	26153
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)	26153
	▶ DEATH CLAIM PAID 3-12-2010		
	(5) Total deductions	7e(5)	26153
f	Balance at the end of the current year (subtract e(5) from d)	7f	0

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)	
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)	
(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)	
(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 SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 12/01/2009 and ending 11/30/2010

▶ **Round off amounts to nearest dollar.**

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

A Name of plan <u>EVERETT SMITH GROUP, LTD. PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>EVERETT SMITH GROUP, LTD.</u>	D Employer Identification Number (EIN) <u>39-1201792</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1	Enter the valuation date: Month <u>12</u> Day <u>01</u> Year <u>2009</u>
2	Assets:
a	Market value 2a <u>67344424</u>
b	Actuarial value 2b <u>70041640</u>
3	Funding target/participant count breakdown
	(1) Number of participants (2) Funding Target
a	For retired participants and beneficiaries receiving payment 3a <u>600</u> <u>27576810</u>
b	For terminated vested participants 3b <u>1357</u> <u>27518210</u>
c	For active participants:
(1)	Non-vested benefits 3c(1) <u>1173470</u>
(2)	Vested benefits 3c(2) <u>20495463</u>
(3)	Total active 3c(3) <u>922</u> <u>21668933</u>
d	Total 3d <u>2879</u> <u>76763953</u>
4	If the plan is at-risk, check the box and complete items (a) and (b) ☐
a	Funding target disregarding prescribed at-risk assumptions 4a
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor 4b
5	Effective interest rate 5 <u>6.74</u> %
6	Target normal cost 6 <u>0</u>

Statement by Enrolled Actuary

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

SIGN HERE	<u>08/16/2011</u>
Signature of actuary <u>PETER GASIEWSKI</u>	Date <u>11-04703</u>
Type or print name of actuary <u>TOWERS WATSON DELAWARE INC.</u>	Most recent enrollment number <u>312-525-2500</u>
Firm name <u>191 NORTH WACKER DRIVE SUITE 2100</u> <u>CHICAGO, IL 60606-1615</u>	Telephone number (including area code)
Address of the firm	

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

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	11161728	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	341396	0
9	Amount remaining (Item 7 minus item 8).....	10820332	0
10	Interest on item 9 using prior year's actual return of <u>33.66</u> %	3642124	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>8.06</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	5831546	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	8630910	0

Part III Funding percentages			
14	Funding target attainment percentage.....	14	79.99 %
15	Adjusted funding target attainment percentage.....	15	80.00 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	93.26 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
03/25/2011	405705				
Totals ►			18(b)	405705	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a
b Contributions made to avoid restrictions adjusted to valuation date	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 372340
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of Quarter of this plan year	
(1) 1st	(2) 2nd
0	0
(3) 3rd	(4) 4th
0	0

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

21 Discount rate:				
a Segment rates:	1st segment: 5.12 %	2nd segment: 6.74 %	3rd segment: 6.83 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	10746953	1811099
b Waiver amortization installment		
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	1811099
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	1811099	0
36 Additional cash requirement (item 34 minus item 35).....	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	372340
38 Interest-adjusted excess contributions for current year (see instructions).....	38	372340
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

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

For calendar plan year 2009 or fiscal plan year beginning 12/01/2009 and ending 11/30/2010

A Name of plan EVERETT SMITH GROUP, LTD. PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 EVERETT SMITH GROUP, LTD.	D Employer Identification Number (EIN) 39-1201792

Part I	Service Provider Information (see instructions)
--------	---

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

For calendar plan year 2009 or fiscal plan year beginning 12/01/2009 and ending 11/30/2010		
A Name of plan EVERETT SMITH GROUP, LTD. PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 EVERETT SMITH GROUP, LTD.	D Employer Identification Number (EIN) 39-1201792	

Part I	Asset and Liability Statement
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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)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	0	
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	524064	299648
(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)	8778122	8842325
(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)	57907112	62380609
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	135126	109786
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(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	67344424	71632368

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 through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	67344424	71632368
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(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)		0

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	19	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		19

(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)	2504212	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		2504212

(3) Rents	2b(3)		
-----------------	--------------	--	--

(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	12576331	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	12553181	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		23150

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	64202	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		64202
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		4557832
c Other income.....	2c		29614
d Total income. Add all income amounts in column (b) and enter total.....	2d		7179029

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3171537	
(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)		3171537
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)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		3171537

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		4007492
l Transfers of assets:			
(1) To this plan.....	2l(1)		16789052
(2) From this plan	2l(2)		16508600

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: **BAKER TILLY VIRCHOW KRAUSE, LLP**

(2) EIN: **39-0859910**

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.).....		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.).....		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.)		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.).....		X	
e Was this plan covered by a fidelity bond?.....	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		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?		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?		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.).....	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.).....	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?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 12/01/2009 and ending 11/30/2010

A Name of plan <u>EVERETT SMITH GROUP, LTD. PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>EVERETT SMITH GROUP, LTD.</u>	D Employer Identification Number (EIN) <u>39-1201792</u>

Part I	Distributions
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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	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>41-6271370</u>		
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	<u>26</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☒ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____	If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☒ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
-----------------	-------------------

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

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

- a** Enter the percentage of plan assets held as:

Stock: 36% Investment-Grade Debt: 24% High-Yield Debt: 4% Real Estate: 6% Other: 30%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☒ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):



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INDEPENDENT AUDITORS' REPORT

To the Participants and Administrative Committee of the
Everett Smith Group, Ltd. Pension Plan
Milwaukee, Wisconsin

We were engaged to audit the accompanying statements of net assets available for benefits and accumulated plan benefits of Everett Smith Group, Ltd. Pension Plan as of November 30, 2010 and 2009, the related statements of changes in net assets available for benefits and accumulated plan benefits for the year ended November 30, 2010, and the supplemental schedules as of and for the year ended November 30, 2010, as listed in the accompanying Table of Contents. These financial statements and supplemental schedules 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 3, which was certified by U.S. Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of November 30, 2010 and 2009, and for the years ended November 30, 2010 and 2009, that the information provided to the plan administrator by the trustee 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 schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, 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.

Baker Tilly Virchow Krause, LLP

Milwaukee, Wisconsin
September 9, 2011

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32 Schedule of Amortization Bases as of December 1, 2009

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1 Shortfall	12/01/2009	10,746,953	7	10,746,953	1,811,099
Total				10,746,953	1,811,099

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of December 1, 2009

See Appendix A for retirement rates. The average retirement age for Line 22 was calculated by determining the average age at retirement for those current active participants expected to reach retirement, based on all current decrements assumed.

<u>Age at Retirement (A)</u>	<u>Lives at Beg. of Year</u>	<u>Rate of Retirement</u>	<u>Number Retiring (B)</u>	<u>Number Remaining</u>	<u>Weight {(A) x (B)} / 100</u>
55	1000.00	3.00%	30.00	970.00	1.6500
56	970.00	3.00%	29.10	940.90	1.6296
57	940.90	3.00%	28.23	912.67	1.6089
58	912.67	3.00%	27.38	885.29	1.5881
59	885.29	3.00%	26.56	858.73	1.5670
60	858.73	10.00%	85.87	772.86	5.1524
61	772.86	10.00%	77.29	695.57	4.7144
62	695.57	15.00%	104.34	591.24	6.4688
63	591.24	10.00%	59.12	52.11	3.7248
64	532.11	10.00%	53.21	478.90	3.4055
65	478.90	100.00%	478.90	0.00	31.1287

Average Retirement Age: 62.6383

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data as of December 1, 2009

Attained Age	Years of Credited Service													
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	2		15		2		0		0		0		0	
25 - 29	2		29		2		0		0		0		0	
30 - 34	2		28		14		14		1		0		0	
35 - 39	7		26		22		40		10		1		0	
40 - 44	7		30		16		33		25		14		6	
45 - 49	3		48		24		36		35		25		17	
50 - 54	3		37		26		33		22		27		15	
55 - 59	4		25		10		22		18		9		14	
60 - 64	3		11		3		6		10		4		8	
65 - 69	0		2		1		1		0		1		0	
70 & Over	0		0		0		0		0		0		0	

Plan Name: Everett Smith Group, Ltd. Pension Plan
 EIN / PN: 39-1201792 / 001
 Plan Sponsor: Everett Smith Group, Ltd.
 Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Effective

December 1, 1989

Coverage and Participation

Employees who are not salespersons, compensated only on commissions, and are not covered by any other defined benefit retirement plan operated by the Company. Eligible employees who were participants of the prior plan as of November 30, 1989, became participants of this amended plan on December 1, 1989. Other eligible employees become participants when they have attained age 21 and completed a 12-month qualifying period.

Participants in the Pension Plan for Hourly Employees of Eagle Ottawa Leather Company (Part B), the Pension Plan for Hourly Employees of Eagle Tanning Company (Part C), the Trostel Specialty Elastomers Group Inc. Pension Plan (Part E), the Albert Trostel Packing, Ltd. Industrial Pension Plan (Part D), and the Maysteel Corporation Pension Plan for Non-Bargaining Employees became participants in this Plan when the plans were merged into the Plan as of December 1, 2002.

All employees at the Allenton Division Plant who are represented by District 121 of the International Association of Machinists and Aerospace Workers AFL-CIO and its Rock River Lodge No. 2053 are eligible to participate in this plan after completing the twelve-month qualifying period. Effective November 30, 2003, the Maysteel Corporation Pension Plan for Bargaining Employees of the Allenton Division (Part F) was merged into this Plan.

Employees of Part A and Part D who were not participants prior to January 1, 2009 are not eligible to enter the Plan.

Employees of Part F who were not participants prior to May 8, 2009 are not eligible to enter the Plan.

Locations providing benefits under Parts B, C, and E were closed on October 20, 2006, February 13, 2009, and December 1, 2006, respectively.

Average Monthly Compensation

The highest average monthly compensation during a period of sixty consecutive calendar months within the last one hundred and twenty calendar months. Compensation includes base salary, overtime pay and bonus, prior to any 401(k) and 125 deferrals.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Vesting Service

Part A employees:

Vesting Service equals the period of employment from date of hire, and shall include periods of severance not greater than twelve months.

Part B (Eagle Ottawa) employees:

Vesting Service is credited according to the following table:

Hours of Service in Calendar Year	Years of Vesting Service
1,000 or more	1.0
945 – 999	0.6
756 – 944	0.5
567 – 755	0.4
378 – 566	0.3
189 – 377	0.2
188	0.1
Less than 188	0.0

Part C (Eagle Tanning), Part D (Packing), and Part E (Specialty Elastomers) employees:

Vesting Service is credited according to the following schedule:

Hours of Service in Calendar Year	Years of Vesting Service
1,000 or more	1.0
900 – 999	0.5
720 – 899	0.4
540 – 719	0.3
360 – 539	0.2
180 – 359	0.1
Less than 180	0.0

Part F (Maysteel Allenton) employees:

The years of Vesting Service are equal to the sum of the years of credited service prior to March 1, 1980 plus years of Vesting Service credited after that date according to the following table:

Hours of Service in Calendar Year	Years of Vesting Service
1,000 or more	1.0000
900 – 999	0.5000
750 – 899	0.4167
600 – 749	0.3333
450 – 599	0.2500
300 – 449	0.1667
150 – 299	0.0833
Less than 150	0.0000

Benefit Service

Part A employees:

Benefit Service is calculated based on elapsed time from date of participation.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Part B (Eagle Ottawa) employees:

Benefit Service is equal to the sum of "years of credited service" prior to 1976 as defined by the Plan in effect on July 31, 1976, plus years of Benefit Service credited after 1975 according to the following table:

Hours of Service in Calendar Year	Years of Vesting Service
1,700 or more	1.0
1,512 – 1,699	0.9
1,323 – 1,511	0.8
1,134 – 1,322	0.7
945 – 1,133	0.6
756 – 944	0.5
567 – 755	0.4
378 – 566	0.3
189 – 377	0.2
188	0.1
Less than 188	0.0

Part C (Eagle Tanning), Part D (Packing), and Part E (Specialty Elastomers) employees:

Benefit Service is equal to the sum of the Benefit Service accumulated under the Albert Trostel & Sons Company Administrative Pension Plan as of July 27, 1990, plus Benefit Service credited after July 27, 1990, according to the following table:

Hours of Service in Calendar Year	Years of Vesting Service
1,800 or more	1.0
1,620 – 1,799	0.9
1,440 – 1,619	0.8
1,260 – 1,439	0.7
1,080 – 1,259	0.6
900 – 1,079	0.5
720 – 899	0.4
540 – 719	0.3
360 – 539	0.2
180 – 359	0.1
Less than 180	0.0

Part F (Maysteel Allenton) employees:

Benefit Service is credited for each Plan Year, before and after the Effective Date, in accordance with the following table:

Hours of Service in Calendar Year	Years of Vesting Service
1,800 or more	1.0000
1,650 – 1,799	0.9167
1,500 – 1,649	0.8333
1,350 – 1,499	0.7500
1,200 – 1,349	0.6667
1,050 – 1,199	0.5833
900 – 1,049	0.5000
750 – 899	0.4167
600 – 749	0.3333
450 – 599	0.2500
300 – 449	0.1667
150 – 299	0.0833
Less than 150	0.0000

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Benefit service accruals were frozen for Parts A through F on January 1, 2009, October 20, 2006, February 13, 2009, January 1, 2009, December 1, 2006 and May 8, 2009, respectively

Accrued Benefit

Part B (Eagle Ottawa) employees:

The Accrued Benefit is equal to the Monthly Benefit Rate multiplied by Benefit Service. The most current Benefit Rates are:

Effective	Benefit Rate
April 15, 1999	\$26.00
April 15, 2004	\$27.00
April 15, 2005	\$28.00

Location closed on: October 20, 2006.

Part C (Eagle Tanning) employees:

The Accrued Benefit is equal to the Monthly Benefit Rate multiplied by Benefit Service up to a maximum of 30 years. The most current Benefit Rates are:

Effective	Benefit Rate
July 28, 2002	\$17.00
July 27, 2003	\$18.00
July 25, 2004	\$19.00
July 24, 2005	\$20.00
July 30, 2006	\$20.50
July 29, 2007	\$21.00
July 27, 2007	\$22.00

Location closed on: February 13, 2009.

Part D (Packing), and Part E (Specialty Elastomers) employees:

The monthly Accrued Benefit is equal to \$14.00 times years of Benefit Service up to a maximum of 35 years. Benefit is frozen as of January 1, 2009.

Part F (Maysteel Allenton) employees:

The Accrued Benefit is calculated as the sum of:

1. \$35.00 times Years of Benefit Service after 3/2/2008 and before 5/7/2009
2. \$32.50 times Years of Benefit Service from 5/1/2003 through 3/1/2008
3. \$77.00 times Years of Benefit Service from 12/1/2001 through 4/30/2003
4. \$67.50 times Years of Benefit Service from 12/1/2000 through 11/30/2001
5. \$57.50 times Years of Benefit Service from 12/1/1999 through 11/30/2000
6. \$47.50 times Years of Benefit Service from 12/1/1998 through 11/30/1999
7. \$32.50 times Years of Benefit Service from 12/1/1995 through 11/30/1998
8. \$17.00 times Years of Benefit Service from 12/1/1987 through 11/30/1995
9. \$8.64 times Years of Benefit Service before 12/1/1987

Benefit is frozen as of May 8, 2009.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

All other employees:

The Accrued Benefit is calculated as the sum of:

- (1) one percent of Average Monthly Compensation times years of Benefit Service up to a maximum of 35 years; and
- (2) additional benefits for individuals listed in Appendix B of the Plan Document.

Benefits are frozen as of January 1, 2009.

Normal Retirement

Normal Retirement Date:

Age 65 and 5 years of either vesting or participation service.

Benefit:

The Accrued Benefit.

Early Retirement

Eligibility:

Part B (Eagle Ottawa) employees:

Age 60 and ten years of Vesting Service.

Part C (Eagle Tanning) employees:

Age 60 and five years of Vesting Service.

Part D (Packing) employees, and Part E (Specialty Elastomers):

Age 62 and ten years of Vesting Service.

All other employees:

Age 55 and five years of Vesting Service.

Participants retiring early may receive either a reduced retirement pension payable immediately or a normal retirement pension payable at age 65.

Benefit:

Part A and Part F (Maysteel Allenton) employees:

The Accrued Benefit reduced by 1/2% for each month from age 65.

All other employees:

The Accrued Benefit reduced by 5/9% for each month from age 65.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Disability

Eligibility:

Part B (Eagle Ottawa), and Part C (Eagle Tanning) employees:

Ten years of Vesting Service

Part D (Packing), and Part E (Specialty Elastomers) employees:

No special disability benefits are payable

All other employees:

At least five years of Vesting Service

Participants who have satisfied the above requirements and who become totally and permanently disabled while employed are eligible for immediate benefits.

Benefit:

The Accrued Benefit as of the disability retirement date. For Part D (Packing) and Part E (Specialty Elastomers), no special disability benefits are payable.

Deferred Pension on Termination of Service

Eligibility:

Five years of Vesting Service. The benefit is payable at age 65 or early retirement if an employee satisfied respective service requirement shown above.

Benefit:

The Accrued Benefit payable at age 65. Reduced benefits may commence at early retirement age.

Pre-Retirement Surviving Spouse's Pension

Eligibility:

Five years of Vesting Service.

Benefit:

Fifty percent of the amount that would have been paid to the participant if he had terminated on the day before his death and retired on the earliest possible pension commencement date, electing the joint and 50% survivor option.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Normal Form of Payment

For married participants, a joint and 75% survivor option. The amount of benefit is equal to the actuarial equivalent of the Accrued Benefit payable in the life-only form. For other participants, Accrued Benefit payable for life.

Adjustment for Pre-Retirement Surviving Spouse's Pension

Part F (Maysteel Allenton) employees:

Unless the participant had elected to waive the pre-retirement surviving spouse benefit, his monthly pension will be reduced by a percentage determined according to the following table for each year he is covered for that benefit:

Attained Age	Percentage Reduction	
	While Employed	After Employment Terminates
Under 34	0.00%	0.00%
35 – 44	0.00%	0.06%
45 – 54	0.00%	0.30%
55 – 65	0.00%	0.67%

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Discount Rates

Current plan year PPA effective interest rate: 6.74%

Prior plan year PPA effective interest rate: 8.06%

3-Segment Rates

Applicable month: August

Transition election: No

Compensation Increases

Not applicable.

Future Increases in Social Security

Not applicable.

Future Increases in Maximum Benefits and Plan Compensation Limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC §415. No provision is made for future increases in the maximum annual benefit.

Inclusion Date

The valuation date coincident with or next following the date on which the employee becomes a participant.

Assumed Cost-of-Living Adjustments

None.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Plan-related Expenses

The amount included this year for plan-related expenses is \$0.

Mortality

For non-disabled participants: the prescribed mortality assumption under Section 430(h)(3)(A) of the Internal Revenue Code using static tables with separate mortality rates for annuitants and non-annuitants.

For disabled participants: mortality in accordance with Revenue Ruling 96-7.

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age and gender are shown below.

Percentage retiring during the year		
Age	Males	Females
55	3%	3%
56	3%	3%
57	3%	3%
58	3%	3%
59	3%	3%
60	10%	10%
61	10%	10%
62	15%	15%
63	10%	10%
64	10%	10%
65	100%	100%

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Disability Rates

The rates at which participants in Part B (Eagle Ottawa), Part C (Eagle Tanning) and Part F (Maysteel Allenton) become disabled by age and gender are shown below.

Percentage becoming disabled during the year		
Age	Males	Females
20	.286%	.429%
30	.275%	.413%
40	.323%	.485%
50	.574%	.861%
55	.868%	1.302%
60	1.363%	2.045%
65 and over	0.000%	0.000%

No disability is assumed for Part A, Part D and Part E.

Representative Termination Rates not Due to Disability, Retirement or Mortality

Percentage leaving during the year		
Attained Age	Males	Females
20	14.4%	21.2%
30	4.0%	6.3%
40	1.8%	3.5%
50	0.4%	1.1%
55 and over	0.0%	0.0%

Form of Payment

Participants are assumed to elect the normal form.

Marriage

90% of the male employees and 70% of females are assumed to be married. Wives are assumed to be 3 years younger than husbands.

Employees

It is assumed that there will be no new or rehired employees.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Asset Method

The valuation assets are equal to the average of five values (all determined without regard to receivable contributions), the result increased by the discounted present value of contributions expected to be made after the valuation date based on the prior plan year PPA effective interest rate. This amount is then subject to a 10% corridor around the market value of assets (including the discounted present value of receivable contributions) as of the valuation date. The five values used to develop the average value are: the market value of assets as of the current valuation date, and the adjusted market value of assets determined for the four prior six month periods. The adjusted market value as of each date is equal to the market value of assets increased by actual plan contributions and assumed return on plan assets and decreased by actual plan disbursements after that date until the current valuation date.

The assumed rate of return on plan assets for the prior plan year (pursuant to IRS Notice 2009-22) was 6.41%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 8.00%, and the applicable limitation for the plan year, equal to 6.41%. The assumed rate of return on plan assets for the second prior plan year (pursuant to IRS Notice 2009-22) was 6.68%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 8.00%, and the applicable limitation for the plan year, equal to 6.68%. Because expected investment returns under this method are limited under WRERA, over time it is more likely to produce an actuarial value that is expected to be less than the market value of assets.

Participant Data

Data was supplied via the Data-Link as of the census date by the employer.

Tax Policy

The actuarial valuation performed for the plan year ending November 30, 2010 is used to determine the maximum deductible contribution for the tax year ending November 30, 2010.

Benefits Not Included in Valuation

We believe that we have reflected all significant plan provisions in this valuation.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Nature of Actuarial Calculations

The results documented in this report are estimates based on data that may be imperfect and on assumptions about future events. Certain plan provisions may be approximated or deemed insignificant and therefore are not valued. Assumptions may be made about participant data or other factors. Reasonable efforts were made in this valuation to ensure that items that are significant in the context of the actuarial liabilities or costs are treated appropriately, and not excluded or included inappropriately.

A range of results, different from those presented in this report could be considered reasonable. The numbers are not rounded, but this is for convenience only and should not imply precision, which is not inherent in actuarial calculations. Certain percentages determined in this report, such as the Funding Target Attainment Percentage, are truncated to be consistent with the instructions for Schedule SB of the Form 5500.

The assumptions selected for this valuation other than those prescribed by law, generally reflect long-term average expectations. If overall future plan experience is less favorable than assumed, the relative level of plan costs or contribution requirements determined in this valuation will likely increase in future valuations. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for the measurements (such as the end of an amortization period); and changes in plan provisions or applicable law. It is beyond the scope of this actuarial valuation to analyze the potential range of future pension contributions, but we can do so upon request.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 25 Change in Method

The discount rate was changed from the October Full Yield Curve to the August 3-Segment Rates. This change is being made as elected by the plan sponsor and is automatically approved by the IRS pursuant to final funding valuation regulations issued October 15, 2009.

The asset valuation method was changed from a two year annual smoothing method (three points in the average) to a two year biannual smoothing method (five points in the average). This change is being made as elected by the plan sponsor and is automatically approved by the IRS pursuant to final funding valuation regulations issued October 15, 2009.

The valuation software used to produce the actuarial information submitted on this schedule has been refined to reflect evolving understanding of PPA requirements, and such modifications may be considered to be a method change. The percentage changes in funding target, target normal cost and plan assets due to the refinements in the software are each less than 2% (disregarding the effects of any changes that are automatically approved under final IRC 430 regulations), and the modifications to the software were designed to produce results no less accurate than the results produced by the software prior to the change. Therefore the change in funding method due to a change in valuation software receives automatic approval under IRS Announcement 2010-3.

Plan Name: Everett Smith Group, Ltd. Pension Plan
EIN / PN: 39-1201792 / 001
Plan Sponsor: Everett Smith Group, Ltd.
Valuation Date: December 1, 2009

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
For calendar plan year 2009 or fiscal plan year beginning <u>12/01/2009</u> and ending <u>11/30/2010</u>		

▶ Round off amounts to nearest dollar.

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

A Name of plan Everett Smith Group, Ltd. Pension Plan	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Everett Smith Group, Ltd.	D Employer Identification Number (EIN) 39-1201792	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B ☐ Other		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>12</u> Day <u>1</u> Year <u>2009</u>			
2 Assets:			
a Market value.....	2a	67,344,424	
b Actuarial value.....	2b	70,041,640	
3 Funding target/participant count breakdown			
	(1) Number of participants	(2) Funding Target	
a For retired participants and beneficiaries receiving payment.....	3a	600	27,576,810
b For terminated vested participants.....	3b	1,357	27,518,210
c For active participants:			
(1) Non-vested benefits.....	3c(1)		1,173,470
(2) Vested benefits.....	3c(2)		20,495,463
(3) Total active.....	3c(3)	922	21,668,933
d Total.....	3d	2,879	76,763,953
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions.....	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate.....	5	6.74 %	
6 Target normal cost.....	6	0	

Statement by Enrolled Actuary

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

SIGN HERE	Peter Gasiewski Signature of actuary	8/15/11 Date 11-04703 Most recent enrollment number (312) 525-2500 Telephone number (including area code)
Peter Gasiewski Type or print name of actuary		
Towers Watson Delaware Inc. Firm name		
191 North Wacker Drive Suite 2100 Chicago IL 60606-1615 Address of the firm		

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

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	11,161,728	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	341,396	0
9 Amount remaining (Item 7 minus item 8)	10,820,332	0
10 Interest on item 9 using prior year's actual return of <u>33.66%</u>	3,641,691	
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		0
b Interest on (a) using prior year's effective rate of <u>8.06%</u>		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Reduction in balances due to elections or deemed elections	5,831,546	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	8,630,477	0

Part III Funding percentages		
14 Funding target attainment percentage	14	80.00 %
15 Adjusted funding target attainment percentage	15	80.00 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	93.26 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
03/25/2011	405,705				
Totals ▶			18(b)	405,705	18(c) 0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contribution from prior years.	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	372,340
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of Quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
		(4) 4th 0

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

21 Discount rate:			
a Segment rates:	1st segment: 5.12 %	2nd segment: 6.74 %	3rd segment: 6.83 %
			☐ N/A, full yield curve used
b Applicable month (enter code)	21b		4
22 Weighted average retirement age	22		63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions)	31	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	10,746,953	1,811,099
b Waiver amortization installment		
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33)	34	1,811,099
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	1,811,099	0
36 Additional cash requirement (item 34 minus item 35)	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (item 19c)	37	372,340
38 Interest-adjusted excess contributions for current year (see instructions)	38	372,340
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37)	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Everett Smith Group, Ltd.
EIN/PN	39-1201792/001
Plan Name	Everett Smith Group, Ltd. Pension Plan
Valuation Date	December 1, 2009
Enrolled Actuary	Peter Gasiewski
Enrollment Number	11-04703

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
BEGINNING MARKET VALUE					67,344,424.47		
COMPARATIVE VALUE (5%)					3,367,221.22		
CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE							
NO TRANSACTIONS QUALIFIED FOR THIS SECTION							
CATEGORY 2 - SERIES OF TRANSACTIONS WITH SAME BROKER EXCEEDS 5% OF VALUE							
NO TRANSACTIONS QUALIFIED FOR THIS SECTION							
CATEGORY 3 - SERIES OF TRANSACTIONS IN SAME SECURITY EXCEEDS 5% OF VALUE							
Issue: 31846V732 - First Amer Prime Oblig Fund CII							
12/01/2009	B	614.930	1.0000		- 615	615	
000011697851							
12/04/2009	B	423.330	1.0000		- 423	423	
000011697851							
12/07/2009	B	261.510	1.0000		- 262	262	
000011697851							
01/06/2010	B	755,854.170	1.0000		- 755,854	755,854	
000011697851							
01/06/2010	B	30,000.000	1.0000		- 30,000	30,000	
000011697852							
01/06/2010	B	20,000.000	1.0000		- 20,000	20,000	
000011697856							
01/06/2010	B	10,000.000	1.0000		- 10,000	10,000	
000011697857							
01/06/2010	B	10,000.000	1.0000		- 10,000	10,000	
000011697858							
01/06/2010	B	20,000.000	1.0000		- 20,000	20,000	
000011697860							

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions

Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
01/06/2010 000011697861	B	20,000.000	1.0000		- 20,000	20,000	
01/06/2010 000011697863	B	360,000.000	1.0000		- 360,000	360,000	
01/06/2010 000011697864	B	120,000.000	1.0000		- 120,000	120,000	
01/06/2010 000011697866	B	180,000.000	1.0000		- 180,000	180,000	
01/08/2010 000011697851	B	83.050	1.0000		- 83	83	
01/13/2010 000011697851	B	30,000.000	1.0000		- 30,000	30,000	
01/13/2010 000011697869	B	30,555.450	1.0000		- 30,555	30,555	
01/15/2010 000011697870	B	746.400	1.0000		- 746	746	
01/20/2010 000011697851	B	633.930	1.0000		- 634	634	
01/22/2010 000011697851	B	173.400	1.0000		- 173	173	
01/28/2010 000011697855	B	.090	1.0000				
02/05/2010 000011697851	B	1,922.550	1.0000		- 1,923	1,923	
02/11/2010 000011697851	B	19.520	1.0000		- 20	20	
02/11/2010 000011697852	B	2,902,000.000	1.0000		- 2,902,000	2,902,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
02/11/2010 000011697853	B	3.490	1.0000		- 3	3	
02/11/2010 000011697854	B	265.380	1.0000		- 265	265	
02/11/2010 000011697855	B	13.900	1.0000		- 14	14	
02/11/2010 000011697856	B	163,000.000	1.0000		- 163,000	163,000	
02/11/2010 000011697858	B	5.470	1.0000		- 5	5	
02/11/2010 000011697859	B	38.510	1.0000		- 39	39	
02/11/2010 000011697860	B	73,000.000	1.0000		- 73,000	73,000	
02/11/2010 000011697861	B	340,000.000	1.0000		- 340,000	340,000	
02/11/2010 000011697862	B	5.090	1.0000		- 5	5	
02/11/2010 000011697863	B	2,289,000.000	1.0000		- 2,289,000	2,289,000	
02/11/2010 000011697864	B	558.210	1.0000		- 558	558	
02/11/2010 000011697870	B	45,000.000	1.0000		- 45,000	45,000	
02/16/2010 000011697856	B	7.320	1.0000		- 7	7	
02/25/2010 000011697851	B	50,103.380	1.0000		- 50,103	50,103	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
02/25/2010 000011697869	B	51,634.300	1.0000		- 51,634	51,634	
02/26/2010 000011697851	B	2,732.890	1.0000		- 2,733	2,733	
03/01/2010 000011697869	B	919.620	1.0000		- 920	920	
03/05/2010 000011697851	B	247.390	1.0000		- 247	247	
03/09/2010 000011697851	B	324.800	1.0000		- 325	325	
03/17/2010 000011697851	B	26,153.180	1.0000		- 26,153	26,153	
03/23/2010 000011697851	B	114.740	1.0000		- 115	115	
03/25/2010 000011697851	B	41.190	1.0000		- 41	41	
04/01/2010 000011697851	B	41.190	1.0000		- 41	41	
04/05/2010 000011697851	B	366.940	1.0000		- 366	366	
04/07/2010 000011697851	B	1,152.600	1.0000		- 1,153	1,153	
04/16/2010 000011697870	B	1,658.880	1.0000		- 1,659	1,659	
04/20/2010 000011697851	B	222.290	1.0000		- 222	222	
04/22/2010 000011697851	B	740,000.000	1.0000		- 740,000	740,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
04/22/2010 000011697856	B	80,000.000	1.0000		- 80,000	80,000	
04/22/2010 000011697857	B	80,000.000	1.0000		- 80,000	80,000	
04/22/2010 000011697858	B	20,000.000	1.0000		- 20,000	20,000	
04/22/2010 000011697859	B	90,000.000	1.0000		- 90,000	90,000	
04/22/2010 000011697860	B	80,000.000	1.0000		- 80,000	80,000	
04/22/2010 000011697861	B	70,000.000	1.0000		- 70,000	70,000	
04/22/2010 000011697862	B	50,000.000	1.0000		- 50,000	50,000	
04/22/2010 000011697863	B	200,000.000	1.0000		- 200,000	200,000	
04/22/2010 000011697864	B	110,000.000	1.0000		- 110,000	110,000	
04/28/2010 000011697851	B	30,000.000	1.0000		- 30,000	30,000	
04/28/2010 000011697870	B	30,024.230	1.0000		- 30,024	30,024	
05/03/2010 000011697869	B	50,181.080	1.0000		- 50,181	50,181	
05/07/2010 000011697851	B	50,000.000	1.0000		- 50,000	50,000	
06/01/2010 000011697851	B	114.800	1.0000		- 115	115	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions

Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
06/01/2010 000011697869	B	27,562.550	1.0000		- 27,563	27,563	
06/08/2010 000011697851	B	344.050	1.0000		- 344	344	
07/02/2010 000011697851	B	211.740	1.0000		- 212	212	
07/09/2010 000011697870	B	1,121.280	1.0000		- 1,121	1,121	
07/29/2010 000011697851	B	1,971.910	1.0000		- 1,972	1,972	
07/30/2010 000011697851	B	1,802.920	1.0000		- 1,803	1,803	
08/03/2010 000011697851	B	497,833.390	1.0000		- 497,833	497,833	
08/03/2010 000011697852	B	20,000.000	1.0000		- 20,000	20,000	
08/03/2010 000011697855	B	20,000.000	1.0000		- 20,000	20,000	
08/03/2010 000011697856	B	30,000.000	1.0000		- 30,000	30,000	
08/03/2010 000011697863	B	400,000.000	1.0000		- 400,000	400,000	
08/03/2010 000011697864	B	160,000.000	1.0000		- 160,000	160,000	
08/03/2010 000011697866	B	130,000.000	1.0000		- 130,000	130,000	
08/04/2010 000011697851	B	67,532.000	1.0000		- 67,532	67,532	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions

Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
08/10/2010 000011697851	B	81.240	1.0000		- 81	81	
08/13/2010 000011697851	B	210,000.000	1.0000		- 210,000	210,000	
08/13/2010 000011697869	B	130,761.530	1.0000		- 130,762	130,762	
08/13/2010 000011697870	B	78,292.530	1.0000		- 78,293	78,293	
08/16/2010 000011697851	B	20,956.230	1.0000		- 20,956	20,956	
08/31/2010 000011697870	B	9.610	1.0000		- 10	10	
09/01/2010 000011697851	B	122.450	1.0000		- 122	122	
09/01/2010 000011697869	B	322,433.290	1.0000		- 322,433	322,433	
09/01/2010 000011697869	B	26,545.320	1.0000		- 26,545	26,545	
09/01/2010 000011697870	B	342,213.040	1.0000		- 342,213	342,213	
09/02/2010 000011697851	B	18.850	1.0000		- 19	19	
09/02/2010 000011697854	B	.010	1.0000				
09/02/2010 000011697864	B	.010	1.0000				
09/03/2010 000011697869	B	2,394.540	1.0000		- 2,395	2,395	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions

Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/03/2010 000011697870	B	859.350	1.0000		- 859	859	
09/07/2010 000011697851	B	21.660	1.0000		- 22	22	
09/07/2010 000011697869	B	4,182.590	1.0000		- 4,183	4,183	
09/07/2010 000011697870	B	4,014.790	1.0000		- 4,015	4,015	
09/08/2010 000011697869	B	3,453.610	1.0000		- 3,454	3,454	
09/10/2010 000011697851	B	146.620	1.0000		- 147	147	
09/16/2010 000011697851	B	15.880	1.0000		- 16	16	
09/16/2010 000011697865	B	305,798.400	1.0000		- 305,798	305,798	
09/17/2010 000011697851	B	305,798.400	1.0000		- 305,798	305,798	
10/05/2010 000011697851	B	98.550	1.0000		- 99	99	
10/13/2010 000011697851	B	156.910	1.0000		- 157	157	
10/18/2010 000011697851	B	73.160	1.0000		- 73	73	
10/19/2010 000011697851	B	206.390	1.0000		- 206	206	
11/01/2010 000011697851	B	824.550	1.0000		- 825	825	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
11/02/2010 000011697851	B	285.930	1.0000		- 286	286	
11/03/2010 000011697851	B	56.270	1.0000		- 56	56	
11/04/2010 000011697851	B	1,162.050	1.0000		- 1,162	1,162	
11/05/2010 000011697851	B	12.620	1.0000		- 13	13	
11/10/2010 000011697851	B	337.500	1.0000		- 338	338	
11/23/2010 000011697851	B	56.270	1.0000		- 56	56	
11/29/2010 000011697851	B	243.840	1.0000		- 244	244	
11/30/2010 000011697851	B	3,213.200	1.0000		- 3,213	3,213	
Total For Buys				0	12,303,425	12,303,425	0
12/01/2009 000011697851	S	- 244,662.120	1.0000		244,662	244,662	
01/04/2010 000011697851	S	- 277,844.730	1.0000		277,845	277,845	
01/06/2010 000011697852	S	- 30,000.000	1.0000		30,000	30,000	
01/06/2010 000011697856	S	- 20,000.000	1.0000		20,000	20,000	
01/06/2010 000011697857	S	- 10,000.000	1.0000		10,000	10,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions

Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
01/06/2010 000011697858	S	- 10,000.000	1.0000		10,000	10,000	
01/06/2010 000011697860	S	- 20,000.000	1.0000		20,000	20,000	
01/06/2010 000011697861	S	- 20,000.000	1.0000		20,000	20,000	
01/06/2010 000011697863	S	- 360,000.000	1.0000		360,000	360,000	
01/06/2010 000011697864	S	- 120,000.000	1.0000		120,000	120,000	
01/06/2010 000011697868	S	- 180,000.000	1.0000		180,000	180,000	
01/08/2010 000011697851	S	- 83.050	1.0000		83	83	
01/13/2010 000011697869	S	- 30,000.000	1.0000		30,000	30,000	
02/01/2010 000011697851	S	- 253,825.190	1.0000		253,825	253,825	
02/10/2010 000011697864	S	- 558.210	1.0000		558	558	
02/11/2010 000011697851	S	- 50,000.000	1.0000		50,000	50,000	
02/11/2010 000011697852	S	- 2,902,000.000	1.0000		2,902,000	2,902,000	
02/11/2010 000011697853	S	- 3.490	1.0000		3	3	
02/11/2010 000011697854	S	- 265.380	1.0000		265	265	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
02/11/2010 000011697855	S	- 13.900	1.0000		14	14	
02/11/2010 000011697856	S	- 163,007.320	1.0000		163,007	163,007	
02/11/2010 000011697858	S	- 5.470	1.0000		5	5	
02/11/2010 000011697859	S	- 38.510	1.0000		39	39	
02/11/2010 000011697860	S	- 73,000.000	1.0000		73,000	73,000	
02/11/2010 000011697861	S	- 340,000.000	1.0000		340,000	340,000	
02/11/2010 000011697862	S	- 5.090	1.0000		5	5	
02/11/2010 000011697863	S	- 2,289,000.000	1.0000		2,289,000	2,289,000	
02/18/2010 000011697870	S	- 44,989.640	1.0000		44,990	44,990	
02/25/2010 000011697869	S	- 50,000.000	1.0000		50,000	50,000	
03/01/2010 000011697851	S	- 266,622.150	1.0000		266,622	266,622	
04/01/2010 000011697851	S	- 255,362.530	1.0000		255,363	255,363	
04/22/2010 000011697856	S	- 80,000.000	1.0000		80,000	80,000	
04/22/2010 000011697857	S	- 60,000.000	1.0000		60,000	60,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
04/22/2010 000011697858	S	- 20,000.000	1.0000		20,000	20,000	
04/22/2010 000011697859	S	- 90,000.000	1.0000		90,000	90,000	
04/22/2010 000011697860	S	- 60,000.000	1.0000		60,000	60,000	
04/22/2010 000011697861	S	- 70,000.000	1.0000		70,000	70,000	
04/22/2010 000011697862	S	- 50,000.000	1.0000		50,000	50,000	
04/22/2010 000011697863	S	- 200,000.000	1.0000		200,000	200,000	
04/22/2010 000011697864	S	- 110,000.000	1.0000		110,000	110,000	
04/28/2010 000011697870	S	- 30,000.000	1.0000		30,000	30,000	
05/03/2010 000011697851	S	- 251,262.510	1.0000		251,263	251,263	
05/07/2010 000011697869	S	- 50,000.000	1.0000		50,000	50,000	
05/28/2010 000011697851	S	- 2,271.000	1.0000		2,271	2,271	
06/01/2010 000011697851	S	- 253,899.420	1.0000		253,899	253,899	
06/01/2010 000011697869	S	- 27,562.550	1.0000		27,563	27,563	
06/08/2010 000011697851	S	- 344.050	1.0000		344	344	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
06/30/2010 000011697851	S	- 23,183.000	1.0000		23,183	23,183	
07/01/2010 000011697851	S	- 258,046.150	1.0000		258,046	258,046	
08/02/2010 000011697851	S	- 79,732.380	1.0000		79,732	79,732	
08/03/2010 000011697863	S	- 400,000.000	1.0000		400,000	400,000	
08/03/2010 000011697864	S	- 160,000.000	1.0000		160,000	160,000	
08/03/2010 000011697866	S	- 130,000.000	1.0000		130,000	130,000	
08/04/2010 000011697852	S	- 20,000.000	1.0000		20,000	20,000	
08/04/2010 000011697855	S	- 20,000.000	1.0000		20,000	20,000	
08/04/2010 000011697856	S	- 30,000.000	1.0000		30,000	30,000	
08/13/2010 000011697869	S	- 130,000.000	1.0000		130,000	130,000	
08/13/2010 000011697870	S	- 80,000.000	1.0000		80,000	80,000	
08/16/2010 000011697851	S	- 20,956.230	1.0000		20,956	20,956	
09/01/2010 000011697851	S	- 264,814.370	1.0000		264,814	264,814	
09/02/2010 000011697869	S	- 8,890.360	1.0000		8,890	8,890	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/02/2010 000011697870	S	- 5,421.740	1.0000		5,422	5,422	
09/08/2010 000011697870	S	- 92.430	1.0000		92	92	
09/09/2010 000011697869	S	- 354,806.880	1.0000		354,807	354,807	
09/09/2010 000011697870	S	- 344,440.820	1.0000		344,441	344,441	
09/17/2010 000011697865	S	- 305,798.400	1.0000		305,798	305,798	
09/21/2010 000011697851	S	- 380.080	1.0000		380	380	
10/01/2010 000011697851	S	- 260,342.870	1.0000		260,343	260,343	
11/01/2010 000011697851	S	- 264,509.820	1.0000		264,510	264,510	
Total For Sells				0	12,527,840	12,527,840	0
Total First Amer Prime Oblig Fund CII				0	24,831,265	24,831,265	0

Issue: 318530268 - First Amer Real Estate Secs Fd Cl Y

12/29/2009 000011697863	R	2,640.810	14.5300		- 38,371	38,371	
03/29/2010 000011697863	R	2,373.098	15.8700		- 37,861	37,861	
06/28/2010 000011697863	R	1,643.505	15.6800		- 25,770	25,770	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/28/2010 000011697863	R	1,315.703	17.0300		- 22,406	22,406	
Total For Reinvestments				0	124,208	124,208	0
01/05/2010 000011697863	S	- 25,227.751	14.2700		360,000	284,783	75,217
02/10/2010 000011697863	S	- 172,234.763	13.2900		2,289,000	1,944,272	344,728
04/21/2010 000011697863	S	- 12,150.688	16.4600		200,000	137,652	62,348
08/02/2010 000011697863	S	- 23,487.962	17.0300		400,000	266,738	133,262
Total For Sells				0	3,249,000	2,633,445	615,555
Total First Amer Real Estate Secs Fd CI Y				0	3,373,208	2,757,653	615,555
Issue: 858268204 - Steelpath Mlp Select 40 I							
09/01/2010 000011697869	B	32,145.622	10.1700		- 326,921	326,921	
09/01/2010 000011697870	B	33,931.254	10.1700		- 345,081	345,081	
09/02/2010 000011697869	B	31,179.462	10.2000		- 318,031	318,031	
09/02/2010 000011697870	B	33,299.906	10.2000		- 339,659	339,659	
09/03/2010 000011697869	B	31,322.097	10.2300		- 320,425	320,425	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/03/2010 000011697870	B	33,288.255	10.2300		- 340,518	340,518	
09/07/2010 000011697869	B	31,730.952	10.2300		- 324,608	324,608	
09/07/2010 000011697870	B	33,678.708	10.2300		- 344,533	344,533	
09/08/2010 000011697869	B	34,663.410	10.2300		- 354,607	354,607	
09/08/2010 000011697870	B	33,869.679	10.2300		- 344,441	344,441	
Total For Buys				0	3,358,824	3,358,824	0
11/09/2010 000011697870	R	5,137.277	10.8200		- 55,585	55,585	
Total For Reinvestments				0	55,585	55,585	0
Total Steelpath Mlp Select 401				0	3,414,409	3,414,409	0
GRAND TOTAL				0	31,618,882	31,003,327	615,555

CATEGORY 4 - SINGLE TRANSACTION WITH ONE BROKER EXCEEDS 5% OF VALUE
NO TRANSACTIONS QUALIFIED FOR THIS SECTION

EVERETT SMITH GROUP, LTD.
PENSION PLAN
Milwaukee, Wisconsin

FINANCIAL STATEMENTS
AND SUPPLEMENTAL INFORMATION
Including Independent Auditors' Report

November 30, 2010 and 2009

EVERETT SMITH GROUP, LTD. PENSION PLAN

TABLE OF CONTENTS

Independent Auditors' Report	1
Financial Statements	
Statements of Net Assets Available for Benefits	2
Statements of Changes in Net Assets Available for Benefits	3
Statement of Accumulated Plan Benefits	4
Statement of Changes in Accumulated Plan Benefits	5
Notes to Financial Statements	6 - 13
Supplemental Information	
Schedule H, line 4i - Schedule of Assets (Held at End of Year)	14 - 19
Schedule H, line 4j - Schedule of Reportable Transactions	20 - 35



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INDEPENDENT AUDITORS' REPORT

To the Participants and Administrative Committee of the
Everett Smith Group, Ltd. Pension Plan
Milwaukee, Wisconsin

We were engaged to audit the accompanying statements of net assets available for benefits and accumulated plan benefits of Everett Smith Group, Ltd. Pension Plan as of November 30, 2010 and 2009, the related statements of changes in net assets available for benefits and accumulated plan benefits for the year ended November 30, 2010, and the supplemental schedules as of and for the year ended November 30, 2010, as listed in the accompanying Table of Contents. These financial statements and supplemental schedules 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 3, which was certified by U.S. Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of November 30, 2010 and 2009, and for the years ended November 30, 2010 and 2009, that the information provided to the plan administrator by the trustee 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 schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, 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.

Baker Tilly Virchow Krause, LLP

Milwaukee, Wisconsin
September 9, 2011

EVERETT SMITH GROUP, LTD. PENSION PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS November 30, 2010 and 2009

ASSETS			
		<u>2010</u>	<u>2009</u>
Investments, at fair value			
Money market funds	\$	299,648	\$ 524,064
Partnership interests		8,842,325	8,778,123
Mutual funds		62,380,609	57,907,112
Cash value of insurance contracts		<u>109,786</u>	<u>135,126</u>
Total Investments		<u>71,632,368</u>	<u>67,344,425</u>
 NET ASSETS AVAILABLE FOR BENEFITS		 <u>\$ 71,632,368</u>	 <u>\$ 67,344,425</u>

See accompanying notes to financial statements.

EVERETT SMITH GROUP, LTD. PENSION PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS Years ending November 30, 2010 and 2009

	<u>2010</u>	<u>2009</u>
ADDITIONS		
Additions to net assets attributed to		
Investment income		
Net appreciation in fair value of investments	\$ 4,950,982	\$ 15,525,842
Interest and dividends	2,504,231	1,791,135
Other income	<u>4,267</u>	<u>3,943</u>
Investment income	<u>7,459,480</u>	<u>17,320,920</u>
Total Additions	<u>7,459,480</u>	<u>17,320,920</u>
DEDUCTIONS		
Deductions from net assets attributed to		
Benefits paid to participants	<u>3,171,537</u>	<u>2,877,389</u>
Total Deductions	<u>3,171,537</u>	<u>2,877,389</u>
Net Increase	4,287,943	14,443,531
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	<u>67,344,425</u>	<u>52,900,894</u>
End of year	<u>\$ 71,632,368</u>	<u>\$ 67,344,425</u>

See accompanying notes to financial statements.

EVERETT SMITH GROUP, LTD. PENSION PLAN

STATEMENT OF ACCUMULATED PLAN BENEFITS November 30, 2009

ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Vested benefits

Participants currently receiving benefits

\$ 28,711,647

Other participants

55,355,647

84,067,294

Nonvested benefits

1,149,579

TOTAL ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

\$ 85,216,873

See accompanying notes to financial statements.

EVERETT SMITH GROUP, LTD. PENSION PLAN

STATEMENT OF CHANGES IN ACCUMULATED PLAN BENEFITS Year ended November 30, 2009

ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS AT BEGINNING OF YEAR	<u>\$ 66,859,960</u>
INCREASE (DECREASE) DURING YEAR ATTRIBUTABLE TO	
Net benefits accrued	365,203
Actuarial losses	326,920
Decrease in discount period	4,934,013
Benefits paid	(2,877,389)
Change of assumptions	<u>15,608,166</u>
Net Increase	<u>18,356,913</u>
ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS AT END OF YEAR	<u>\$ 85,216,873</u>

See accompanying notes to financial statements.

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 1 - Description of the Plan

The following description of the Everett Smith Group, Ltd. Pension Plan (the "Plan") provides only general information. Participants should refer to the plan documents for a more complete description of the Plan's provisions.

General

The Plan is a noncontributory defined benefit plan established by Everett Smith Group, Ltd. (the "Company") and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

On December 31, 2008, the Company amended the Plan Part A (covering non-bargaining employees of Everett Smith Group, Ltd. and participating subsidiaries) and Part D (covering hourly employees of Trostel, Ltd.) to "freeze" the Plan effective January 1, 2009. On April 29, 2009 Everett Smith Group amended Part F of the Plan (covering bargaining employees of the Maysteel Allenton plant) to "freeze" the Plan effective May 8, 2009, such that no employees would become participants, and no participants would earn Benefit Service on or after these dates. Prior to the dates mentioned above, all employees who had completed at least one year of service with the Company, as defined in the Plan, and are age 21 or older were eligible to participate. Certain exceptions apply to those who were participants in any of the plans that merged into the Plan.

Administration

A plan committee, comprised of three members appointed by the Chief Executive Officer of the Company, is responsible for administration of the Plan.

Contribution Policy

Sponsor contributions are based on actuarial estimates of current year cost, adjusted for interest, plus an amount for amortization of prior service costs over a period of 30 years, and equal or exceed the minimum requirements of ERISA.

Pension Benefits

Plan members with five or more years of vesting service credit attaining the retirement age of 65 may receive benefits determined in accordance with plan provisions in effect at date of retirement. Plan members who have attained the required amount of vesting service may elect early retirement prior to reaching age 65. Benefits under provisions of the Plan become vested at the time the participant completes five or more years of vesting service credit and may include a provision for disability benefits.

Administrative Expenses

The Company pays the majority of the Plan's administrative expenses.

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 2 - Summary of Significant Accounting Policies

Contributions

Employer contributions are recorded when received by the Plan.

Payment of Benefits

Benefits are recorded when paid.

Funding

The Company has voluntarily agreed to make contributions to the Plan sufficient to provide the Plan with assets to pay pension benefits to plan participants. No voluntary employee contributions are permitted. The contributions are designed to meet or exceed the minimum funding standards of ERISA. The Plan is in compliance with those requirements for the years ended November 30, 2010 and 2009.

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting. The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires the Plan's management to use estimates and assumptions that affect the accompanying financial statements and disclosures. Actual results could differ from these estimates.

Investment Valuation and Income Recognition

The following is a description of the valuation methodologies used for the Plan's investments measured at fair value. There have been no changes in the methodologies used at November 30, 2010 and 2009.

Money market funds: Valued at cost, which approximates the fair value of shares held by the Plan at year-end.

Limited partnership interests: Valued at estimated fair value, as determined by the respective general partners of each partnership, based on the net asset value of the investment units held by the Plan at year-end, which is subject to judgment.

Mutual funds: Valued at the closing price reported on the active market on which the individual securities are traded for shares held by the Plan at year-end.

Net appreciation/depreciation in fair value of investments included in the accompanying statements of changes in net assets available for benefits includes realized gains or losses from the sale of investments and unrealized appreciation or depreciation in fair value of investments. Net unrealized appreciation or depreciation in the fair value of investments represents the net change in the fair value of the investments held during the period. The net realized gains or losses on the sale of investments represents the difference between the sale proceeds and the fair value of the investment as of the beginning of the period or the cost of the investment if purchased during the year.

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

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Fair Value of Financial Instruments

Effective December 1, 2008, the Plan adopted recently enacted accounting standards which provide a framework for measuring, reporting, and disclosing fair value under generally accepted accounting principles. These regulations apply to all assets and liabilities that are measured, reported, and/or disclosed on a fair value basis.

As defined in the accounting standards, 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. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Assets and liabilities measured, reported and/or disclosed at fair value will be classified and disclosed in one of the following three categories:

Level 1 - Quoted market prices in active markets for identical assets or liabilities.

Level 2 - Observable market based inputs or unobservable inputs that are corroborated by market data.

Level 3 - Unobservable inputs that are not corroborated by market data.

The plan sponsor is responsible for the determination of fair value. Accordingly, they perform periodic analysis on the prices received from the pricing services used to determine whether the prices are reasonable estimates of fair value. As a result of these reviews, the plan sponsor has not historically adjusted the prices obtained from the pricing services.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits represent the estimated future periodic payments, including lump-sum distributions, under the Plan's provisions that are attributable to services rendered by the employees through the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits payable under all circumstances - retirement, death, disability, and termination of employment - are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by the independent actuary, Towers Watson ("actuary"), and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits for the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawals, or retirement) between the valuation date and the expected date of payment. All of the remaining groups of plan participants have had their benefits frozen (see Note 1 for details).

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 2 - Summary of Significant Accounting Policies (cont.)

The significant actuarial assumptions used in the valuation as of November 30, 2009 are (a) discount rate 6.00% (7.50% at November 30, 2008) (b) normal retirement age of 65 years and (c) the PPA prescribed mortality tables (d) the RPA current liability rate 5.90% (5.90% at November 30, 2008). The net result of the above changes in discount rate, mortality table used, and current liability rate was a reduction to plan liabilities of \$(15,608,166), as shown on the Statement of Changes in Accumulated Benefits. The foregoing assumptions are based on the presumption that the plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Use of Estimates

The preparation of the financial statements requires the Plan's management to use estimates and assumptions that affect the accompanying financial statements and disclosures. Actual results could differ from these estimates.

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 3 - Information Prepared and Certified by Trustee - Unaudited

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 U.S. Bank, N.A., the trustee of the Plan.

	<u>2010</u>		<u>2009</u>
Investments			
Money market funds	\$ 299,648		\$ 524,064
Partnership interests:			
Aurora Offshore Fd II	3,997,806 *		3,775,175 *
Grosvenor Inst Part Smith	3,753,409 *		3,503,760 *
Less than 5% Partnership interests	<u>1,091,110</u>		<u>1,499,188</u>
Total partnership interests	<u>8,842,325</u>		<u>8,778,123</u>
Equity mutual funds:			
Artio International Equity Fund	5,300,411 *		4,842,409 *
DFA Emerging Markets Value	5,375,916 *		4,043,949 *
First American Real Estate Fund	4,141,037 *		6,217,946 *
Less than 5% Mutual funds	<u>18,727,035</u>		<u>17,532,197</u>
Total equity mutual funds	<u>33,544,399</u>		<u>32,636,501</u>
Fixed income mutual funds:			
PIMCO Total Return	5,857,283 *		4,142,681 *
PIMCO High Yield Fund	2,723,633		5,219,612 *
PIMCO Commodity	8,969,027 *		6,944,988 *
Vanguard Inflation Protect	7,806,627 *		7,160,617 *
Less than 5% Mutual funds	<u>3,479,640</u>		<u>1,802,713</u>
Total fixed income mutual funds	<u>28,836,210</u>		<u>25,270,611</u>
Insurance contracts	<u>109,786</u>		<u>135,126</u>
Total Investments	<u>\$ 71,632,368</u>		<u>\$ 67,344,425</u>

Investments that represent 5% or more of the Plan's net assets are separately identified with an "**".

During the years ended November 30, 2010 and 2009, the Plan's investments (including gains and losses on investments bought, sold, and held during the year) realized investment income as follows:

	<u>2010</u>	<u>2009</u>
Mutual funds-net appreciation	\$ 4,886,780	\$ 14,753,249
Partnership interests-net appreciation	<u>64,202</u>	<u>772,593</u>
Net appreciation in fair value of investments	4,950,982	15,525,842
Interest and dividends	2,504,231	1,791,135
Other income	<u>4,267</u>	<u>3,943</u>
Net Investment Income	<u>\$ 7,459,480</u>	<u>\$ 17,320,920</u>

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 3 - Information Prepared and Certified by Trustee - Unaudited (cont.)

Investments, in general, are subject to various risks, including credit risk, interest rate risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in values of investment securities will occur in the near term, and such changes could materially affect the amounts reported in the statements of net assets available for benefits.

The table below presents the balances of investments held by the Plan measured at fair value on a recurring basis by level within the hierarchy for the years ending November 30, 2010 and 2009.

	November 30, 2010			
	Total	Level 1	Level 2	Level 3
Money market funds	\$ 299,648	\$ -	\$ 299,648	\$ -
Partnership interests	8,842,325	-	-	8,842,325
Equity mutual funds	33,544,399	33,544,399	-	-
Fixed income mutual funds	28,836,210	28,836,210	-	-
Insurance contracts	<u>109,786</u>	<u>-</u>	<u>-</u>	<u>109,786</u>
Total investments at fair value	<u>\$ 71,632,368</u>	<u>\$ 62,380,609</u>	<u>\$ 299,648</u>	<u>\$ 8,952,111</u>

	November 30, 2009			
	Total	Level 1	Level 2	Level 3
Money market funds	\$ 524,064	\$ -	\$ 524,064	\$ -
Partnership interests	8,778,123	-	-	8,778,123
Equity mutual funds	32,636,501	32,636,501	-	-
Fixed income mutual funds	25,270,611	25,270,611	-	-
Insurance contracts	<u>135,126</u>	<u>-</u>	<u>-</u>	<u>135,126</u>
Total investments at fair value	<u>\$ 67,344,425</u>	<u>\$ 57,907,112</u>	<u>\$ 524,064</u>	<u>\$ 8,913,249</u>

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 3 - Information Prepared and Certified by Trustee - Unaudited (cont.)

The changes in Level 3 investments measured at fair value on a recurring basis are summarized as follows:

	Partnership interests	Insurance contracts
Balances, December 1, 2008	\$ 9,630,728	\$ 133,783
Purchases and sales, net	(1,496,888)	-
Earnings, gains, and losses, net	<u>644,283</u>	<u>1,343</u>
Balances, November 30, 2009	8,778,123	135,126
Sales	-	(26,153)
Earnings, gains, and losses, net	<u>64,202</u>	<u>813</u>
Balances, November 30, 2010	<u>\$ 8,842,325</u>	<u>\$ 109,786</u>

NOTE 4 - Tax Status

The Plan obtained its latest determination letter on October 20, 2009, 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 ("IRC"). The plan administrator believes that the Plan was qualified and the related trust was tax-exempt at the financial statement date.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of November 30, 2010, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes the Plan is no longer subject to income tax examinations for years prior to the Plan year ended November 30, 2007.

NOTE 5 - Plan Termination

The Company has the right under the Plan to terminate the Plan at any time subject to the provisions of ERISA. In the event of plan termination, in whole or in part, all benefits accrued by each participant to the date of termination to the extent funded as of such date, shall be nonforfeitable. The participants affected by the termination will be fully vested in their accrued benefit as of the date of termination. The Company has insured the Plan and continuation of benefits with the Pension Benefit Guaranty Corporation ("PBGC") as required under ERISA.

EVERETT SMITH GROUP, LTD. PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

November 30, 2010 and 2009

NOTE 5 - Plan Termination (cont.)

In the event of termination, the plan assets will be distributed in the following manner:

- a. Retirement benefits to each participant who was receiving benefits or was eligible for such benefits as of three years prior to the termination of the Plan.
- b. Retirement benefits to participants who attained age 65 and accumulated five or more years of vesting service credit on or before the termination date.
- c. Retirement benefits to participants who attained age 55 and accumulated five or more years of vesting service credit.
- d. Retirement benefits to participants not having attained at least early retirement age but who accumulated five or more years of vesting service credit.
- e. Retirement benefits to all other participants.
- f. All distribution priorities noted above are limited to the amounts guaranteed under ERISA. After these priorities have been met, any remaining balance of assets will be distributed to participants having nonforfeitable rights in excess of the guaranteed amounts, in the order of preference indicated above.
- g. Any remaining balance is to be distributed to the Sponsor.

If the assets under the Plan are insufficient to provide in full for the benefits in any of the above priority classes, the benefits of all participants in such class shall be reduced on a pro rata basis.

Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the plan, and the amount of benefit protection is subject to certain limitations. Under this procedure, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits and may also depend on the level of benefits guaranteed by the PBGC.

NOTE 6 - Subsequent Events

The Plan has evaluated the impact of all subsequent events through September 9, 2011, the date the financial statements were available to be issued, and has determined that there were no subsequent events requiring disclosure in the plan's financial statements.

SUPPLEMENTAL INFORMATION

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4i -- Schedule of Assets (Held at End of Year)
Plan 001
EIN 39-1201792

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MKT
Cash And Equivalents						
Money Markets						
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697851	298,250.610	298,250.61 1.0000	298,250.61	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697852	32.060	32.09 1.0000	32.09	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697853	3.490	3.49 1.0000	3.49	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697854	265.390	265.39 1.0000	265.39	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697855	13.900	13.90 1.0000	13.90	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697856	7.320	7.32 1.0000	7.32	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697857	105.220	105.22 1.0000	105.22	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697858	5.470	5.47 1.0000	5.47	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697859	38.510	38.51 1.0000	38.51	.00 .00	.00	0.00

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4i – Schedule of Assets (Held at End of Year)
 Plan 001
 EIN 39-1201792

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MKT
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697860	152.270	152.27 1.0000	152.27	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697861	118.140	118.14 1.0000	118.14	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697862	5.090	5.09 1.0000	5.09	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697863	93.790	93.79 1.0000	93.79	.00 .00	.00	0.00
First Amer Prime Oblig Fund Cl I 31846V732 Asset Minor Code 1 ACCOUNT 000011697864	558.220	558.22 1.0000	558.22	.00 .00	.00	0.00
Total First Amer Prime Oblig Fund Cl I	299,647.510	299,647.51	299,647.51	.00 .00	.00	0.00
Total Money Markets	299,647.510	299,647.51	299,647.51	.00 .00	.00	0.00
Total Cash And Equivalents	299,647.510	299,647.51	299,647.51	.00 .00	.00	0.00
Mutual Funds						
Mutual Funds-Equity						
Artio International Equity Fd 04315J506 Asset Minor Code 98 ACCOUNT 000011697859	182,583.901	5,300,410.65 29.0300	8,514,001.76	-1,213,591.11 -96,308.94	.00	7.41

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j -- Schedule of Assets (Held at End of Year)

Plan 001

EIN 39-1201792

DESCRIPTION	SHARES/ FACE AMOUNT	PRICE/UNIT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MKI
Dfa Emerging Markets Value 233203587 Asset Minor Code 98 ACCOUNT 000011697864	153,203.650	5,375,916.08	35.0900	2,840,519.08	2,735,397.00 544,811.80	.00	1.10
Dodge & Cox Stock Fund 258219106 Asset Minor Code 98 ACCOUNT 000011697860	28,967.209	3,001,215.98	100.1500	3,428,079.14	-426,863.16 210,043.12	.00	1.20
American Europacific Grth Cl R5 298706839 Asset Minor Code 98 ACCOUNT 000011697859	66,799.693	2,628,842.32	39.3600	2,595,887.37	42,854.95 76,056.38	.00	1.84
First Amer Real Estate Secs Fd Cl Y 318530268 Asset Minor Code 98 ACCOUNT 000011697863	237,172.819	4,141,037.42	17.4600	2,700,885.87	1,440,151.55 432,328.33	.00	2.39
American Growth Fd Cl Amer 5 399674833 Asset Minor Code 98 ACCOUNT 000011697862	106,912.321	3,088,696.95	28.8900	1,960,662.50	1,128,034.45 204,110.50	.00	1.01
Hartford SmI Company Hls Ia 416528800 Asset Minor Code 98 ACCOUNT 000011697857	101,151.888	1,673,048.92	16.5400	1,698,622.12	-25,573.20 387,895.10	.00	0.00
Kayne Anderson Mlp Investment Co 486606106 Asset Minor Code 94 ACCOUNT 000011697870	.000	.00	28.4900	.00	.00 185,099.47	.00	0.00
Lord Abbett Research Fund Inc I 543913800 Asset Minor Code 98 ACCOUNT 000011697856	53,084.014	1,627,473.31	30.6700	860,862.64	746,610.67 263,414.05	.00	0.00
Steelpath Mlp Select 40 I 858268204 Asset Minor Code 98 ACCOUNT 000011697869	.000	.00	10.7800	.00	.00 2,864.12	.00	0.00
Steelpath Mlp Select 40 I 858268204 Asset Minor Code 98 ACCOUNT 000011697870	334,044.622	3,601,001.03	10.7800	3,414,408.48	186,592.55 183,728.43	.00	6.08

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4i – Schedule of Assets (Held at End of Year)
Plan 001
EIN 39-1201792

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MKTI
Total Steelpath Mlp Select 401	334,044.622	3,601,001.03	3,414,408.48	186,592.55 186,592.55	.00	6.08
Tortoise Energy Infrastructure Corp 89147L100 Asset Minor Code 94 ACCOUNT 000011697869	.000	.00 38.2500	.00	.00 241,340.13	.00	0.00
Vanguard 500 Idx Fd #1340 923908496 Asset Minor Code 98 ACCOUNT 000011697861	34,491.204	3,106,756.48 90.1000	2,482,702.66	624,053.82 156,321.90	.00	2.05
Total Mutual Funds-Equity	1,299,371.121	33,544,399.14	28,306,631.62	5,237,767.52 2,811,804.39	.00	2.83
Mutual Funds-Fixed Income						
American Centy Intl Bd Fds 025082306 Asset Minor Code 99 ACCOUNT 000011697853	250,333.723	3,479,638.75 13.9000	3,513,885.27	- 34,046.52 - 208,449.05	.00	2.94
Pimco Total Return Fund Inst 893390700 Asset Minor Code 99 ACCOUNT 000011697855	509,772.275	5,857,283.44 11.4900	5,456,904.41	400,379.03 240,004.47	.00	3.06
PIMCO High Yield Fund Inst 693390941 Asset Minor Code 99 ACCOUNT 000011697852	286,047.073	2,723,633.07 9.2000	2,555,802.60	168,030.47 149,289.96	.00	7.73
Pimco Commodity Rr Strat Ins 722005667 Asset Minor Code 99 ACCOUNT 000011697866	1,036,881.827	8,969,027.80 8.6500	10,888,547.38	- 1,899,519.58 383,650.89	.00	9.81
Vanguard Inflation Prot Sec Adm CI 922031737 Asset Minor Code 99 ACCOUNT 000011697854	298,042.833	7,808,627.08 26.2900	7,026,008.98	780,618.10 204,718.79	.00	2.84
Total Mutual Funds-Fixed Income	2,389,977.731	28,836,210.14	29,420,748.64	- 584,538.50 769,215.06	.00	5.47

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4i – Schedule of Assets (Held at End of Year)
Plan 001
EIN 39-1201792

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MKI
Total Mutual Funds	3,689,348.852	62,380,609.28	51,727,380.26	4,653,229.02	.00	4.05
				3,581,019.45		
Miscellaneous						
Partnerships/Joint Ventures						
Gmo Forestry Fund 7 B L P *** 382009827 Asset Minor Code 78 ACCOUNT 000011697865	2,000,000.000	1,091,110.00 .5458	816,434.29	274,675.71 - 102,279.60	.00	0.00
Grosvenor Inst Part Smith *** 99MSCBX8 Asset Minor Code 77 ACCOUNT 000011697867	3,870.000	3,753,409.00 969.8731	3,870,000.00	- 116,591.00 249,649.00	.00	0.00
Aurora Offshore Fd II *** 99MSCFAR1 Asset Minor Code 77 ACCOUNT 000011697869	2,708.490	3,997,806.18 1,477.1184	3,870,000.00	127,806.18 222,631.54	.00	0.00
Total Partnerships/Joint Ventures	2,006,576.490	8,842,325.18	8,556,434.29	285,890.89 370,000.94	.00	0.00
Insurance						
Equitable Life Assurance *** 991025909 Asset Minor Code 63 ACCOUNT 000011697851	108,786.190	109,786.19 100.0000	109,786.19	.00 .00	.00	0.00
Total Insurance	108,786.190	109,786.19	109,786.19	.00 .00	.00	0.00
Total Miscellaneous	2,115,362.680	8,952,111.37	8,666,220.48	285,890.89 370,000.94	.00	0.00
Total Assets	6,105,359.042	71,632,368.16	66,693,248.25	4,939,119.91 3,951,020.39	.00	3.52

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Assets (Held at End of Year)
 Plan 001
 EIN 39-1201792

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MKT
Accrued Income	.000	.00	.00			
Grand Total	6,105,359.042	71,632,368.16	66,693,248.25			

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j -- Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
BEGINNING MARKET VALUE							
					67,344,424.47		
COMPARATIVE VALUE (5%)							
					3,367,221.22		
CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE							
NO TRANSACTIONS QUALIFIED FOR THIS SECTION							
CATEGORY 2 - SERIES OF TRANSACTIONS WITH SAME BROKER EXCEEDS 5% OF VALUE							
NO TRANSACTIONS QUALIFIED FOR THIS SECTION							
CATEGORY 3 - SERIES OF TRANSACTIONS IN SAME SECURITY EXCEEDS 5% OF VALUE							
Issue: 31846V732 - First Amer Prime Oblig Fund Cll							
12/01/2009	B	614.930	1.0000		- 615	615	
000011697851							
12/04/2009	B	423.330	1.0000		- 423	423	
000011697851							
12/07/2009	B	261.510	1.0000		- 262	262	
000011697851							
01/06/2010	B	755,854.170	1.0000		- 755,854	755,854	
000011697851							
01/06/2010	B	30,000.000	1.0000		- 30,000	30,000	
000011697852							
01/06/2010	B	20,000.000	1.0000		- 20,000	20,000	
000011697856							
01/06/2010	B	10,000.000	1.0000		- 10,000	10,000	
000011697857							
01/06/2010	B	10,000.000	1.0000		- 10,000	10,000	
000011697858							
01/06/2010	B	20,000.000	1.0000		- 20,000	20,000	
000011697860							

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j -- Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
01/06/2010 000011697861	B	20,000.000	1.0000		- 20,000	20,000	
01/06/2010 000011697863	B	360,000.000	1.0000		- 360,000	360,000	
01/06/2010 000011697864	B	120,000.000	1.0000		- 120,000	120,000	
01/06/2010 000011697866	B	180,000.000	1.0000		- 180,000	180,000	
01/08/2010 000011697851	B	83.050	1.0000		- 83	83	
01/13/2010 000011697851	B	30,000.000	1.0000		- 30,000	30,000	
01/13/2010 000011697869	B	30,555.450	1.0000		- 30,555	30,555	
01/15/2010 000011697870	B	746.400	1.0000		- 746	746	
01/20/2010 000011697851	B	633.630	1.0000		- 634	634	
01/22/2010 000011697851	B	173.400	1.0000		- 173	173	
01/28/2010 000011697855	B	.090	1.0000				
02/05/2010 000011697851	B	1,922.550	1.0000		- 1,923	1,923	
02/11/2010 000011697851	B	19.520	1.0000		- 20	20	
02/11/2010 000011697852	B	2,902,000.000	1.0000		- 2,902,000	2,902,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
02/11/2010 000011697853	B	3.480	1.0000		- 3	3	
02/11/2010 000011697854	B	285.380	1.0000		- 285	285	
02/11/2010 000011697855	B	13.900	1.0000		- 14	14	
02/11/2010 000011697856	B	163,000.000	1.0000		- 163,000	163,000	
02/11/2010 000011697858	B	5.470	1.0000		- 5	5	
02/11/2010 000011697859	B	38.510	1.0000		- 38	39	
02/11/2010 000011697860	B	73,000.000	1.0000		- 73,000	73,000	
02/11/2010 000011697861	B	340,000.000	1.0000		- 340,000	340,000	
02/11/2010 000011697862	B	5.090	1.0000		- 5	5	
02/11/2010 000011697863	B	2,289,000.000	1.0000		- 2,289,000	2,289,000	
02/11/2010 000011697864	B	558.210	1.0000		- 558	558	
02/11/2010 000011697870	B	45,000.000	1.0000		- 45,000	45,000	
02/16/2010 000011697856	B	7.320	1.0000		- 7	7	
02/25/2010 000011697851	B	50,103.380	1.0000		- 50,103	50,103	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
02/25/2010 000011697859	B	51,634.300	1.0000		- 51,634	51,634	
02/26/2010 000011697851	B	2,732.890	1.0000		- 2,733	2,733	
03/01/2010 000011697859	B	919.820	1.0000		- 920	920	
03/05/2010 000011697851	B	247.390	1.0000		- 247	247	
03/09/2010 000011697851	B	324.800	1.0000		- 325	325	
03/17/2010 000011697851	B	26,153.180	1.0000		- 26,153	26,153	
03/23/2010 000011697851	B	114.740	1.0000		- 115	115	
03/25/2010 000011697851	B	41.190	1.0000		- 41	41	
04/01/2010 000011697851	B	41.190	1.0000		- 41	41	
04/05/2010 000011697851	B	366.940	1.0000		- 366	366	
04/07/2010 000011697851	B	1,152.800	1.0000		- 1,153	1,153	
04/16/2010 000011697870	B	1,658.890	1.0000		- 1,659	1,659	
04/20/2010 000011697851	B	222.290	1.0000		- 222	222	
04/22/2010 000011697851	B	740,000.000	1.0000		- 740,000	740,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
04/22/2010 000011697856	B	80,000.000	1.0000		- 80,000	80,000	
04/22/2010 000011697857	B	60,000.000	1.0000		- 60,000	60,000	
04/22/2010 000011697858	B	20,000.000	1.0000		- 20,000	20,000	
04/22/2010 000011697859	B	90,000.000	1.0000		- 90,000	90,000	
04/22/2010 000011697860	B	60,000.000	1.0000		- 60,000	60,000	
04/22/2010 000011697861	B	70,000.000	1.0000		- 70,000	70,000	
04/22/2010 000011697862	B	50,000.000	1.0000		- 50,000	50,000	
04/22/2010 000011697863	B	200,000.000	1.0000		- 200,000	200,000	
04/22/2010 000011697864	B	110,000.000	1.0000		- 110,000	110,000	
04/28/2010 000011697851	B	30,000.000	1.0000		- 30,000	30,000	
04/28/2010 000011697870	B	30,024.230	1.0000		- 30,024	30,024	
05/03/2010 000011697869	B	50,161.080	1.0000		- 50,161	50,161	
05/07/2010 000011697851	B	50,000.000	1.0000		- 50,000	50,000	
06/01/2010 000011697851	B	114,600	1.0000		- 115	115	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
06/01/2010 000011697869	B	27,562.550	1.0000		- 27,563	27,563	
06/08/2010 000011697851	B	344.050	1.0000		- 344	344	
07/02/2010 000011697851	B	211.740	1.0000		- 212	212	
07/09/2010 000011697870	B	1,121.280	1.0000		- 1,121	1,121	
07/29/2010 000011697851	B	1,971.910	1.0000		- 1,972	1,972	
07/30/2010 000011697851	B	1,802.920	1.0000		- 1,803	1,803	
08/03/2010 000011697851	B	497,833.390	1.0000		- 497,833	497,833	
08/03/2010 000011697852	B	20,000.000	1.0000		- 20,000	20,000	
08/03/2010 000011697855	B	20,000.000	1.0000		- 20,000	20,000	
08/03/2010 000011697858	B	30,000.000	1.0000		- 30,000	30,000	
08/03/2010 000011697863	B	400,000.000	1.0000		- 400,000	400,000	
08/03/2010 000011697864	B	160,000.000	1.0000		- 160,000	160,000	
08/03/2010 000011697866	B	130,000.000	1.0000		- 130,000	130,000	
08/04/2010 000011697851	B	67,532.000	1.0000		- 67,532	67,532	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
08/10/2010 000011697851	B	81.240	1.0000		- 81	81	
08/13/2010 000011697851	B	210,000.000	1.0000		- 210,000	210,000	
08/13/2010 000011697869	B	130,761.530	1.0000		- 130,762	130,762	
08/13/2010 000011697870	B	78,292.530	1.0000		- 78,293	78,293	
08/16/2010 000011697851	B	20,956.230	1.0000		- 20,956	20,956	
08/31/2010 000011697870	B	9.610	1.0000		- 10	10	
09/01/2010 000011697851	B	122.450	1.0000		- 122	122	
09/01/2010 000011697869	B	322,433.280	1.0000		- 322,433	322,433	
09/01/2010 000011697869	B	26,545.320	1.0000		- 26,545	26,545	
09/01/2010 000011697870	B	342,213.040	1.0000		- 342,213	342,213	
09/02/2010 000011697851	B	18.850	1.0000		- 19	19	
09/02/2010 000011697854	B	.010	1.0000				
09/02/2010 000011697864	B	.010	1.0000				
09/03/2010 000011697869	B	2,394.540	1.0000		- 2,395	2,395	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/03/2010 000011697870	B	859.350	1.0000		- 859	859	
09/07/2010 000011697851	B	21.860	1.0000		- 22	22	
09/07/2010 000011697869	B	4,182.590	1.0000		- 4,183	4,183	
09/07/2010 000011697870	B	4,014.790	1.0000		- 4,015	4,015	
09/08/2010 000011697869	B	3,453.610	1.0000		- 3,454	3,454	
09/10/2010 000011697851	B	146.630	1.0000		- 147	147	
09/16/2010 000011697851	B	15.680	1.0000		- 16	16	
09/16/2010 000011697865	B	305,798.400	1.0000		- 305,798	305,798	
09/17/2010 000011697851	B	305,798.400	1.0000		- 305,798	305,798	
10/05/2010 000011697851	B	98.550	1.0000		- 99	99	
10/13/2010 000011697851	B	156.910	1.0000		- 157	157	
10/18/2010 000011697851	B	73.160	1.0000		- 73	73	
10/19/2010 000011697851	B	206.390	1.0000		- 206	206	
11/01/2010 000011697851	B	824.550	1.0000		- 825	825	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
11/02/2010 000011697851	B	286.930	1.0000		- 286	286	
11/03/2010 000011697851	B	56.270	1.0000		- 56	56	
11/04/2010 000011697851	B	1,162.050	1.0000		- 1,162	1,162	
11/05/2010 000011697851	B	12.620	1.0000		- 13	13	
11/10/2010 000011697851	B	337.500	1.0000		- 338	338	
11/23/2010 000011697851	B	56.270	1.0000		- 56	56	
11/29/2010 000011697851	B	243.840	1.0000		- 244	244	
11/30/2010 000011697851	B	3,213.200	1.0000		- 3,213	3,213	
Total For Buys				0	12,303,425	12,303,425	0
12/01/2009 000011697851	S	- 244,662.120	1.0000		244,662	244,662	
01/04/2010 000011697851	S	- 277,845.730	1.0000		277,845	277,845	
01/06/2010 000011697852	S	- 30,000.000	1.0000		30,000	30,000	
01/06/2010 000011697856	S	- 20,000.000	1.0000		20,000	20,000	
01/06/2010 000011697857	S	- 10,000.000	1.0000		10,000	10,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
01/06/2010 000011697858	S	- 10,000.000	1.0000		10,000	10,000	
01/08/2010 000011697860	S	- 20,000.000	1.0000		20,000	20,000	
01/06/2010 000011697861	S	- 20,000.000	1.0000		20,000	20,000	
01/06/2010 000011697863	S	- 360,000.000	1.0000		360,000	360,000	
01/06/2010 000011697864	S	- 120,000.000	1.0000		120,000	120,000	
01/08/2010 000011697866	S	- 180,000.000	1.0000		180,000	180,000	
01/08/2010 000011697851	S	- 83.050	1.0000		83	83	
01/13/2010 000011697869	S	- 30,000.000	1.0000		30,000	30,000	
02/01/2010 000011697851	S	- 253,825.190	1.0000		253,825	253,825	
02/10/2010 000011697864	S	- 558.210	1.0000		558	558	
02/11/2010 000011697851	S	- 50,000.000	1.0000		50,000	50,000	
02/11/2010 000011697852	S	- 2,902,000.000	1.0000		2,902,000	2,902,000	
02/11/2010 000011697853	S	- 3.490	1.0000		3	3	
02/11/2010 000011697854	S	- 265.380	1.0000		265	265	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
02/11/2010 000011697855	S	- 13.900	1.0000		14	14	
02/11/2010 000011697856	S	- 163,007.320	1.0000		163,007	163,007	
02/11/2010 000011697858	S	- 5.470	1.0000		5	5	
02/11/2010 000011697859	S	- 38.510	1.0000		39	39	
02/11/2010 000011697860	S	- 73,000.000	1.0000		73,000	73,000	
02/11/2010 000011697861	S	- 340,000.000	1.0000		340,000	340,000	
02/11/2010 000011697862	S	- 5.090	1.0000		5	5	
02/11/2010 000011697863	S	- 2,289,000.000	1.0000		2,289,000	2,289,000	
02/16/2010 000011697870	S	- 44,999.640	1.0000		44,999	44,999	
02/25/2010 000011697869	S	- 50,000.000	1.0000		50,000	50,000	
03/01/2010 000011697851	S	- 266,622.150	1.0000		266,622	266,622	
04/01/2010 000011697851	S	- 255,362.530	1.0000		255,363	255,363	
04/22/2010 000011697856	S	- 80,000.000	1.0000		80,000	80,000	
04/22/2010 000011697857	S	- 60,000.000	1.0000		60,000	60,000	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
04/22/2010 000011697858	S	- 20,000.000	1.0000		20,000	20,000	
04/22/2010 000011697859	S	- 90,000.000	1.0000		90,000	90,000	
04/22/2010 000011697860	S	- 60,000.000	1.0000		60,000	60,000	
04/22/2010 000011697861	S	- 70,000.000	1.0000		70,000	70,000	
04/22/2010 000011697862	S	- 50,000.000	1.0000		50,000	50,000	
04/22/2010 000011697863	S	- 200,000.000	1.0000		200,000	200,000	
04/22/2010 000011697864	S	- 110,000.000	1.0000		110,000	110,000	
04/28/2010 000011697870	S	- 30,000.000	1.0000		30,000	30,000	
05/03/2010 000011697851	S	- 251,263.510	1.0000		251,263	251,263	
05/07/2010 000011697869	S	- 50,000.000	1.0000		50,000	50,000	
05/28/2010 000011697851	S	- 2,271.000	1.0000		2,271	2,271	
06/01/2010 000011697851	S	- 253,899.420	1.0000		253,899	253,899	
06/01/2010 000011697869	S	- 27,563.550	1.0000		27,563	27,563	
06/08/2010 000011697851	S	- 344.050	1.0000		344	344	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
06/30/2010 000011697851	S	- 23,183.000	1.0000		23,183	23,183	
07/01/2010 000011697851	S	- 258,046.150	1.0000		258,046	258,046	
08/02/2010 000011697851	S	- 79,732.380	1.0000		79,732	79,732	
08/03/2010 000011697863	S	- 400,000.000	1.0000		400,000	400,000	
08/03/2010 000011697864	S	- 160,000.000	1.0000		160,000	160,000	
08/03/2010 000011697866	S	- 130,000.000	1.0000		130,000	130,000	
08/04/2010 000011697852	S	- 20,000.000	1.0000		20,000	20,000	
08/04/2010 000011697855	S	- 20,000.000	1.0000		20,000	20,000	
08/04/2010 000011697856	S	- 30,000.000	1.0000		30,000	30,000	
08/13/2010 000011697869	S	- 130,000.000	1.0000		130,000	130,000	
08/13/2010 000011697870	S	- 80,000.000	1.0000		80,000	80,000	
08/16/2010 000011697851	S	- 20,956.230	1.0000		20,956	20,956	
09/01/2010 000011697851	S	- 264,814.370	1.0000		264,814	264,814	
09/02/2010 000011697869	S	- 8,890.360	1.0000		8,890	8,890	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j -- Schedule of Reportable Transactions
Plan 001

EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/02/2010 000011697870	S	- 5,421.740	1.0000		5,422	5,422	
09/08/2010 000011697870	S	- 92.430	1.0000		92	92	
09/09/2010 000011697868	S	- 354,606.680	1.0000		354,607	354,607	
09/09/2010 000011697870	S	- 344,440.820	1.0000		344,441	344,441	
09/17/2010 000011697865	S	- 305,798.400	1.0000		305,798	305,798	
09/21/2010 000011697851	S	- 380.080	1.0000		380	380	
10/01/2010 000011697851	S	- 280,342.870	1.0000		280,343	280,343	
11/01/2010 000011697851	S	- 264,509.820	1.0000		264,510	264,510	
Total For Sells				0	12,527,840	12,527,840	0

Total First Amer Prime Oblig Fund CII				0	24,831,265	24,831,265	0
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Issue: 318530268 - First Amer Real Estate Secs Fd Cl Y

12/29/2009 000011697863	R	2,640.810	14.5300		- 38,371	38,371	
03/29/2010 000011697863	R	2,373.098	15.8700		- 37,681	37,681	
06/28/2010 000011697863	R	1,643.505	15.6800		- 25,770	25,770	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/28/2010 000011697863	R	1,315.703	17.0300		- 22,406	22,406	
Total For Reinvestments							0
01/05/2010 000011697863	S	- 25,227.751	14.2700		360,000	284,783	75,217
02/10/2010 000011697863	S	- 172,234.763	13.2900		2,289,000	1,944,272	344,728
04/21/2010 000011697863	S	- 12,150.688	16.4600		200,000	137,852	62,348
08/02/2010 000011697863	S	- 23,487.962	17.0300		400,000	266,738	133,262
Total For Sells							615,555
Total First Amer Real Estate Secs Fd Cl Y							615,555

Issue: 858268204 - Steelpath Mlp Select 40 I

09/01/2010 000011697869	B	32,145.622	10.1700		- 326,921	326,921	
09/01/2010 000011697870	B	33,931.254	10.1700		- 345,081	345,081	
09/02/2010 000011697869	B	31,179.462	10.2000		- 318,031	318,031	
09/02/2010 000011697870	B	33,298.906	10.2000		- 339,659	339,659	
09/03/2010 000011697869	B	31,322.097	10.2300		- 320,425	320,425	

EVERETT SMITH GROUP, LTD PENSION PLAN

Schedule H, line 4j – Schedule of Reportable Transactions
Plan 001
EIN 39-1201792

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/03/2010	B	33,286.255	10.2300		- 340,518	340,518	
000011697870							
09/07/2010	B	31,730.952	10.2300		- 324,608	324,608	
000011697869							
09/07/2010	B	33,678.708	10.2300		- 344,533	344,533	
000011697870							
09/08/2010	B	34,663.410	10.2300		- 354,607	354,607	
000011697869							
09/08/2010	B	33,669.679	10.2300		- 344,441	344,441	
000011697870							
Total For Buys				0	3,358,824	3,358,824	0
11/09/2010	R	5,137.277	10.8200		- 55,585	55,585	
000011697870							
Total For Reinvestments				0	55,585	55,585	0
Total Steelpath Mlp Select 401				0	3,414,409	3,414,409	0
GRAND TOTAL				0	31,618,882	31,003,327	615,555

CATEGORY 4 - SINGLE TRANSACTION WITH ONE BROKER EXCEEDS 5% OF VALUE
NO TRANSACTIONS QUALIFIED FOR THIS SECTION

Attachment to 2009 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name Everett Smith Group, Ltd. Pension Plan

EIN: 39-1201792

Plan Sponsor's Name Everett Smith Group, Ltd.

PN: 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
	First Americ Prime Obligation Fund	Money Market	299,648	299,648
	American Europacific Grth CI R5	Mutual Funds - Equity	2,585,887	2,628,842
	American Growth Fd of Amer 5	Mutual Funds - Equity	1,960,663	3,088,697
	Artio International Equity Fd	Mutual Fund - Equity	6,514,002	5,300,411
	Dfa Emerging Markets Value	Mutual Fund - Equity	2,640,519	5,375,916
	Dodge & Cox Stock Fund	Mutual Fund - Equity	3,428,079	3,001,216
	First Amer Real Estate Secs Fd CL Y	Mutual Fund - Equity	2,700,886	4,141,037

Attachment to 2009 Form 5500
Schedule H, line 4i - Schedule of Assets (Acquired or Disposed of Within Year)

Plan Name Everett Smith Group, Ltd. Pension Plan

EIN: 39-1201792

Plan Sponsor's Name Everett Smith Group, Ltd.

PN: 001

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(c) Cost of acquisitions	(d) Proceeds of dispositions
Hartford Sml Company Hls la	Mutual Fund - Equity	1,698,622	1,673,049
Lord Abbett Research Fund Inc I	Mutual Fund - Equity	880,863	1,627,473
Steelpath Mlp Select 40 I	Mutual Fund - Equity	3,414,408	3,601,001
Vanguard 500 Idx Fd #1340	Mutual Fund - Equity	2,482,703	3,106,756
American Centy Intl Bd Fds	Mutual Fund - Fixed Income	3,513,685	3,479,639
PIMCO Total Return Fund Inst	Mutual Fund - Fixed Income	5,456,904	5,857,283
PIMCO High Yield Instl	Mutual Fund - Fixed Income	2,555,603	2,723,633