

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</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 <u>SMITH MOUNTAIN INDUSTRIES, INC. 401(K) PLAN</u>	<table border="1" 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;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/2008</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/2008</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/2008</u>					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>SMITH MOUNTAIN INDUSTRIES, INC.</u> <u>1000 DILLARD DRIVE</u> <u>FOREST, VA 24551</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>01-0581784</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>434-385-1305</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>423990</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>01-0581784</u>	2c Sponsor's telephone number <u>434-385-1305</u>	2d Business code (see instructions) <u>423990</u>	
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2c Sponsor's telephone number <u>434-385-1305</u>					
2d Business code (see instructions) <u>423990</u>					

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.	09/22/2011	JENNIFER RICHTER AS PRACTITIONER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2010)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") SMITH MOUNTAIN INDUSTRIES, INC. 1000 DILLARD DRIVE FOREST, VA 24551	3b Administrator's EIN 01-0581784 3c Administrator's telephone number 434-385-1305
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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
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5 Total number of participants at the beginning of the plan year	5	128
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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	97
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	10
d Subtotal. Add lines 6a , 6b , and 6c	6d	107
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	107
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	63
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2E 2F 2G 2J 2K 2T 3D

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

9a Plan funding arrangement (check all that apply) (1) ☐ 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
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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 H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2010 This Form is Open to Public Inspection
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>		
A Name of plan <u>SMITH MOUNTAIN INDUSTRIES, INC. 401(K) 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>SMITH MOUNTAIN INDUSTRIES, INC.</u>	D Employer Identification Number (EIN) <u>01-0581784</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	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)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)	4306	906
	(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)	505223	583170
	(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
	(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	509529	584076

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	509529	584076
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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)	39826	
(B) Participants	2a(1)(B)	102703	
(C) Others (including rollovers)	2a(1)(C)	4537	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		147066

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(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)	98	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		98

(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)	13247	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		13247

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(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)		60591
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		221002

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	144785	
(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)		144785
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)	1670	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		1670
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		146455

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		74547
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

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

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

(1) Name: MCGLADREY & PULLEN, LLP

(2) EIN: 42-0714325

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		13853
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		100000
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.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 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)

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
		2010
		This Form is Open to Public Inspection.

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

A Name of plan <u>SMITH MOUNTAIN INDUSTRIES, INC. 401(K) 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>SMITH MOUNTAIN INDUSTRIES, INC.</u>	D Employer Identification Number (EIN) <u>01-0581784</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>95-6817943</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	

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)
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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
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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
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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) 2010
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

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

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

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

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

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

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

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

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

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

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

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

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

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

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

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

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

Smith Mountain Industries, Inc. 401(k) Plan

Financial Report
December 31, 2010

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Independent Auditor's Report

Smith Mountain Industries, Inc. 401(k) Plan
1000 Dillard Drive
Forest, Virginia 24551

We have audited the accompanying statements of net assets available for benefits of the Smith Mountain Industries, Inc. 401(k) Plan (the Plan) as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and supplemental schedules, as listed in the accompanying table of contents. These financial statements and supplemental schedules are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Smith Mountain Industries, Inc. 401(k) Plan as of December 31, 2010 and 2009, and the changes in net assets available for benefits for the year ended December 31, 2010, in conformity with accounting principles generally accepted in the United States of America.

Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of Delinquent Participant Contributions for the year ended December 31, 2010 and the Schedule of Assets (Held at End of Year) as of the year ended December 31, 2010, are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the United States Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

McGladrey & Pullen, LLP

Richmond, Virginia
September 16, 2011

Smith Mountain Industries, Inc. 401(k) Plan

**Statements Of Net Assets Available For Benefits
December 31, 2010 and 2009**

	2010	2009
Assets		
Investments at fair value	\$ 583,170	\$ 505,223
Notes receivable from participants	906	4,306
Total assets	584,076	509,529
Liabilities	-	-
Net assets available for benefits	\$ 584,076	\$ 509,529

See Notes To Financial Statements.

Smith Mountain Industries, Inc. 401(k) Plan

**Statement Of Changes In Net Assets Available For Benefits
Year Ended December 31, 2010**

Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 60,591
Interest and dividends	13,247
Net investment income	<u>73,838</u>
Interest income on notes receivable from participants	<u>98</u>
Contributions:	
Participants	102,703
Employer	39,826
Rollover	4,537
	<u>147,066</u>
Total additions	<u>221,002</u>
Deductions:	
Benefits paid to participants	144,785
Administrative expenses	1,670
Total deductions	<u>146,455</u>
Net increase	74,547
Net assets available for benefits, beginning of year	<u>509,529</u>
Net assets available for benefits, end of year	<u><u>\$ 584,076</u></u>

See Notes To Financial Statements.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 1. Plan Description

The following description of the Smith Mountain Industries, Inc. 401(k) Plan (the Plan) provides only general information. The Plan agreement should be referenced for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan established on January 1, 2008 by Smith Mountain Industries, Inc. for the benefit of its eligible employees. All assets of the Plan are held by American Funds Retirement Resources. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Eligibility: The Plan covers the employees of Smith Mountain Industries, Inc. (the Company) who have completed a Year of Service and are at least 21 years of age. A Year of Service is defined as working at least 1,000 hours during the 12-month period immediately after hire date. Each employee who becomes eligible to participate shall enter the Plan effective as of January 1, April 1, July 1, or October 1, coinciding with or following the date the employee obtains eligibility as defined above.

Contributions: Each year, participants may contribute a portion of their pre-tax annual compensation, as defined by the Plan, up to the maximum amount allowed by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined contribution or defined benefit plans. The Company provided a safe harbor matching contribution each Plan year in an amount equal to 100 percent of the first 3 percent of compensation and 50 percent of between 4 percent and 5 percent of compensation that a participant contributes to the Plan. This safe harbor matching contribution was suspended during 2010. The Company also may make a matching contribution at its discretion. There was no discretionary match during the year. The employee deferrals and Company matching contributions may be invested in selected participant directed investment choices. Contributions are subject to certain limitations.

Participant accounts: Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution, if any, (b) Plan earnings, and (c) forfeitures of terminated participant non-vested accounts, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Participant loans: Participants may borrow a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. All loans shall be considered investments of the trust and shall be evidenced by a promissory note signed by the participant. Loans are secured by the balance in the participant's account and bear an interest rate of prime plus 1.25 percent. Principal and interest are paid ratably through payroll deductions. A participant may only receive a loan upon demonstration of a hardship event.

Vesting: Participants are immediately vested in their contributions and Company safe harbor matching contributions plus actual earnings. The discretionary Company matching contributions vest on a six-year graded vesting schedule. Participants remained fully vested in Company contributions subsequent to the safe harbor matching contribution suspension during 2010 as no discretionary matching contributions were made.

Payments of benefits: Upon termination of service, retirement, death or disability, participants may receive their vested benefits in a single lump-sum amount equal to the value of the participant's vested interest in his or her account. The Plan also provides for hardship distributions if certain conditions are met as outlined in the Plan document. Hardship distributions may be made from only employee deferral amounts. Participants age 59 ½ and older may request an in-service withdrawal from either their salary deferral or matching contribution balances.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 1. Plan Description (Continued)

Forfeited accounts: These accounts may be used to reduce future employer contributions and administrative expenses. The Plan had no forfeiture balances as of December 31, 2010 and 2009, and there were no Plan forfeitures during 2010.

Expenses of the Plan: The Plan's administrative expenses are paid by either the Plan or the Plan Sponsor as provided by the Plan agreement.

Note 2. Summary of Accounting Policies

Basis of accounting: The accrual basis of accounting has been adopted by the Plan.

Use of estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosures of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Notes receivable from participants: Notes receivable from participants are measured at their unpaid principal balances plus any accrued interest. Delinquent loans are treated as distributions based upon the terms of the Plan document surrounding defaults.

Investment valuation and income recognition: The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair value measurement.

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

Payment of benefits: Benefit payments to participants are recorded when paid.

Subsequent events: The Plan has evaluated subsequent events for potential recognition and/or disclosure in the December 31, 2010 financial statements through September 16, 2011, the date the financial statements were available to be issued.

Recent Accounting Pronouncements: In January 2010, FASB issued an amendment, *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* (ASU 2010-06), which requires new disclosures and reasons for transfers of financial assets and liabilities between Levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for each class of financial assets and liabilities, and those disclosures should include a discussion of inputs and valuation techniques. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlement instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment is effective for periods beginning on or after December 15, 2009, and has been adopted. See Note 3 for the impact of this adoption. The guidance related to Level 3 measurements is effective for periods beginning on or after December 15, 2010, and has not yet been adopted. The effect of this change has not yet been determined.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 2. Summary of Accounting Policies (Continued)

In September 2010, the FASB issued an amendment, *Plan Accounting – Defined Contribution Pension Plans* (Topic 962) *Reporting Loans to Participants by Defined Contribution Pension Plans* (ASU 2010-25), which provides guidance on how loans to participants should be classified and measured by defined contribution pension plans. This amendment requires that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. This amendment was effective for periods ending after December 15, 2010, with early adoption permitted. This amendment requires retrospective application to all periods presented. This amendment was adopted for the year ended December 31, 2010, and retrospectively applied to December 31, 2009. Prior year amounts and disclosures have been revised to reflect the retrospective application of adopting this new amendment. The adoption resulted in a reclassification of participant loans totaling \$906 and \$4,306 from investments to notes receivable as of December 31, 2010 and 2009, respectively.

In May 2011, the FASB issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs*. ASU 2011-04 amended ASC 820, *Fair Value Measurements and Disclosures*, to converge the fair value measurement guidance in GAAP and International Financial Reporting Standards (IFRSs). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. Plan management is currently evaluating the effect that the provisions of ASU 2011-04 will have on the Plan's financial statements.

Note 3. Fair Value Measurements

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, provides a framework for measuring fair value. That framework produces a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The measurements hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB Statement No. 157 are described below:

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

Level 2 – Inputs to the valuation methodology include:

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

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

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 3. Fair Value Measurements (Continued)

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010.

Mutual Funds: Valued at the net asset value (NAV), of shares held by the Plan at year-end.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010:

Description	December 31, 2010	Level 1	Level 2	Level 3
Target Date Funds:				
American Funds 2015 Target Date	\$ 27,557	\$ 27,557	\$ -	\$ -
American Funds 2020 Target Date	38,222	38,222	-	-
American Funds 2025 Target Date	106,719	106,719	-	-
American Funds 2030 Target Date	44,081	44,081	-	-
American Funds 2035 Target Date	39,185	39,185	-	-
American Funds 2040 Target Date	62,102	62,102	-	-
American Funds 2045 Target Date	57,449	57,449	-	-
American Funds 2050 Target Date	12,254	12,254	-	-
International Funds:				
SMALLCAP World Fund	93,269	93,269	-	-
EuroPacific Growth Fund	23,719	23,719	-	-
Capital Income Builder	10,384	10,384	-	-
Capital World Growth and Income	19,645	19,645	-	-
Large Growth Funds:				
The Growth Fund of America	24,645	24,645	-	-
Fundamental Investors	709	709	-	-
The New Economy Fund	23,230	23,230	-	-
Total investments	\$ 583,170	\$ 583,170	\$ -	\$ -

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 3. Fair Value Measurements (Continued)

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

Description	December 31, 2009	Level 1	Level 2	Level 3
Target Date Funds:				
American Funds 2015 Target Date	\$ 24,346	\$ 24,346	\$ -	\$ -
American Funds 2020 Target Date	27,098	27,098	-	-
American Funds 2025 Target Date	86,174	86,174	-	-
American Funds 2030 Target Date	71,134	71,134	-	-
American Funds 2035 Target Date	25,593	25,593	-	-
American Funds 2040 Target Date	51,944	51,944	-	-
American Funds 2045 Target Date	38,119	38,119	-	-
American Funds 2050 Target Date	27,535	27,535	-	-
International Funds:				
SMALLCAP World Fund	71,850	71,850	-	-
EuroPacific Growth Fund	18,031	18,031	-	-
Capital Income Builder	9,967	9,967	-	-
Capital World Growth and Income	17,693	17,693	-	-
Large Growth Funds:				
The Growth Fund of America	20,732	20,732	-	-
The New Economy Fund	15,007	15,007	-	-
Total	\$ 505,223	\$ 505,223	\$ -	\$ -

During 2010, the Plan's investments appreciated in value by \$60,591 and \$13,247 of interest and dividends were earned on the aforementioned investments.

Note 4. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, foreign currency, market and credit risks.

Interest rate risk refers to the impact of interest rate changes on the Plan's financial position. Interest rate changes directly impact the fair value of fixed income securities held in the Plan. Interest rate changes will also have an indirect impact on the other investments held by the Plan.

Foreign currency risk is the risk that the value of a foreign currency denominated asset or liability will fluctuate due to changes in foreign exchange rates.

Market risk is the risk that the market value of an investment will fluctuate as a result of changes in market price.

Credit risk arises from the potential for an issuer or other counterparty to default on its contractual obligations to the Plan. Investments are recorded at fair value. This represents the maximum credit risk exposure of the Plan.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 5. Related Party Transactions

Certain Plan investments are managed by American Funds Retirement Resources, which is the custodian of the Plan. Therefore, investment transactions within the Plan qualify as party-in-interest transactions.

Note 6. Income Tax Status And Plan Amendments

Effective January 1, 2008, the Plan adopted a prototype standardized profit-sharing and safe harbor plan sponsored by ASC Institute, LLC. The prototype plan received an opinion letter from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since receiving the determination letter; however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code (IRC).

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (asset) if the organization has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2007.

Note 7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right, under the Plan, to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Company may determine.

Note 8. Prohibited Transactions

During 2010, the Plan Sponsor inadvertently failed to deposit approximately \$13,853 of participant deferrals within the required timeframe as stated by the United States Department of Labor (DOL). The DOL considers late deposits to be prohibited transactions. The Plan Sponsor will file Form 5330 and pay applicable excise tax related to the late deposits during 2011. The excise tax payments will be made from the Plan Sponsor's assets and not from assets of the Plan.

Note 9. Plan Amendments

The Plan was amended effective May 21, 2010, to suspend the safe harbor status of the Plan.

Effective November 15, 2010, the Plan was amended to update the trustees that are responsible for the Plan.

Smith Mountain Industries, Inc. 401(k) Plan

Schedule Of Delinquent Participant Contributions

Form 5500 – Schedule H, Line 4a

Year Ended December 31, 2010

Employer Identification Number: 01-0581784

Plan Number: 001

Participant Contributions Transferred Late to Plan	Total That Constitute Non-Exempt Prohibited Transactions			Total Fully Corrected
Check here if late participant loan repayments are included ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Under VFCP and PTE 2002-51
\$ 13,853	\$ -	\$ 13,853	\$ -	\$ -

Participant contributions were remitted untimely during the year ended December 31, 2010. Lost earnings are to be remitted in 2011. Form 5330 will be filed with the applicable excise tax in 2011.

Smith Mountain Industries, Inc. 401(k) Plan

**Schedule Of Assets (Held At End Of Year)
December 31, 2010**

Employer Identification Number: 01-0581784

Plan Number: 001

(a)	(b)	(c)	(d)	(e)	(f)
	Identity Of Issuer, Borrower, Lessor, Or Similar Party	Description Of Investment, Including Maturity Date, Rate Of Interest, Collateral, Par, Or Maturity Value	Cost**	Number Of Shares	Current Value Value
*	American Funds Retirement Resources	The Growth Fund of America		816	\$ 24,645
*	American Funds Retirement Resources	Fundamental Investors Fund		19	709
*	American Funds Retirement Resources	The New Economy Fund		922	23,230
*	American Funds Retirement Resources	Capital Income Builder		208	10,384
*	American Funds Retirement Resources	EuroPacific Growth Fund		583	23,719
*	American Funds Retirement Resources	Capital World Growth and Income		551	19,645
*	American Funds Retirement Resources	SMALLCAP World Fund		2,416	93,269
*	American Funds Retirement Resources	American Funds 2015 Target Date		3,015	27,557
*	American Funds Retirement Resources	American Funds 2020 Target Date		4,214	38,222
*	American Funds Retirement Resources	American Funds 2025 Target Date		11,650	106,719
*	American Funds Retirement Resources	American Funds 2030 Target Date		4,704	44,081
*	American Funds Retirement Resources	American Funds 2035 Target Date		4,204	39,185
*	American Funds Retirement Resources	American Funds 2040 Target Date		6,614	62,102
*	American Funds Retirement Resources	American Funds 2045 Target Date		6,131	57,449
*	American Funds Retirement Resources	American Funds 2050 Target Date		1,332	12,254
		Notes Receivable from Participants, Interest rates are 4.50%,			906
					<u>\$ 584,076</u>

*American Funds Retirement Resources is the custodian of Plan assets and therefore represents a party-in-interest.

**Cost is not required for participant directed investments.

Smith Mountain Industries, Inc. 401(k) Plan

Financial Report
December 31, 2010

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Independent Auditor's Report

Smith Mountain Industries, Inc. 401(k) Plan
1000 Dillard Drive
Forest, Virginia 24551

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We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Smith Mountain Industries, Inc. 401(k) Plan as of December 31, 2010 and 2009, and the changes in net assets available for benefits for the year ended December 31, 2010, in conformity with accounting principles generally accepted in the United States of America.

Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of Delinquent Participant Contributions for the year ended December 31, 2010 and the Schedule of Assets (Held at End of Year) as of the year ended December 31, 2010, are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the United States Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

McGladrey & Pullen, LLP

Richmond, Virginia
September 16, 2011

Smith Mountain Industries, Inc. 401(k) Plan

**Statements Of Net Assets Available For Benefits
December 31, 2010 and 2009**

	2010	2009
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Net assets available for benefits	\$ 584,076	\$ 509,529

See Notes To Financial Statements.

Smith Mountain Industries, Inc. 401(k) Plan

**Statement Of Changes In Net Assets Available For Benefits
Year Ended December 31, 2010**

Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 60,591
Interest and dividends	13,247
Net investment income	<u>73,838</u>
Interest income on notes receivable from participants	<u>98</u>
Contributions:	
Participants	102,703
Employer	39,826
Rollover	4,537
	<u>147,066</u>
Total additions	<u>221,002</u>
Deductions:	
Benefits paid to participants	144,785
Administrative expenses	1,670
Total deductions	<u>146,455</u>
Net increase	74,547
Net assets available for benefits, beginning of year	<u>509,529</u>
Net assets available for benefits, end of year	<u><u>\$ 584,076</u></u>

See Notes To Financial Statements.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 1. Plan Description

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Eligibility: The Plan covers the employees of Smith Mountain Industries, Inc. (the Company) who have completed a Year of Service and are at least 21 years of age. A Year of Service is defined as working at least 1,000 hours during the 12-month period immediately after hire date. Each employee who becomes eligible to participate shall enter the Plan effective as of January 1, April 1, July 1, or October 1, coinciding with or following the date the employee obtains eligibility as defined above.

Contributions: Each year, participants may contribute a portion of their pre-tax annual compensation, as defined by the Plan, up to the maximum amount allowed by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined contribution or defined benefit plans. The Company provided a safe harbor matching contribution each Plan year in an amount equal to 100 percent of the first 3 percent of compensation and 50 percent of between 4 percent and 5 percent of compensation that a participant contributes to the Plan. This safe harbor matching contribution was suspended during 2010. The Company also may make a matching contribution at its discretion. There was no discretionary match during the year. The employee deferrals and Company matching contributions may be invested in selected participant directed investment choices. Contributions are subject to certain limitations.

Participant accounts: Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution, if any, (b) Plan earnings, and (c) forfeitures of terminated participant non-vested accounts, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Participant loans: Participants may borrow a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. All loans shall be considered investments of the trust and shall be evidenced by a promissory note signed by the participant. Loans are secured by the balance in the participant's account and bear an interest rate of prime plus 1.25 percent. Principal and interest are paid ratably through payroll deductions. A participant may only receive a loan upon demonstration of a hardship event.

Vesting: Participants are immediately vested in their contributions and Company safe harbor matching contributions plus actual earnings. The discretionary Company matching contributions vest on a six-year graded vesting schedule. Participants remained fully vested in Company contributions subsequent to the safe harbor matching contribution suspension during 2010 as no discretionary matching contributions were made.

Payments of benefits: Upon termination of service, retirement, death or disability, participants may receive their vested benefits in a single lump-sum amount equal to the value of the participant's vested interest in his or her account. The Plan also provides for hardship distributions if certain conditions are met as outlined in the Plan document. Hardship distributions may be made from only employee deferral amounts. Participants age 59 ½ and older may request an in-service withdrawal from either their salary deferral or matching contribution balances.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 1. Plan Description (Continued)

Forfeited accounts: These accounts may be used to reduce future employer contributions and administrative expenses. The Plan had no forfeiture balances as of December 31, 2010 and 2009, and there were no Plan forfeitures during 2010.

Expenses of the Plan: The Plan's administrative expenses are paid by either the Plan or the Plan Sponsor as provided by the Plan agreement.

Note 2. Summary of Accounting Policies

Basis of accounting: The accrual basis of accounting has been adopted by the Plan.

Use of estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosures of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Notes receivable from participants: Notes receivable from participants are measured at their unpaid principal balances plus any accrued interest. Delinquent loans are treated as distributions based upon the terms of the Plan document surrounding defaults.

Investment valuation and income recognition: The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair value measurement.

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

Payment of benefits: Benefit payments to participants are recorded when paid.

Subsequent events: The Plan has evaluated subsequent events for potential recognition and/or disclosure in the December 31, 2010 financial statements through September 16, 2011, the date the financial statements were available to be issued.

Recent Accounting Pronouncements: In January 2010, FASB issued an amendment, *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* (ASU 2010-06), which requires new disclosures and reasons for transfers of financial assets and liabilities between Levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for each class of financial assets and liabilities, and those disclosures should include a discussion of inputs and valuation techniques. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlement instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment is effective for periods beginning on or after December 15, 2009, and has been adopted. See Note 3 for the impact of this adoption. The guidance related to Level 3 measurements is effective for periods beginning on or after December 15, 2010, and has not yet been adopted. The effect of this change has not yet been determined.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 2. Summary of Accounting Policies (Continued)

In September 2010, the FASB issued an amendment, *Plan Accounting – Defined Contribution Pension Plans* (Topic 962) *Reporting Loans to Participants by Defined Contribution Pension Plans* (ASU 2010-25), which provides guidance on how loans to participants should be classified and measured by defined contribution pension plans. This amendment requires that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. This amendment was effective for periods ending after December 15, 2010, with early adoption permitted. This amendment requires retrospective application to all periods presented. This amendment was adopted for the year ended December 31, 2010, and retrospectively applied to December 31, 2009. Prior year amounts and disclosures have been revised to reflect the retrospective application of adopting this new amendment. The adoption resulted in a reclassification of participant loans totaling \$906 and \$4,306 from investments to notes receivable as of December 31, 2010 and 2009, respectively.

In May 2011, the FASB issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs*. ASU 2011-04 amended ASC 820, *Fair Value Measurements and Disclosures*, to converge the fair value measurement guidance in GAAP and International Financial Reporting Standards (IFRSs). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. Plan management is currently evaluating the effect that the provisions of ASU 2011-04 will have on the Plan's financial statements.

Note 3. Fair Value Measurements

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, provides a framework for measuring fair value. That framework produces a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The measurements hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB Statement No. 157 are described below:

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

Level 2 – Inputs to the valuation methodology include:

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

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

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 3. Fair Value Measurements (Continued)

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010.

Mutual Funds: Valued at the net asset value (NAV), of shares held by the Plan at year-end.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010:

Description	December 31, 2010	Level 1	Level 2	Level 3
Target Date Funds:				
American Funds 2015 Target Date	\$ 27,557	\$ 27,557	\$ -	\$ -
American Funds 2020 Target Date	38,222	38,222	-	-
American Funds 2025 Target Date	106,719	106,719	-	-
American Funds 2030 Target Date	44,081	44,081	-	-
American Funds 2035 Target Date	39,185	39,185	-	-
American Funds 2040 Target Date	62,102	62,102	-	-
American Funds 2045 Target Date	57,449	57,449	-	-
American Funds 2050 Target Date	12,254	12,254	-	-
International Funds:				
SMALLCAP World Fund	93,269	93,269	-	-
EuroPacific Growth Fund	23,719	23,719	-	-
Capital Income Builder	10,384	10,384	-	-
Capital World Growth and Income	19,645	19,645	-	-
Large Growth Funds:				
The Growth Fund of America	24,645	24,645	-	-
Fundamental Investors	709	709	-	-
The New Economy Fund	23,230	23,230	-	-
Total investments	\$ 583,170	\$ 583,170	\$ -	\$ -

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 3. Fair Value Measurements (Continued)

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

Description	December 31, 2009	Level 1	Level 2	Level 3
Target Date Funds:				
American Funds 2015 Target Date	\$ 24,346	\$ 24,346	\$ -	\$ -
American Funds 2020 Target Date	27,098	27,098	-	-
American Funds 2025 Target Date	86,174	86,174	-	-
American Funds 2030 Target Date	71,134	71,134	-	-
American Funds 2035 Target Date	25,593	25,593	-	-
American Funds 2040 Target Date	51,944	51,944	-	-
American Funds 2045 Target Date	38,119	38,119	-	-
American Funds 2050 Target Date	27,535	27,535	-	-
International Funds:				
SMALLCAP World Fund	71,850	71,850	-	-
EuroPacific Growth Fund	18,031	18,031	-	-
Capital Income Builder	9,967	9,967	-	-
Capital World Growth and Income	17,693	17,693	-	-
Large Growth Funds:				
The Growth Fund of America	20,732	20,732	-	-
The New Economy Fund	15,007	15,007	-	-
Total	\$ 505,223	\$ 505,223	\$ -	\$ -

During 2010, the Plan's investments appreciated in value by \$60,591 and \$13,247 of interest and dividends were earned on the aforementioned investments.

Note 4. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, foreign currency, market and credit risks.

Interest rate risk refers to the impact of interest rate changes on the Plan's financial position. Interest rate changes directly impact the fair value of fixed income securities held in the Plan. Interest rate changes will also have an indirect impact on the other investments held by the Plan.

Foreign currency risk is the risk that the value of a foreign currency denominated asset or liability will fluctuate due to changes in foreign exchange rates.

Market risk is the risk that the market value of an investment will fluctuate as a result of changes in market price.

Credit risk arises from the potential for an issuer or other counterparty to default on its contractual obligations to the Plan. Investments are recorded at fair value. This represents the maximum credit risk exposure of the Plan.

Smith Mountain Industries, Inc. 401(k) Plan

Notes To Financial Statements

Note 5. Related Party Transactions

Certain Plan investments are managed by American Funds Retirement Resources, which is the custodian of the Plan. Therefore, investment transactions within the Plan qualify as party-in-interest transactions.

Note 6. Income Tax Status And Plan Amendments

Effective January 1, 2008, the Plan adopted a prototype standardized profit-sharing and safe harbor plan sponsored by ASC Institute, LLC. The prototype plan received an opinion letter from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since receiving the determination letter; however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code (IRC).

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (asset) if the organization has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2007.

Note 7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right, under the Plan, to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Company may determine.

Note 8. Prohibited Transactions

During 2010, the Plan Sponsor inadvertently failed to deposit approximately \$13,853 of participant deferrals within the required timeframe as stated by the United States Department of Labor (DOL). The DOL considers late deposits to be prohibited transactions. The Plan Sponsor will file Form 5330 and pay applicable excise tax related to the late deposits during 2011. The excise tax payments will be made from the Plan Sponsor's assets and not from assets of the Plan.

Note 9. Plan Amendments

The Plan was amended effective May 21, 2010, to suspend the safe harbor status of the Plan.

Effective November 15, 2010, the Plan was amended to update the trustees that are responsible for the Plan.

Smith Mountain Industries, Inc. 401(k) Plan

Schedule Of Delinquent Participant Contributions

Form 5500 – Schedule H, Line 4a

Year Ended December 31, 2010

Employer Identification Number: 01-0581784

Plan Number: 001

Participant Contributions Transferred Late to Plan	Total That Constitute Non-Exempt Prohibited Transactions			Total Fully Corrected
Check here if late participant loan repayments are included ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Under VFCP and PTE 2002-51
\$ 13,853	\$ -	\$ 13,853	\$ -	\$ -

Participant contributions were remitted untimely during the year ended December 31, 2010. Lost earnings are to be remitted in 2011. Form 5330 will be filed with the applicable excise tax in 2011.

Smith Mountain Industries, Inc. 401(k) Plan

**Schedule Of Assets (Held At End Of Year)
December 31, 2010**

Employer Identification Number: 01-0581784

Plan Number: 001

(a)	(b)	(c)	(d)	(e)	(f)
	Identity Of Issuer, Borrower, Lessor, Or Similar Party	Description Of Investment, Including Maturity Date, Rate Of Interest, Collateral, Par, Or Maturity Value	Cost**	Number Of Shares	Current Value Value
*	American Funds Retirement Resources	The Growth Fund of America		816	\$ 24,645
*	American Funds Retirement Resources	Fundamental Investors Fund		19	709
*	American Funds Retirement Resources	The New Economy Fund		922	23,230
*	American Funds Retirement Resources	Capital Income Builder		208	10,384
*	American Funds Retirement Resources	EuroPacific Growth Fund		583	23,719
*	American Funds Retirement Resources	Capital World Growth and Income		551	19,645
*	American Funds Retirement Resources	SMALLCAP World Fund		2,416	93,269
*	American Funds Retirement Resources	American Funds 2015 Target Date		3,015	27,557
*	American Funds Retirement Resources	American Funds 2020 Target Date		4,214	38,222
*	American Funds Retirement Resources	American Funds 2025 Target Date		11,650	106,719
*	American Funds Retirement Resources	American Funds 2030 Target Date		4,704	44,081
*	American Funds Retirement Resources	American Funds 2035 Target Date		4,204	39,185
*	American Funds Retirement Resources	American Funds 2040 Target Date		6,614	62,102
*	American Funds Retirement Resources	American Funds 2045 Target Date		6,131	57,449
*	American Funds Retirement Resources	American Funds 2050 Target Date		1,332	12,254
		Notes Receivable from Participants, Interest rates are 4.50%,			906
					<u>\$ 584,076</u>

*American Funds Retirement Resources is the custodian of Plan assets and therefore represents a party-in-interest.

**Cost is not required for participant directed investments.

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 4085 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2010 This Form Is Open to Public Inspection
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Part I Annual Report Identification Information			
For calendar plan year 2010 or fiscal plan year beginning		01/01/2010	and ending
			12/31/2010
A This return/report is for:	☐ a multiemployer plan; ☒ a single-employer plan;	☐ a multiple-employer plan; or ☐ a DFE (specify) _____	
B This return/report is:	☐ the first return/report; ☐ an amended return/report;	☐ the final 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; ☐ special extension (enter description)	☐ automatic extension;	☐ the DFVC program;

Part II Basic Plan Information—enter all requested information											
1a Name of plan Smith Mountain Industries, Inc. 401(k) Plan 2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) Smith Mountain Industries, Inc. 1000 Dillard Drive Forest VA 24551	<table border="1" 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 01/01/2008</td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) 01-0581784</td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number (434) 385-1305</td> </tr> <tr> <td colspan="2">2d Business code (see instructions) 423990</td> </tr> </table>	1b Three-digit plan number (PN)	001	1c Effective date of plan 01/01/2008		2b Employer Identification Number (EIN) 01-0581784		2c Sponsor's telephone number (434) 385-1305		2d Business code (see instructions) 423990	
1b Three-digit plan number (PN)	001										
1c Effective date of plan 01/01/2008											
2b Employer Identification Number (EIN) 01-0581784											
2c Sponsor's telephone number (434) 385-1305											
2d Business code (see instructions) 423990											

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		9/21/11	Joe Sokolowski
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE		9/21/11	Joe Sokolowski
	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 (2010)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") Smith Mountain Industries, Inc. 1000 Dillard Drive Forest VA 24551		3b Administrator's EIN 01-0581784 3c Administrator's telephone number (434) 385-1305
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	128
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	97
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	10
d Subtotal. Add lines 6a, 6b, and 6c.....	6d	107
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e.....	6f	107
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	63
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ 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)