

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
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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>EMERGENCY MEDICINE ASSOCIATES, PA, PC 401(K) PROFIT SHARING 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>003</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1998</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>003</u>	1c Effective date of plan <u>01/01/1998</u>	
1b Three-digit plan number (PN) ▶	<u>003</u>				
1c Effective date of plan <u>01/01/1998</u>					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>EMERGENCY MEDICINE ASSOCIATES, PA, PC</u> <u>20010 CENTURY BOULEVARD</u> <u>SUITE 200</u> <u>GERMANTOWN, MD 20874</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>52-0962668</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>240-686-2300</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>621111</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>52-0962668</u>	2c Sponsor's telephone number <u>240-686-2300</u>	2d Business code (see instructions) <u>621111</u>	
2b Employer Identification Number (EIN) <u>52-0962668</u>					
2c Sponsor's telephone number <u>240-686-2300</u>					
2d Business code (see instructions) <u>621111</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.	10/03/2011	DORETTA GORDON
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/03/2011	DORETTA GORDON
	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")

EMERGENCY MEDICINE ASSOCIATES, PA, PC

20010 CENTURY BOULEVARD
SUITE 200
GERMANTOWN, MD 20874**3b** Administrator's EIN

52-0962668

3c Administrator's telephone number

240-686-2300

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**

531

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**

587

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

0

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

58

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

645

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

1

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

646

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g**

363

h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h****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:

2A 2E 2F 2G 2J 2R 2T

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

4D

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 2010 This Form is Open to Public Inspection
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010	
A Name of plan EMERGENCY MEDICINE ASSOCIATES, PA, PC 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500. EMERGENCY MEDICINE ASSOCIATES, PA, PC	D Employer Identification Number (EIN) 52-0962668

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
METLIFE

(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
13-5581829	65978	INDIVIDUAL CONT	3	01/01/2010	12/31/2010

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
159	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 NEW ENGLAND FINANCIAL 6430 ROCKLEDGE DRIVE SUITE 300 BETHESDA, MD 20817
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
159			3

(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 ▶ PUBLISHED RATES OF CARRIER		
b Premiums paid to carrier	6b	8905
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	
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)	
d Total of balance and additions (add b and c(6)).	7d	
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)	
f Balance at the end of the current year (subtract e(5) from d)	7f	

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 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
		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 EMERGENCY MEDICINE ASSOCIATES, PA, PC 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500 EMERGENCY MEDICINE ASSOCIATES, PA, PC	D Employer Identification Number (EIN) 52-0962668	

Part I	Service Provider Information (see instructions)
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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

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

WEST FINANCIAL SERVICES, INC.

52-0312970

(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?
27 51	NONE	34202	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
		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>EMERGENCY MEDICINE ASSOCIATES, PA, PC 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>EMERGENCY MEDICINE ASSOCIATES, PA, PC</u>		
D Employer Identification Number (EIN) <u>52-0962668</u>		

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)	<u>2594372</u>	<u>2935255</u>
(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)	<u>352791</u>	<u>432170</u>
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	<u>37805494</u>	<u>44740005</u>

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	40752657	48107430

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	40752657	48107430
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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)	2935255	
(B) Participants	2a(1)(B)	2921876	
(C) Others (including rollovers)	2a(1)(C)	67859	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		5924990

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)		
(F) Other	2b(1)(F)	4814456	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		4814456

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

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

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

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		10739446

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3350471	
(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)		3350471
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)	34202	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		34202
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		3384673

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		7354773
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: COHEN, RUTHERFORD & KNIGHT, PC

(2) EIN: 52-1202280

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		500000
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.
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan <u>EMERGENCY MEDICINE ASSOCIATES, PA, PC 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>EMERGENCY MEDICINE ASSOCIATES, PA, PC</u>	D Employer Identification Number (EIN) <u>52-0962668</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
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>94-3149038</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)
----------------	--

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
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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): _____



Report of Independent Auditors

Plan Sponsor and Plan Participants
Emergency Medicine Associates, P.A., P.C. 401(k) Profit Sharing Plan
Germantown, MD

We were engaged to audit the accompanying statements of net assets available for benefits of the Emergency Medicine Associates, P.A., P.C. 401(k) Profit Sharing Plan (the Plan) as of December 31, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended, and the schedule of assets (held at end of year) as of and for the year ended December 31, 2010. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the Plan year 2010 information summarized in *Note B*, which was certified by Charles Schwab Trust Company, the custodian of the Plan, except for comparing the information with the related information included in the 2010 financial statements and the supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian as of and for the Plan year ended December 31, 2010, that the information provided to the Plan administrator by the custodian is complete and accurate.

Because of the significance of the information in the Plan's 2010 financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule as of or for the year ended December 31, 2010. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

We have audited the statement of net assets available for benefits and statement of changes in net assets available for benefits of the Plan as of December 31, 2009, and in our report dated October 13, 2010, we expressed our opinion that such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009, and the changes in net assets available for benefits for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Cohen, Rutherford + Knight, P.C.

August 10, 2011
Bethesda, Maryland

COHEN
RUTHERFORD
+ KNIGHT_{PC}
Certified Public Accountants

++ ++ ++

Audited Financial Statements

**Emergency Medicine
Associates, P.A., P.C.
401(k) Profit Sharing Plan**

December 31, 2010 and 2009

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Audited Financial Statements
For the Years Ended December 31, 2010 and 2009**

- Contents -

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Report of Independent Auditors

Plan Sponsor and Plan Participants
Emergency Medicine Associates, P.A., P.C. 401(k) Profit Sharing Plan
Germantown, MD

We were engaged to audit the accompanying statements of net assets available for benefits of the Emergency Medicine Associates, P.A., P.C. 401(k) Profit Sharing Plan (the Plan) as of December 31, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended, and the schedule of assets (held at end of year) as of and for the year ended December 31, 2010. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the Plan year 2010 information summarized in *Note B*, which was certified by Charles Schwab Trust Company, the custodian of the Plan, except for comparing the information with the related information included in the 2010 financial statements and the supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian as of and for the Plan year ended December 31, 2010, that the information provided to the Plan administrator by the custodian is complete and accurate.

Because of the significance of the information in the Plan's 2010 financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule as of or for the year ended December 31, 2010. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

We have audited the statement of net assets available for benefits and statement of changes in net assets available for benefits of the Plan as of December 31, 2009, and in our report dated October 13, 2010, we expressed our opinion that such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009, and the changes in net assets available for benefits for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Cohen, Rutherford + Knight, P.C.

August 10, 2011
Bethesda, Maryland

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Statements of Net Assets Available for Benefits**

	December 31	
	2010	2009
ASSETS		
Participant-directed investments -- <i>Note B</i>	\$ 44,506,385	\$ 37,580,890
Cash surrender value of life insurance policies	<u>234,553</u>	<u>224,609</u>
Total Investments	44,740,938	37,805,499
 Receivables		
Employer contributions	2,935,255	2,594,372
Participant loans receivable	<u>432,171</u>	<u>352,792</u>
Total Receivables	3,367,426	2,947,164
 NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 48,108,364</u>	<u>\$ 40,752,663</u>

See the accompanying notes to the financial statements.

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Statements of Changes in Net Assets Available for Benefits**

	Year Ended December 31	
	2010	2009
ADDITIONS		
Contributions		
Employee	\$ 2,933,714	\$ 2,810,772
Employer	2,935,255	2,594,372
Rollover	67,859	103,117
Total Contributions	5,936,828	5,508,261
Investment income -- <i>Note B</i>		
Net appreciation in fair value of investments	4,502,217	5,890,190
Interest and dividends	691,257	172,141
Total Investment Income	5,193,474	6,062,331
TOTAL ADDITIONS	11,130,302	11,570,592
DEDUCTIONS		
Benefits paid to participants	3,728,297	4,977,632
Administrative expenses	46,304	22,341
TOTAL DEDUCTIONS	3,774,601	4,999,973
NET ADDITIONS	7,355,701	6,570,619
NET ASSETS AVAILABLE FOR BENEFITS AT BEGINNING OF YEAR	40,752,663	34,182,044
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	\$ 48,108,364	\$ 40,752,663

See the accompanying notes to the financial statements.

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements**

Note A – Description of Plan and Summary of Significant Accounting Policies

Description of Plan

The Emergency Medicine Associates (EMA), P.A., P.C. 401(k) Profit Sharing Plan (the Plan) was adopted July 1, 1988 as a defined contribution savings plan as described in Section 401(k) of the Internal Revenue Code (the Code). The EMA Money Purchase Pension Plan was merged into the Plan effective January 1, 2002. The Plan covers all employees of EMA (the Plan Sponsor) and any controlled corporations who have completed one year of service and whose regular work schedules call for the performance of more than 1,000 hours of work per year.

Eligible employees can elect to contribute up to 100% of their pretax annual compensation as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified retirement plans; however, total contributions may not exceed the maximum annual amount as defined by the Internal Revenue Service (IRS). Under the profit sharing part of the Plan, each Plan year the EMA Board of Directors will determine the amount of the profit sharing contribution, if any, for that year. Participants are fully vested in employer and employee contributions and related earnings upon entry into the Plan. Participants may direct contributions and related earnings among a variety of investment options provided by Krish Actuarial, the Plan Administrator.

The Plan provides for disability, death, and pension benefits upon severance from employment, and offers hardship withdrawals for those in need who qualify. As of January 1, 2008, upon severance, participants whose vested accounts do not exceed \$1,000 will receive a lump sum distribution as soon as practicable, while others may elect to withdraw balances or postpone payment until their normal retirement date. Before January 1, 2008, upon separation, participants whose vested accounts did not exceed \$5,000 received a lump sum distribution as soon as practicable, while others could elect to withdraw balances or postpone payment until their normal retirement date. The total vested account balances of terminated employees with balances less than \$1,000 totaled \$3,116 and \$1,217 as of December 31, 2010 and 2009, respectively.

Although it has not expressed any intent to do so, the Plan Sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Upon complete or partial termination of the Plan, or in the event of complete discontinuance of contributions, the rights of all affected participants to benefits accrued through the date of termination or discontinuance shall become non-forfeitable.

The above description of the Plan only provides general information. Participants should refer to the Plan agreement for a more complete description of its provisions.

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued**

**Note A – Description of Plan and Summary of Significant Accounting Policies
– Continued**

Basis of Accounting

The accompanying financial statements of the Plan are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of additions to and deductions from net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Valuation of Investments

Investments of the Plan are stated at fair value based on quoted market prices. Shares of mutual funds are valued at quoted market prices, which represent the net value of shares held by the Plan at year-end. Purchases and sales of securities are recorded on a trade-date basis (see *Note B*).

Risks and Uncertainties

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

During September 2008, certain large U.S. financial institutions failed, primarily as a result of holdings in troubled subprime loans or assets collateralized with such distressed loans. These institutional failures, and the negative economic conditions that contributed to these failures, generated substantial volatility in global financial markets and substantial uncertainty regarding access to capital and the continued viability of many other financial institutions. Despite the federal legislative initiatives to ameliorate these conditions, global credit markets remain volatile, and the health of the global economy continues to be uncertain. These conditions create uncertainty regarding the future valuation of the Plan's invested funds, and the resulting impact on the future financial position and cash flows of the Plan could be material.

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued**

**Note A – Description of Plan and Summary of Significant Accounting Policies
– Continued**

Federal Income Tax Status

The Plan Sponsor adopted a prototype plan used by Charles Schwab & Co., Inc. The prototype plan was intended to satisfy the provisions of Section 401(k) of the Internal Revenue Code of 1986, as amended. The IRS has determined and informed the Plan Sponsor by a letter dated July 27, 2009 that the Plan is designed in accordance with applicable sections of the Code.

Management has also considered the impact of unrelated business activities and has concluded that the Plan is not subject to unrelated business tax or any other taxes that could be imposed by the Internal Revenue Code or state taxing authorities. As such, no provision is made for income taxes and no asset or liability has been recognized for deferred taxes.

Participant Loans Receivable and Provision for Loans in Default

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or fifty percent of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at a fixed rate of prime plus one percent, ranging from 4.25% - 9.25% during 2010. Principal and interest is paid ratably through bi-weekly payroll deductions.

Subsequent Events

Subsequent events have been evaluated by management through August 10, 2011, which is the date the financial statement were available to be issued.

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued

Note B – Investments

The investment and investment income information summarized below and included in the related schedule is unaudited for 2010 and has been certified as complete and accurate by Charles Schwab Trust Company, the Plan custodian, as of and for the year ended December 31, 2010. The following presents total Plan investments held by major classification at December 31:

	<u>2010</u>	<u>2009</u>
Investments, at fair value:		
Cash	\$ 83,904	\$ 48,383
Cash Equivalents	8,776,783 *	7,742,928 *
Government and Agency Obligations	21,369	2,430,335
Corporate Obligations	449	0
Common Stock	8,730,506 *	7,666,998 *
Preferred Stock	44,691	0
Mutual Funds	25,002,235 *	17,789,323 *
Unit Investment Trusts	1,630,690	1,902,923
Other Assets	215,758	0
Cash Surrender Value of Life Insurance Policies	234,553	224,609
	<u>\$ 44,740,938</u>	<u>\$ 37,805,499</u>

**Represents 5% or more of the Plan's net assets.*

Accounting principles generally accepted in the United States of America require the presentation of the net appreciation (depreciation) and income in the fair value of each significant type of investment, and assets held at year end greater than 5% of plan assets; however, the Plan custodian during 2009 (Schwab Institutional) was unable to provide the information necessary to meet this requirement for 2009. The net appreciation (depreciation) in the fair value of the Plan's investments for 2009 totaled \$5,890,190 as reported in the accompanying statements of changes in net assets available for benefits. The following table presents the net appreciation (depreciation) in fair value of the Plan's investments for 2010:

Interest and dividends	\$ 691,257
Net appreciation (depreciation) in fair value of investments:	
Cash Equivalents, Interest Bearing	9,955
Government and Agency Obligations	66
Corporate Obligations	(11,425)
Common Stock	1,168,892
Preferred Stock	2,514
Mutual Funds	3,106,066
Unit Investment Trusts	182,480
Other Assets	43,669
	<u>\$ 5,193,474</u>

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued**

Note B – Investments - Continued

Current accounting standards define fair value as 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, and establish a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels of inputs that may be used to measure fair value are:

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

Level 2: Observable input other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

The following discussion describes the valuation methodologies used for financial assets measured at fair value. The techniques utilized in estimating the fair values are affected by the assumptions used, including discount rates, and estimates of the amount and timing of future cash flows. Care should be exercised in deriving conclusions about the Plan's business, its value, or financial position based on the fair value information of financial assets presented below.

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued

Note B – Investments - Continued

Fair value estimates are made at a specific point in time, based on available market information and judgments about the financial asset, including estimates of the timing, amount of expected future cash flows, and the credit standing of the issuer. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the immediate settlement of the financial asset. Furthermore, the disclosed fair values do not reflect any premium or discount that could result from offering for sale at one time an entire holding of a particular financial asset. Potential taxes and other expenses that would be incurred in an actual sale or settlement are not reflected in the amounts disclosed.

Fair values of equity securities, equity funds, bond funds, fixed income funds and others have been determined by the Plan from observable market quotations, when available. Private placement securities and other equity securities where a public quotation is not available are valued by using broker quotes. Money market securities comprise short-term fixed income securities. Because of the nature of these assets, carrying amounts approximate fair values, which have been determined from public quotations, when available.

The following table presents the Plan's fair value hierarchy for assets measured at fair value on a recurring basis as of December 31, 2010:

	<u>Level 1</u>	<u>Level 2</u>	<u>Total</u>
Cash	\$ 83,904	\$ 0	\$ 83,904
Money markets	0	7,772,238	7,772,238
Money markets, interest bearing	0	1,004,545	1,004,545
Government agency obligations	0	21,369	21,369
Corporate obligations	0	449	449
Common stocks:			
Banking and financial services	1,414,530	0	1,414,530
Basic materials	1,245,100	0	1,245,100
Communications	11,626	0	11,626
Conglomerates	165,277	0	165,277
Consumer goods	1,037,936	0	1,037,936
Healthcare	639,703	0	639,703
Industrial goods	296,770	0	296,770
International	90,070	0	90,070
Services	930,018	0	930,018
Technology	2,747,588	0	2,747,588
Utilities	151,818	0	151,818
Venture capital firm	71	0	71
Preferred stocks:			
Banking and financial services	44,691	0	44,691

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued

Note B – Investments - Continued

Fair Value Measurements - Continued

	<u>Level 1</u>	<u>Level 2</u>	<u>Total</u>
Mutual funds:			
Aggressive allocation	0	55,897	55,897
Banking and financial services	0	165,555	165,555
Basic materials	0	3,062	3,062
Commodities	0	66,766	66,766
Conservative allocation	0	344,640	344,640
Consumer staples	0	7,969	7,969
Emerging markets	0	231,804	231,804
Emerging markets bond	0	187,451	187,451
Equity	0	162,705	162,705
Health	0	90,450	90,450
High yield bond	0	86,058	86,058
Index	0	113,328	113,328
Inflation-protected bond	0	94,205	94,205
Intermediate government	0	39,526	39,526
Intermediate-term bond	0	1,963,974	1,963,974
International growth	0	1,186,827	1,186,827
International large blend	0	538,857	538,857
International large growth	0	1,198,455	1,198,455
International value	0	597,547	597,547
Large blend	0	3,610,726	3,610,726
Large growth	0	3,788,745	3,788,745
Large value	0	1,221,715	1,221,715
Mid-cap blend	0	1,162,941	1,162,941
Mid-cap growth	0	188,908	188,908
Mid-cap value	0	1,431,255	1,431,255
Moderate allocation	0	4,174,602	4,174,602
Multisector bond	0	165,583	165,583
Natural resources	0	21,134	21,134
Real estate	0	51,616	51,616
Short government	0	2,668	2,668
Short term bond	0	358,880	358,880
Small blend	0	646,069	646,069
Small growth	0	904,820	904,820
Small value	0	48,866	48,866
Technology	0	88,633	88,633

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued

Note B – Investments – Continued

Fair Value Measurements - Continued

	<u>Level 1</u>	<u>Level 2</u>	<u>Total</u>
Unit investment trusts:			
Banking and financial services	0	79,690	79,690
Basic materials	0	7,746	7,746
Commodities	0	240,470	240,470
Consumer goods	0	6,455	6,455
Emerging markets	0	78,367	78,367
Index	0	265,282	265,282
Industrial	0	3,032	3,032
International growth	0	104,455	104,455
International large blend	0	19,186	19,186
Large blend	0	57,428	57,428
Large growth	0	103,711	103,711
Large value	0	332,506	332,506
Mid-cap blend	0	38,380	38,380
Moderate allocation	0	53,877	53,877
Multialternative	0	135,733	135,733
Real estate	0	81,688	81,688
Small-cap blend	0	6,600	6,600
Technology	0	16,085	16,085
Other assets:			
Basic materials - oil and gas pipelines	0	214,674	214,674
Other	0	1,084	1,084
Total	\$ 8,859,102	\$ 35,647,283	\$ 44,506,385

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued**

Note B – Investments - Continued

Fair Value Measurements - Continued

The following table presents the Plan's fair value hierarchy for assets measured at fair value on a recurring basis as of December 31, 2009:

	Level 1	Level 2	Total
Equity Securities	\$ 7,666,998	\$ 0	\$ 7,666,998
Equity Funds	0	16,474,605	16,474,606
Money Markets	0	7,742,928	7,742,928
Other	0	1,902,923	1,902,923
Bond Funds	0	2,430,335	2,430,335
Fixed Income Funds	0	1,314,717	1,314,717
Cash	48,383	0	48,383
Total	\$ 7,715,381	\$ 29,865,508	\$ 37,580,890

Note C – Party-in-Interest Transactions

Certain accounting and administrative functions of the Plan are performed by the Plan administrator at no cost to the Plan. Krish Actuarial Consultants (Krish) provide valuation and recordkeeping services to the Plan. Amounts paid to Krish were approximately \$24,260 and \$22,341 for the years ended December 31, 2010 and 2009, respectively. The Plan engages West Financial Services (West) as the investment advisor for the funds of the Plan. Amounts paid to West were approximately \$37,523 and \$24,484 for the years ended December 31, 2010 and 2009, respectively. Charles Schwab Trust Company serves as the custodian to the Plan. Expenses related to individual participant investment accounts are charged to the respective participants, in addition to their share of any other expenses that are properly chargeable to the Plan.

**Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued**

Note D – Reconciliation to IRS Form 5500

The following tables reconcile the accompanying audited financial statements to the IRS Form 5500.

December 31, 2010	Audited Financial Statements	Form 5500	Variance
ASSETS			
Participant-directed investments	\$ 44,506,385	\$ 44,740,005	\$ (233,620) (1)
Cash surrender value of life insurance policies	234,553	0	234,553 (1)
Total Investments	44,740,938	44,740,005	933
RECEIVABLES			
Employer contributions	2,935,255	2,935,255	0
Participant loans receivable	432,171	432,170	1 (2)
Total Receivables	3,367,426	3,367,425	1
NET ASSETS AVAILABLE FOR BENEFITS	\$ 48,108,364	\$ 48,107,430	\$ 934
ADDITIONS			
Contributions			
Employee	\$ 2,933,714	\$ 2,921,876	\$ 11,838 (1)
Employer	2,935,255	2,935,255	0
Rollover	67,859	67,859	0
Total Contributions	5,936,828	5,924,990	11,838
Investment income			
Net appreciation in fair value of investments	4,502,217	4,814,456	(312,239) (1)
Interest and dividends	691,257	0	691,257 (1)
Total Investment Income	5,193,474	4,814,456	379,018
TOTAL ADDITIONS	11,130,302	10,739,446	390,856
DEDUCTIONS			
Benefits paid to participants	3,728,297	3,350,471	377,826 (1)
Administrative expenses	46,304	34,202	12,102 (1)
TOTAL DEDUCTIONS	3,774,601	3,384,673	389,928
NET ADDITIONS	7,355,701	7,354,773	928
NET ASSETS AVAILABLE FOR BENEFITS AT BEGINNING OF YEAR	40,752,663	40,752,380	283 (1)
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	\$ 48,108,364	\$ 48,107,153	\$ 1,211 (1)

(1) Variance due to classification differences.

(2) Variance due to rounding differences

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Notes to the Financial Statements – Continued

Note D – Reconciliation to IRS Form 5500 – Continued

December 31, 2009	Audited Financial Statements	Form 5500	Variance
ASSETS			
Participant-directed investments	\$ 37,580,890	\$ 37,805,494	\$ (224,604) (1)
Cash surrender value of life insurance policies	224,609	0	224,609 (1)
Total Investments	37,805,499	37,805,494	5 (2)
RECEIVABLES			
Employer contributions	2,594,372	2,594,372	0
Participant loans receivable	352,792	352,791	1 (2)
Total Receivables	2,947,164	2,947,163	1
NET ASSETS AVAILABLE FOR BENEFITS	\$ 40,752,663	\$ 40,752,657	\$ 6
ADDITIONS			
Contributions			
Employee	\$ 2,810,772	\$ 2,810,772	\$ 0
Employer	2,594,372	2,594,372	0
Rollover	103,117	103,117	0
Total Contributions	5,508,261	5,508,261	0
Investment income			
Net depreciation in fair value of investments	5,890,190	6,062,049	(171,859) (1)
Interest and dividends	172,141	0	172,141 (1)
Total Investment Income	6,062,331	6,062,049	282
TOTAL ADDITIONS	11,570,592	11,570,310	282
DEDUCTIONS			
Benefits paid to participants	4,977,632	4,977,632	0
Administrative expenses	22,341	22,342	(1) (2)
TOTAL DEDUCTIONS	4,999,973	4,999,974	(1)
NET ADDITIONS	6,570,619	6,570,336	283
NET ASSETS AVAILABLE FOR BENEFITS AT BEGINNING OF YEAR	34,182,044	34,182,044	0
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	\$ 40,752,663	\$ 40,752,380	\$ 283

(1) Variance due to classification differences.

(2) Variance due to rounding differences.

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Schedule of Assets (Held at End of Year)
December 31, 2010

Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Charles Schwab Trust Company:			
Cash	83,904	**	\$ 83,904
Cash Equivalents:			
Schwab Cash Reserve Sweep Shares	* 45,846	**	45,846
Schwab Government Money Fund	* 46,479	**	46,479
Schwab Investor Money Fund	* 205,789	**	205,789
Schwab Money Market Fund	* 6,552,750	**	6,552,750
Schwab US Treasury Money Fund	* 729,122	**	729,122
Schwab Value Advantage Money Fund	* 192,252	**	192,252
Cash Equivalents - Interest Bearing:			
Ally Bk	50,000	**	50,351
Ally Bk	91,000	**	90,886
Ally Bk Gmac	50,000	**	49,924
Citi Bank NA	17,000	**	17,453
Citizens NB	50,000	**	50,345
Compass Bank N A	18,000	**	18,147
Compass Bank NA	50,000	**	50,387
Discover Bank N A	95,000	**	107,113
Discover Bank N A	50,000	**	50,483
Discover Bank N A	78,000	**	80,016
Discover Bank N A	95,000	**	105,578
First Bank	670	**	0
First St Bk GA	50,000	**	50,810
GE Capital Fin	12,000	**	12,321
GE Money Bank N A	50,000	**	50,642
Goldman Sachs Bk	34,000	**	35,819
Goldman Sachs Bk	16,000	**	18,348
Huntington Natl	50,000	**	50,119
Moran Stanley Bk NA	26,000	**	26,835
Sun National Bk	50,000	**	50,345
Wachovia Mrtge Bk	33,000	**	33,594
Wachovia Mrtge Bk	5,000	**	5,032
Government and Agency Obligations:			
United States Treasury	20,000	**	21,369
Corporate Obligations:			
Fed Hm Ln Mtg	359	**	377
Fed Natl Mtg	66	**	72

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Schedule of Assets (Held at End of Year)
December 31, 2010

Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks:			
AT&T Inc New	204	**	5,990
A X A Sponsored Adr	1,000	**	16,702
Abbott Laboratories	105	**	5,039
Accenture Plc Cl A	100	**	4,849
Activision Blizzard Inc	200	**	2,488
Adtran Inc	500	**	18,105
AES Corp	5,000	**	60,900
Agilent Technologies Inc	100	**	4,143
Air Tran Hldgs Inc	0	**	2
Airgas Inc	25	**	1,562
Ak Stl Hold Corp	250	**	4,093
Akamai Technologies	75	**	3,529
Alcatel Lucent Adr	262	**	776
Alcoa Inc	4,264	**	65,631
Allstate Corp	192	**	6,121
Altria Group Inc	3,380	**	83,210
American Capital LTD	3,380	**	3,227
American Express Co	498	**	21,380
Americas Energy Co	2,000	**	1,000
Amerigroup Corp	4,000	**	175,680
Amern Financial Gp New	101	**	3,261
Amern Oriental Bioengr	5,000	**	12,000
Amtrust Financial Corp	2	**	4
Andersons Inc	101	**	3,662
AOL Inc	56	**	1,328
Apple Inc	3,134	**	1,010,903
Applied Materials Inc	109	**	1,531
Arcelor Mittal NY New	100	**	3,813
Archer Daniels Midland Co	133	**	40,098
Astoria Finl Corp	150	**	2,087
Atmel Corp	58	**	715
Autonation Inc	500	**	14,100
Baidu Com Inc Adr	300	**	28,959
Baker Hughes Inc	25	**	1,429
Banco Santander Bra	1,500	**	20,400
Bank of America Corp	2,866	**	38,229

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Schedule of Assets (Held at End of Year)
December 31, 2010

Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Barrick Gold Corportion	100	**	5,318
Bayer A G Sponsored Adr	300	**	22,156
Becton Dickinson & Co	482	**	40,739
Berkshire Hathaway B New	2,450	**	196,270
BHP Billiton LTD ADR	100	**	9,292
Black Hawk Expl Inc	1,000	**	150
Boeing Co	721	**	47,050
Borg Warner Inc	161	**	11,670
Boston Been Class A	100	**	9,509
Boston Scientific Corp	271	**	2,051
BP Plc Adr	806	**	35,613
Bristol-Myers Squibb Co	200	**	5,296
Calgon Carbon Corp	150	**	2,268
Calypse Biomed Corp New	10	**	0
Cameron Intl Corp	76	**	3,855
Campbell Soup Co	1,000	**	34,750
Caterpillar Inc	305	**	28,550
Celgene Corp	190	**	11,237
Century Link Inc	26	**	1,200
Chesapeake Energy Corporation	1,000	**	25,910
Chevron Corporation	364	**	33,252
Chicos Fas Inc.	2,000	**	24,060
China Life Ins Co ADR	253	**	15,476
China Mink Yang Wnd ADRF	1,000	**	11,500
China Nepstar Chain Adr	700	**	2,681
China Organic Fertilizer	30	**	16
China Sky Once Med Inc	100	**	697
Chipotle Mexican Grill	10	**	2,127
Chubb Corp	176	**	10,497
CIA Ener De Minas ADR	1,100	**	18,249
CIA Siderurgica Spn Adr F	300	**	5,001
Ciena Corp New	71	**	1,495
Cigna Corp	69	**	2,530
Cirrus Logic	100	**	1,598
Cisco System Inc	5,761	**	116,545
Citigroup Inc	15,241	**	72,088

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Schedule of Assets (Held at End of Year)
December 31, 2010

Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Citrix Systems	300	**	20,523
Clorox Co	104	**	6,596
Cobalt Intl Energy I	700	**	8,547
Coca Cola Company	580	**	38,172
Coca Cola Ent New	43	**	1,076
Coeur D Alene Mines New	50	**	1,366
Cognizant Tech Sol Cl A	500	**	36,645
Comcast Corp New Cl A	10	**	230
Compelent Tech Inc	100	**	2,759
Conceptus Inc	730	**	10,074
Conocophillips	1,072	**	73,001
Cons Communication Hldgs	306	**	5,911
Constellation Brand Cl A	1,200	**	26,580
Cooper Tire & Rubr Co	202	**	4,762
Corning Inc	201	**	3,880
Country Style Cook A	800	**	18,400
Coventry Health Care Inc	18	**	475
CPFL Energia S A ADR	50	**	3,841
CVS Caremark Corp	835	**	29,033
Deere & Co	258	**	21,450
Del Monte Foods Co	568	**	10,676
Denison Mines Corp	2,000	**	6,840
Diamond Offshore Drilling Inc	50	**	3,347
Dirac TV Cl A	400	**	15,972
Dpollution Intel Inc	100	**	79
Dreamworks Animation Inc	500	**	14,735
DTE Energy Co	250	**	11,330
Du Pont E I De Nemours & Co	1,305	**	65,087
Duke Energy Corp New	200	**	3,562
Duoyuan Global WTR A	100	**	1,277
EMC Corp Mass	1,310	**	29,999
EOG Resources Inc	250	**	22,853
Eagle Bulk Shipping Inc	6,000	**	29,880
Earthlink Inc	22	**	191
Ebay Inc	4,600	**	128,018
El Paso Corporation	200	**	2,754

Emergency Medicine Associates, P.A., P.C. 401(k)
Profit Sharing Plan
Schedule of Assets (Held at End of Year)
December 31, 2010

Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Elcom Intl Inc	100	**	0
Elephant Talk Commun New	2,000	**	4,720
Emcor Group	100	**	2,898
Epicor Software Corp	300	**	3,030
Exelixis Inc	600	**	4,926
Exelon Corporation	105	**	4,375
Express Scripts Inc	200	**	10,810
Exxon Mobile Corporation	1,809	**	132,255
Ezcorp CL A Non-Voting	250	**	6,783
Fairport Commun Inc	23	**	1
Fannie Mae	35,000	**	10,500
Flextronics Intl Ltd	200	**	1,570
Fluor Corporation New	100	**	6,626
Ford Motor Company New	12,940	**	217,263
Forest Labs Inc	200	**	6,396
Forsys Metal Corp	1,000	**	3,049
Roster Wheeler AG	100	**	3,452
Freddie Mac Voting SHS	500	**	152
Frontier Communications Corp	430	**	4,184
Prontline LTD Ord	360	**	9,123
Gamestop Corp New	200	**	4,576
Gap Inc	384	**	8,502
Garmin Ltd New	100	**	3,099
GEMZ Corporation New	999,999	**	200
General Dynamics Corp	100	**	7,096
General Electric Company	7,335	**	134,153
General MLS Inc	208	**	7,409
General Motors Co	610	**	22,485
Gold Fields LTD New ADRF	1,000	**	18,130
Goldcorp Inc New	30	**	1,379
Goldman Sachs Group inc	816	**	137,189
Google Inc Class A	690	**	409,839
Halliburton Co Hldg Co	506	**	20,653
Hewlett-Packard Company	1,148	**	48,347
Hologic Inc	200	**	3,764
Home Depot Inc	100	**	3,506
Hunt J B Trans Svcs Inc	100	**	4,081

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Common Stocks, continued:			
IMAX Corp	1,500	**	42,105
Imperial Tobacco Group	400	**	24,650
Inergy LP	25	**	981
Infosys Tech Spon Adr	600	**	45,648
Infrared Sys Intl New	2,950	**	12
Intel Corp	4,139	**	87,039
Interdigital Inc	25	**	1,041
Internet Capital GP New	5	**	71
Intl Business Machines	743	**	109,114
Intuit	2,000	**	98,600
Intuitive Surgical New	20	**	5,155
Ipass Inc	700	**	875
Ireland Bank Adr	3,000	**	7,950
Ishares Msci Brazil Indx	825	**	63,855
Itt Inds Inc Ind	105	**	5,475
J P Morgan Chase & Co	5,579	**	236,642
Jabil Circuit Inc	306	**	6,151
JDS Uniphase Corp New	549	**	7,950
Jetblue Airways Corp	266	**	1,758
Johnson & Johnson	1,565	**	96,776
Juniper Networks Inc	115	**	4,246
Kellogg Company	288	**	14,711
Kraft Foods Inc	717	**	22,593
L H C Group	200	**	6,000
Las Vegas Sands Corp	600	**	27,570
Level 3 Communications Inc	268	**	262
Limited Inc	99	**	3,042
Lincoln Educational Svcs	200	**	3,102
Linn Energy	2,288	**	85,772
Lockheed Martin Corp	1,165	**	81,448
Loews Corporation	15	**	584
Loews Companies	88	**	2,207
LSI Corporation	16	**	96
Lundin Mng Corp	1,500	**	10,980
M G M Grand	200	**	2,970

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Macquarie Infrastr Co LLC	2,111	**	44,698
Marathon Oil Corp	113	**	4,185
Marvell Tech Group LTD	350	**	6,493
McDonalds Corp	232	**	17,814
Medcohealth Solutions	24	**	1,470
Medtronic Inc	479	**	17,779
Mela Sciences Inc	200	**	670
Melco PBL Entmt Ltd ADR	1,000	**	6,360
Merck & CO Inc New	1,016	**	36,628
Metlife Inc	128	**	5,688
Microsoft Corp	4,146	**	115,719
Microvision Inc WA	200	**	372
Mindray Med Intl ADR	150	**	3,960
Moduslink Global Solutions Inc	10	**	67
Morgan Stanley Dean Witter	1,500	**	40,827
Motorola Incorporated	400	**	3,628
Motors Liquidation Co	4,142	**	377
N I I Holdings Inc New	400	**	17,864
National-Oilwell Inc	101	**	6,803
New York Cmnty Bancorp	13,715	**	258,521
Nexprise Inc New	16	**	0
Nextera Energy Inc	107	**	5,547
Noble Corporation	100	**	3,577
Noble Energy Inc	50	**	4,304
Nokia Corp Spon ADR F	300	**	3,096
Nortel Networks CP New	250	**	3
Northrop Grumman Corp	100	**	6,478
Novagold Res Inc New	2,500	**	35,675
Novartis AG	150	**	8,843
Nuance Communications Inc	110	**	2,000
Nucor Corp	500	**	21,910
Nvidia Corp	1,000	**	15,400
Occidental Pete Corp	105	**	10,333
Oilsands Quest Inc	1,000	**	420
Oracle Corporation	2,667	**	83,468
Ormat Technologies Inc	100	**	2,958

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Common Stocks, continued:			
Overstock Com Inc	50	**	824
P G & B Corp	100	**	4,784
PICO Holdings Inc New	500	**	15,900
Pain Therapeutics Inc	2,500	**	16,875
Paragon Shipping Inc	1,041	**	3,569
Patriot Coal Corp	620	**	12,009
Paychex Inc	104	**	3,230
Peabody Energy Corp	560	**	35,825
Pepsico Inc	25	**	1,633
Pfizer Incorporated	1,897	**	33,117
Philip Morris Intl Inc	1,974	**	115,554
Pioneer Natural Res Co	207	**	17,969
Plains All Amern Pipeline L P	207	**	13,024
PNC Financial Services GP Inc	600	**	36,432
PPG Inds Inc	179	**	15,077
Praxair	90	**	8,592
Precision Castparts Corp	0	**	2
Procter & Gamble Co	1,067	**	68,639
Prudential Financial Inc	100	**	5,871
Qlogic Corp	200	**	3,404
Qualcomm Inc	260	**	12,867
Quantum Fuel Sys Tech	4,550	**	2,048
Quicksilver Resources	1,500	**	22,110
Randgold Res Ltd Adr	100	**	8,233
Reald Inc	1,000	**	25,920
Redhat Inc	125	**	5,706
Research In Motion LTD	200	**	11,626
Roche Hldg Ltd Spon ADR	250	**	9,186
Sandy Spring Bancorp Inc	11,993	**	221,031
Sanofi Aventis ADR	200	**	6,446
Schlumberger LTD	274	**	22,902
Seabridge Resources Inc	400	**	12,272
Seadrill Limited Ord	2,000	**	67,840
Senomyx Inc	1,200	**	8,556
Silver Wheaton Corp	1,500	**	58,560
Sirius XM Radio Inc	7,610	**	12,405

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Smith Micro Software Inc	200	**	3,148
Smithfield Foods	100	**	2,063
Sohu.com Inc	125	**	7,936
Sonosight Inc	100	**	3,160
Sony Corp ADR	100	**	3,571
Southwest Aircls Co	6,000	**	77,880
Southwestern Energy Co	100	**	3,743
Sprint Nextel Corp	385	**	1,628
Sprott Resource Lending F	5,000	**	8,850
Sprott Resources Corp	3,500	**	16,097
SRA Internation Inc	2,000	**	40,900
Standard Energy Corp	24,500	**	32
Starbucks Corp	3,104	**	99,729
Suntech Power Holdgs Co	1,000	**	8,010
Superior Energy Svcs Inc	2,000	**	69,980
Symantec Corp	320	**	5,357
Synaptics Inc	225	**	6,611
Sysco Corp	102	**	3,012
Talisman Energy Inc	450	**	9,986
Taser Internation Inc	1,250	**	5,875
Telcel Sponsered ADR	200	**	13,684
Teradyne Incorporated	1,000	**	14,040
Teraforce Technology CP	1,000	**	1
Tesla Motors Inc	100	**	2,663
Teva Pharmaceutical Industries	200	**	10,426
Texas Instruments Inc	2,848	**	92,545
The Charles Schwab Corp	300	**	5,133
Tibco Software Inc	1,490	**	29,368
Time Warner Cable Inc	157	**	10,367
Time Warner Inc New	644	**	20,733
Toyota Motor CP ADR New	750	**	58,973
Transocean Inc New	139	**	9,662
Travelers Companies Inc	113	**	6,295
Trinity Biotech New ADR	25	**	220
Tupperware Corp	200	**	9,534
Under Armour Inc Cl A	205	**	11,242
United Parcel Service B	4	**	325

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
United States Steel Corp	716	**	41,854
United Technologies Corp	219	**	17,237
United Health Group Inc	1,640	**	59,220
UNX Energy Corp	14,000	**	53,540
Uranium Energy Corp	2,000	**	12,080
US Bancorp Del New	100	**	2,697
Vale S A	100	**	3,457
Valero Energy Corp New	375	**	15,606
Vasco Data Sercurity Intl	400	**	3,252
Verigy LTD	12	**	156
Verizon Communications	4,226	**	151,218
Vertical Computer Sys	5,673,197	**	133,320
Visa Inc Cl A	48	**	3,378
Vodafone Group New Adr	200	**	5,288
Volcom Inc	100	**	1,887
Wal-Mart Stores Inc	1,180	**	63,588
Walgreen Co	107	**	4,185
Washington Mutual Inc	122	**	7
Wellpoint Inc	200	**	11,372
Wells Fargo & Co New	475	**	14,729
Westell Technologies Inc Cl A	550	**	1,799
Whole Foods Mkt Inc	200	**	10,118
Willbros Group Inc Del	3,000	**	29,460
World Fuel Services Corporation	80	**	2,893
Xerox Corp	10,000	**	115,200
3M Company	866	**	74,701
Preferred Stock:			
Duetsche BK Cap 7.6% PFD	1,000	**	25,430
Prudential PLC 6.75 PDF	768	**	19,261
Options:			
ADM 100122C00029000	(4)	**	(564)
GE 110122C00017500	(5)	**	(485)
PCX 110122C0017500	(5)	**	(1,110)
Mutual Funds:			
Aberdeen Intl Eqty FD CL A	190	**	2,580
Acadian Emerging Mkts Port Instl Cl	861	**	17,398

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
AGR Diversified Arbitrage Fd Cl N	6,991	**	77,668
Alger Health Sciences Fund Class A	156	**	2,797
AllianceBernstein Intl Growth Cl A	9,760	**	150,016
Allianz Agic Pacific Rim Fund Class A	4,088	**	50,442
Alpine Dynamic Dividend Fund	944	**	4,541
Alpine Intl Real Estate Equity Fd Y	3,269	**	84,808
Alpine US Real Estate Equity Cl Y	64	**	1,379
Amana Income Fun	1,809	**	57,494
American Beacon Intl Eqt Plan Ahead	1,229	**	20,066
American Beacon Largecap Val	1,018	**	18,857
American Century Equity Growth FD	1,019	**	21,305
American Century Equity Income FD IN	26,153	**	188,563
American Century Inflation Adj Bond	1,689	**	16,390
American Century Ultra Fund	775	**	17,556
American FD Bond Fund of American R5	72,312	**	881,486
American FD Small Cap	408	**	15,726
Ariel Fund	231	**	11,241
Artio Intl Equity Fund Cl A	4,017	**	118,127
Artisan International Fund	3,225	**	69,978
Artisan Midcap Value Fund	53,045	**	1,065,138
Aston Montag & Caldwell Grwt Cl N	285	**	6,874
Aston Optimum Mid Cap FD Cl N	204	**	6,501
Baron Asset Fund	266	**	14,717
Baron Growth Fund	226	**	11,591
Baron Partners Fund	1,305	**	26,834
Baron Small Cap Fund	1,776	**	42,224
Blackrock Health Science Opportunities	115	**	3,269
Blackrock Inflation Protected BD A	6,870	**	74,124
Bond Fund of Amer CL F	3,048	**	37,152
Boston Properties Inc	66	**	5,651
Bridgeway Large Cap Growth Fd N	474	**	5,891
Buffalo Science and Tech Fund	3,567	**	54,391
Calvert Capital Accum Fd	358	**	10,422
Calvert Income Fund	502	**	7,994
Century Small Cap Select Inv Share	2,039	**	46,765
CMG Focus Fund	1,584	**	55,117

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Columbia Emerging Markets Fund Z	6,507	**	74,696
Columbia Energy and Natural Reso Z	352	**	8,170
Columbia Value and Restructuring Z	8,477	**	428,197
Commonwealth Australia New Zealand FD	378	**	3,950
Davis New York Venture Fund Class A	28,174	**	967,492
Delaware Diversified Income Fd CI A	843	**	7,767
Delaware Reit Fund Class A	1,128	**	12,022
DFA Global Equity Portfolio Instl	5,503	**	74,280
Dodge & Cox Balanced FD	1,039	**	72,931
Dodge & Cox Income FD	8,647	**	114,394
Dodge & Cox Intl Stock FD	4,628	**	165,259
Dodge & Cox Stk Fd	1,900	**	204,796
Dow Jones Islamic Index Fd CI K	27,952	**	236,474
Dreyfus Appreciation Fund	830	**	31,702
Dreyfus Bond Market Index Inv	2,892	**	30,507
Dreyfus Founders Equity Growth Class A	2,134	**	12,636
Dreyfus International Stock Index	421	**	6,278
Dreyfus Midcap Index Fund	32,063	**	893,924
Dreyfus Small Cap Stock Index	13,371	**	273,039
Dupont Fabros Technology	3,000	**	63,810
Eaton Vance Floating Rate Fund	4,397	**	39,356
Eaton Vance Global Macro Abs Rtrn A	2,447	**	25,153
Eaton Vance Strategic Income Fd CI A	1,415	**	11,620
Fairholme Fund	3,971	**	141,282
Federated Cap Appreciation CI A	407	**	7,739
Federated Capital Income	369	**	2,866
Federated Income Trust Institutional	3,526	**	37,304
Federated MDT Stock Trust SS	77	**	1,721
Federated Mid Cap Growth Strat CI A	328	**	11,487
Federated Mid Cap Fund	444	**	9,605
Federated US Govt Secs 2-5 Instl	227	**	2,668
Fidelity Asset Manager	1,995	**	30,768
Fidelity Floating Rate HI Incm	3,686	**	36,086
Fidelity Latin Amer Fund	523	**	30,851
Fidelity Low Priced Stock	48	**	1,842
Fidelity New Mkts Income Fd	1,706	**	26,694
Fidelity Slt Food & Agriculture Fun	1,706	**	2,771

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
First TR Value Line Divd Index Fd	7,000	**	105,630
Flaherty & Crumrine Clay	500	**	8,105
FMI Large Cap Fund	3,472	**	54,202
Forester Value Fund	1,018	**	12,303
Forward Hoover SM-Cap Equity Fd	2,024	**	33,819
Forward SMID Plus Instl	373	**	9,676
FPA Crescent FD Inst Cl Shares	3,287	**	88,070
Fundamental Investors FD Cl F	729	**	26,733
Gabelli Small Cap Growth FD	5,107	**	173,226
Gamco Growth Fund Cl AAA	223	**	7,009
Gamco Westwood Equity FD CL AAA	3,893	**	34,924
Growth Fund of Amer R5 American FDS	60,138	**	1,827,584
Growth Fund of American Cl F	5,831	**	176,333
Growth Opportunities Class A	168	**	4,687
Harbor Bond Fund	41,012	**	496,249
Harbor Capital Appr Fd Investor Cl	766	**	27,830
Harbor International Fd Investor Cl	765	**	45,881
Harding Loevner Emerging Markets	1,007	**	52,140
Health Care Real Estate Invst Trust	353	**	16,838
Hennessy Cornerstone Growth Fd Ser I	671	**	10,598
Hennessy Cornerstone Growth Fund	803	**	8,636
Hennessy Focus 30 Fund	833	**	10,066
Hodges Fund	1,099	**	24,799
Icon Energy FDCL S	1,035	**	20,749
Icon Financial FD Cl S	507	**	3,082
Icon Leisure & Consumer Staples CL S	604	**	5,197
Intech Risk-Managed Core Fd Class T	1,154	**	15,168
Integrity Growth and Income Fd Cl A	33	**	1,242
Istar Financial Inc	800	**	6,256
IVA Worldwide A	4,364	**	72,958
IVY Global Natural Resources Fund	165	**	3,571
Janus Balanced Fund Class T	2,607	**	65,390
Janus Global Research Fund Class T	81	**	1,178
Janus Global Technology FD Class T	521	**	9,031
Janus High Yield Fund Class T	648	**	5,894
Janus Overseas FD Cl	411	**	20,795

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Janus Research Fund Class T	1,445	**	42,519
Janus Worldwide Fd C	3,381	**	157,431
Jensen Portfolio Class J	475	**	12,877
Keeley Small Cap Value Fund	407	**	10,168
Laudus Intl Mktmstrs	2,650	**	51,012
Laudus Mondrian Intl Fix Inc Instl	1,351	**	15,924
Lazard Emerging Market Port Open SHS	2,092	**	46,416
Legg Mason Partners Aggr Gowth Cl A	69	**	7,663
Legg Mason Partners Appreciated Cl A	480	**	6,579
Loomis Sayles Bond Fund Cl R	8,385	**	119,231
Loomis Sayles Gbl Bd Fd Class R	312	**	5,131
Mainstay Icap International Cl I	316	**	9,320
Mainstay Icap Select Equity Cl I	772	**	27,177
Managers Micro-Cap Fund	707	**	26,432
Marsico Focus Fund	72	**	1,295
Matthews Asia Dividend Fund	5,515	**	79,037
Matthews Asia Science & Tech FD I	1,110	**	10,980
Matthews Asian Growth & Income FD	138	**	2,497
Matthews Dragon Ctry China Fd Cl I	1,688	**	49,569
Matthews India Fund	412	**	8,853
Matthews Pacific Tiger Fd	5,439	**	127,484
Merger Fund	2,260	**	35,660
Metropolitan West Total Return Bond	3,437	**	35,680
Metzler/Payden European Emer Mkts	988	**	28,912
Motley Fool	2,070	**	30,162
Motley Fool Great	4,537	**	50,091
NB Focus FD	396	**	7,761
NB International FD Inv Class	1,638	**	28,021
New Perspective FD CL F	542	**	15,454
Nuveen Qulty PFD Incm FD	1,280	**	9,472
Nuveen Real Estate Securities Fund A	314	**	5,644
Oakmark Equity Income FD	124,583	**	3,455,926
Oakmark Fund	169	**	7,000
Oakmark Global Fund Cl I	528	**	11,880
Oakmark International Fund	10,057	**	195,206
Oakmark Select FD	5,914	**	162,326

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Mutual Funds, continued:			
Obeweis Emerging Growth Portfolio	510	**	10,496
Old Mutual Analytic US Long/SH CLZ	1,107	**	12,245
Old Mutual TS&W Mid Cap Value FD Z	1,512	**	13,136
Old Mutual TS&W Small Cap Value Fund	840	**	15,249
Paradigm Value Fund	73	**	4,000
Panasus Equity Income FD	1,875	**	49,336
Pax World Balanced Fund Individual	1,587	**	35,492
Penn West Energy Trust	128	**	3,062
Perkins Global Value Fund Class T SH	692	**	8,424
Perkins Mid Cap Value Fund Class T	13,021	**	293,888
Perkins Small Cap Value Fund Class T	2,039	**	48,866
Permanent Portfolio	950	**	43,529
Pimco Commodity Real Return Strat D	4,370	**	40,115
Pimco Developing Local Mkts CL D	1,306	**	13,846
Pimco Emerging Markets Bond FD CL D	1,405	**	15,591
Pimco Emrg Local BD D	12,331	**	131,321
Pimco Foreign Bond FD CL D	1,678	**	17,505
Pimco Foreign Bond Unhedged FD CL D	3,152	**	33,250
Pimco High Yield Fund Class D	7,425	**	69,055
Pimco Investment Grade	439	**	4,602
Pimco Total Return FD CL D	94,339	**	1,023,577
Pimco Total Return Mortgage FD CL D	2,086	**	22,241
Pimco Unrestrained	3,129	**	34,732
Pioneer Fund CL A	543	**	22,238
Plum Creek Timber Co	253	**	9,470
Portfolio 21	908	**	29,317
Quant Emerging Markets	1,023	**	25,089
Red Oak Technology	97	**	874
Rivernorth Core Opportunity	4,356	**	53,060
Royce Low Priced Stock FD	1,438	**	26,237
Royce Premier FD Investment CL	2,454	**	49,941
Royce Premier FD FD Svc CL	3,080	**	61,823
RS Global Natural Resources Fund	250	**	9,393
RS Small Cap Growth Fund A	25	**	1,033
Rydex Energy Fund	282	**	6,970
Rydex Energy Services FD INV CL	138	**	7,336
Rydex SGI Managed Futures Strategy H	1,034	**	26,651

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Schroder US Opprortunities FD Inv Cl	455	**	10,912
Schwab Core Equity Fund	* 3,295	**	55,447
Schwab Dividend Equity	* 1,436	**	18,457
Schwab Fundamental US Small Mid Co	* 579	**	6,223
Schwab GNMA Fund Select Shares	* 218	**	2,222
Schwab Health Care Fund	* 280	**	4,439
Schwab Inflation	* 344	**	3,690
Schwab Intl Index Fd	* 5,279	**	90,950
Schwab Large-Cap Growth	* 2,423	**	26,919
Schwab Market Track Balanced	* 2,463	**	37,420
Schwab Market Track Conservative	* 15,494	**	205,913
Schwab Market Track Growth	* 9,674	**	163,785
Schwab Mktrk All Equity	* 1,632	**	19,386
Schwab Premier Equity	* 1,022	**	10,713
Schwab S&P 500 Index Fund - Select S	* 18,137	**	354,936
Schwab S/T Bond Market Index Fund	* 4,153	**	37,834
Schwab SM Cap Equity FD Select SHS	* 1,296	**	19,978
Schwab Small Cap Index Select	* 2,468	**	52,096
Schwab Target 2020 Fund	* 5,622	**	61,564
Schwab Target 2030 Fund	* 19,395	**	220,710
Schwab Target 2040 Fund	* 1,758	**	20,405
Schwab Total BD Mkt Index Fd	* 14,235	**	130,823
Schwab Total Stk Mkt Sel	* 8,478	**	192,870
Schwab Yield Plus Fd	* 1,848	**	8,927
Schwab 1000 Index Fund - Investor Sha	* 16,024	**	595,760
Schwab International Fund	* 5,196	**	168,253
Scout Mid Cap Fd	7,540	**	100,739
Scout Small Cap Fd	44,428	**	685,077
Scout International Fund	37,012	**	1,198,455
Sentinel Sustainable Core Opp - A	207	**	2,606
Sit Large Cap Growth Fd	579	**	24,466
SSGA Intl Stock Selection Fund	1,566	**	15,805
Stratton Small Cap Value Fund	243	**	12,047
T Rowe Price Balanced Fund	1,519	**	29,325
T Rowe Price Blue Chip Growth Fund	5,296	**	201,939
T Rowe Price Capital Appreciation Fd	3,652	**	74,167
T Rowe Price Equity Income Fund	4,360	**	103,298

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
T Rowe Price New Asia Fund	6,519	**	125,028
T Rowe Price Science & Technology Fd	498	**	13,356
The Delafield Fund	1,461	**	42,938
Third Ave Real Estate Value Fd	359	**	8,316
Third Ave Small-Cap Value Fd	964	**	20,167
Third Avenue Value Fund	380	**	19,671
Tocqueville Gold Fund	303	**	26,252
Transamerica Grwth Oppty Eqty Fd Cl	186	**	2,092
Tweedy Browne Global Value Fd	76	**	1,804
US Global Regent Eastern European	478	**	5,169
UMB Scout Intl Discovery	307	**	2,973
US Global Inv World Precious	2,475	**	55,154
Value Line Large Companies Fd	2,429	**	42,437
Vanguard Dividend Growth Fund	5,471	**	78,674
Vanguard Energy Fund	869	**	56,380
Vanguard Equity Income Fd Inc	732	**	14,914
Vanguard European Stock Index Fd	285	**	7,480
Vanguard Health Care Fund	653	**	79,945
Vanguard High-Yield Corporate Fd	1,949	**	11,109
Vanguard Intl Growth Portfolio	253	**	4,889
Vanguard Precious Metals Fund	1,729	**	46,244
Vanguard Short Term	948	**	10,003
Vanguard Total Bd Market Index Fd	4,999	**	52,988
Vanguard Total Int'l Stock Index Fd	646	**	10,180
Vanguard Total Stock Market Index	644	**	20,326
Vanguard Wellington Fund	2,495	**	77,604
Vanguard Windsor II Portfolio	105	**	2,694
Vanguard 500 Index Fd Investor SHS	2,917	**	337,793
Wasatch Core Growth Fd	1,261	**	43,375
Wasatch Emerging Market Small Cap Fd	6,251	**	16,065
Washington Mutual Fund R5	1,385	**	37,684
Weitz Partners Value Fund	6,524	**	134,333
Weitz Short Intermediate Income Fd	24,404	**	302,116
Wells Fargo Advg Intr Sm Cp Val Inv	1,698	**	25,879
Wells Fargo C&B Mid Cap Value Fund	995	**	16,155
WF Advantage Lge Co Val Fd Inv	596	**	7,527
WF Advantage Mid Cap Disciplined	1,199	**	25,223

Emergency Medicine Associates, P.A., P.C. 401(k)
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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Wilshire Lg Co Growth - Ivestmnt	4,599	**	147,108
Yacktman Focused Fund	2,307	**	40,799
Unit Investment Trusts:			
Bldrs Emerging Mkts	700	**	33,705
DJ Wilshire Reit ETF	541	**	33,016
First TR DJ Internet Fd	100	**	3,432
IQ Hedge Multi Strat ETF	2,389	**	65,492
Ishares Msci Emerging Mkts Indx Fd	937	**	44,662
Ishares Msci Pac Ex Japn	400	**	18,792
Ishares Russell Midcap	100	**	5,679
Ishares Silver Trust	25	**	755
Ishares TR Cohen & Steer	256	**	16,824
Ishares TR DJ US Basic Materials	100	**	7,746
Ishares TR DJ US Consumer Goods Sect	100	**	6,455
Ishares TR DJ US Finl Svc Index Fd	100	**	5,757
Ishares IR DJ US Indl	46	**	3,032
Ishares TR Dow Jones US Real Estate	100	**	5,596
Ishares TR Goldman Sachs	100	**	5,842
Ishares TR Goldman Sachs	150	**	6,254
Ishares TR Goldman Sachs Tech Index	100	**	6,045
Ishares TR Lehman Bd Fd	380	**	39,626
Ishares TR Russell 3000	77	**	3,621
Ishares TR S&P Latn Amer	250	**	13,465
Ishares TR S&P Topix 150	200	**	9,506
Ishares Trust	202	**	18,267
Ishares Trust Dow Jones	408	**	26,252
Ishares Trust Index Fund	300	**	12,927
Ishares Trust S&P 500 Index	455	**	57,428
Market Vectors ETF Tr	42	**	2,252
Market Vectors ETF Trust	505	**	10,105
Market Vectors ETF Trust	1,000	**	25,350
Powershares DB US DLR Index Tr	400	**	9,084
Powershares India ETF	1,000	**	25,420
Powershares QQQ Trust Ser 1	1,904	**	103,711
Powershs DB Commdty	2,021	**	55,679
Proshares Ultra S&P 500	1,462	**	70,241

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Unit Investment Trusts, continued:			
SPDR DJ Wilshire Mid Cap	190	**	11,292
SPDR DJ Wilshire Small Cap	100	**	6,600
SPDR Dow Jones Indl	2,560	**	296,043
SPDR Gold Trust	1,195	**	165,770
SPDR Morgan Stanley Tech	100	**	6,608
SPDR S&P China ETR	233	**	17,749
SPDR S&P Dividend ETR	701	**	36,464
SPDR S&P Midcap 400	130	**	21,408
SPDR Series Trust ETF	1,064	**	42,270
SPDR Trust Unit Ser 1 Exp 1/22/2118	1,474	**	185,305
Vanguard BD Index Fund	671	**	53,877
Vanguard Intl Equity Index Fd	130	**	6,259
WisdomTree India Earning	1,100	**	29,029
Other Assets:			
Atlas Pipeline Partners LP	500	**	12,335
Energy Transfer Equity	1,000	**	39,070
Energy Transfer Partners	1,313	**	68,030
Enterprise Prd Ptners L P	835	**	34,730
EV Energy Partners L P	500	**	19,625
Kinder Morgan Energy Partners L P	175	**	12,296
Magellan Midstream Ptnrs	506	**	28,589
Terra Nitrogen Co LP	30	**	3,243
Met-Life Insurance Policies at Cash Surrender Value:		**	234,553
Participant Loans:	4.25% - 9.25% interest	**	432,171
			<u>\$ 45,173,109</u>

**Denotes a party-in-interest.*

***Costs omitted for some participant directed investments.*

The accompanying notes are an integral part of this schedule.

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Charles Schwab Trust Company:			
Cash	83,904	**	\$ 83,904
Cash Equivalents:			
Schwab Cash Reserve Sweep Shares	*	**	45,846
Schwab Government Money Fund	*	**	46,479
Schwab Investor Money Fund	*	**	205,789
Schwab Money Market Fund	*	**	6,552,750
Schwab US Treasury Money Fund	*	**	729,122
Schwab Value Advantage Money Fund	*	**	192,252
Cash Equivalents - Interest Bearing:			
Ally Bk	50,000	**	50,351
Ally Bk	91,000	**	90,886
Ally Bk Gmac	50,000	**	49,924
Citi Bank NA	17,000	**	17,453
Citizens NB	50,000	**	50,345
Compass Bank N A	18,000	**	18,147
Compass Bank NA	50,000	**	50,387
Discover Bank N A	95,000	**	107,113
Discover Bank N A	50,000	**	50,483
Discover Bank N A	78,000	**	80,016
Discover Bank N A	95,000	**	105,578
First Bank	670	**	0
First St Bk GA	50,000	**	50,810
GE Capital Fin	12,000	**	12,321
GE Money Bank N A	50,000	**	50,642
Goldman Sachs Bk	34,000	**	35,819
Goldman Sachs Bk	16,000	**	18,348
Huntington Natl	50,000	**	50,119
Moran Stanley Bk NA	26,000	**	26,835
Sun National Bk	50,000	**	50,345
Wachovia Mrtge Bk	33,000	**	33,594
Wachovia Mrtge Bk	5,000	**	5,032
Government and Agency Obligations:			
United States Treasury	20,000	**	21,369
Corporate Obligations:			
Fed Hm Ln Mtg	359	**	377
Fed Natl Mtg	66	**	72

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks:			
AT&T Inc New	204	**	5,990
A X A Sponsored Adr	1,000	**	16,702
Abbott Laboratories	105	**	5,039
Accenture Plc Cl A	100	**	4,849
Activision Blizzard Inc	200	**	2,488
Adtran Inc	500	**	18,105
AES Corp	5,000	**	60,900
Agilent Technologies Inc	100	**	4,143
Air Tran Hldgs Inc	0	**	2
Airgas Inc	25	**	1,562
Ak Stl Hold Corp	250	**	4,093
Akamai Technologies	75	**	3,529
Alcatel Lucent Adr	262	**	776
Alcoa Inc	4,264	**	65,631
Allstate Corp	192	**	6,121
Altria Group Inc	3,380	**	83,210
American Capital LTD	3,380	**	3,227
American Express Co	498	**	21,380
Americas Energy Co	2,000	**	1,000
Amerigroup Corp	4,000	**	175,680
Amern Financial Gp New	101	**	3,261
Amern Oriental Bioengr	5,000	**	12,000
Amtrust Financial Corp	2	**	4
Andersons Inc	101	**	3,662
AOL Inc	56	**	1,328
Apple Inc	3,134	**	1,010,903
Applied Materials Inc	109	**	1,531
Arcelor Mittal NY New	100	**	3,813
Archer Daniels Midland Co	133	**	40,098
Astoria Finl Corp	150	**	2,087
Atmel Corp	58	**	715
Autonation Inc	500	**	14,100
Baidu Com Inc Adr	300	**	28,959
Baker Hughes Inc	25	**	1,429
Banco Santander Bra	1,500	**	20,400
Bank of America Corp	2,866	**	38,229

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Barrick Gold Corportion	100	**	5,318
Bayer A G Sponsored Adr	300	**	22,156
Becton Dickinson & Co	482	**	40,739
Berkshire Hathaway B New	2,450	**	196,270
BHP Billiton LTD ADR	100	**	9,292
Black Hawk Expl Inc	1,000	**	150
Boeing Co	721	**	47,050
Borg Warner Inc	161	**	11,670
Boston Been Class A	100	**	9,509
Boston Scientific Corp	271	**	2,051
BP Plc Adr	806	**	35,613
Bristol-Myers Squibb Co	200	**	5,296
Calgon Carbon Corp	150	**	2,268
Calypte Biomed Corp New	10	**	0
Cameron Intl Corp	76	**	3,855
Campbell Soup Co	1,000	**	34,750
Caterpillar Inc	305	**	28,550
Celgene Corp	190	**	11,237
Century Link Inc	26	**	1,200
Chesapeake Energy Corporation	1,000	**	25,910
Chevron Corporation	364	**	33,252
Chicos Fas Inc.	2,000	**	24,060
China Life Ins Co ADR	253	**	15,476
China Mink Yang Wnd ADRF	1,000	**	11,500
China Nepstar Chain Adr	700	**	2,681
China Organic Fertilizer	30	**	16
China Sky Once Med Inc	100	**	697
Chipotle Mexican Grill	10	**	2,127
Chubb Corp	176	**	10,497
CIA Ener De Minas ADR	1,100	**	18,249
CIA Siderurgica Spn Adr F	300	**	5,001
Ciena Corp New	71	**	1,495
Cigna Corp	69	**	2,530
Cirrus Logic	100	**	1,598
Cisco System Inc	5,761	**	116,545
Citigroup Inc	15,241	**	72,088

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Citrix Systems	300	**	20,523
Clorox Co	104	**	6,596
Cobalt Intl Energy I	700	**	8,547
Coca Cola Company	580	**	38,172
Coca Cola Ent New	43	**	1,076
Coeur D Alene Mines New	50	**	1,366
Cognizant Tech Sol Cl A	500	**	36,645
Comcast Corp New Cl A	10	**	230
Compelent Tech Inc	100	**	2,759
Conceptus Inc	730	**	10,074
Conocophillips	1,072	**	73,001
Cons Communication Hldgs	306	**	5,911
Constellation Brand Cl A	1,200	**	26,580
Cooper Tire & Rubr Co	202	**	4,762
Corning Inc	201	**	3,880
Country Style Cook A	800	**	18,400
Coventry Health Care Inc	18	**	475
CPFL Energia S A ADR	50	**	3,841
CVS Caremark Corp	835	**	29,033
Deere & Co	258	**	21,450
Del Monte Foods Co	568	**	10,676
Denison Mines Corp	2,000	**	6,840
Diamond Offshore Drilling Inc	50	**	3,347
Direc TV Cl A	400	**	15,972
Dpollution Intel Inc	100	**	79
Dreamworks Animation Inc	500	**	14,735
DTE Energy Co	250	**	11,330
Du Pont E I De Nemours & Co	1,305	**	65,087
Duke Energy Corp New	200	**	3,562
Duoyuan Global WTR A	100	**	1,277
EMC Corp Mass	1,310	**	29,999
EOG Resources Inc	250	**	22,853
Eagle Bulk Shipping Inc	6,000	**	29,880
Earthlink Inc	22	**	191
Ebay Inc	4,600	**	128,018
El Paso Corporation	200	**	2,754

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Elcom Intl Inc	100	**	0
Elephant Talk Commun New	2,000	**	4,720
Emcor Group	100	**	2,898
Epicor Software Corp	300	**	3,030
Exelixis Inc	600	**	4,926
Exelon Corporation	105	**	4,375
Express Scripts Inc	200	**	10,810
Exxon Mobile Corporation	1,809	**	132,255
Ezcorp CL A Non-Voting	250	**	6,783
Fairport Commun Inc	23	**	1
Fannie Mae	35,000	**	10,500
Flextronics Intl Ltd	200	**	1,570
Fluor Corporation New	100	**	6,626
Ford Motor Company New	12,940	**	217,263
Forest Labs Inc	200	**	6,396
Forsys Metal Corp	1,000	**	3,049
Roster Wheeler AG	100	**	3,452
Freddie Mac Voting SHS	500	**	152
Frontier Communications Corp	430	**	4,184
Frontline LTD Ord	360	**	9,123
Gamestop Corp New	200	**	4,576
Gap Inc	384	**	8,502
Garmin Ltd New	100	**	3,099
GEMZ Corporation New	999,999	**	200
General Dynamics Corp	100	**	7,096
General Electric Company	7,335	**	134,153
General MLS Inc	208	**	7,409
General Motors Co	610	**	22,485
Gold Fields LTD New ADRF	1,000	**	18,130
Goldcorp Inc New	30	**	1,379
Goldman Sachs Group inc	816	**	137,189
Google Inc Class A	690	**	409,839
Halliburton Co Hldg Co	506	**	20,653
Hewlett-Packard Company	1,148	**	48,347
Hologic Inc	200	**	3,764
Home Depot Inc	100	**	3,506
Hunt J B Trans Svcs Inc	100	**	4,081

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
IMAX Corp	1,500	**	42,105
Imperial Tobacco Group	400	**	24,650
Inergy LP	25	**	981
Infosys Tech Spon Adr	600	**	45,648
Infrared Sys Intl New	2,950	**	12
Intel Corp	4,139	**	87,039
Interdigital Inc	25	**	1,041
Internet Capital GP New	5	**	71
Intl Business Machines	743	**	109,114
Intuit	2,000	**	98,600
Intuitive Surgical New	20	**	5,155
Ipass Inc	700	**	875
Ireland Bank Adr	3,000	**	7,950
Ishares Msci Brazil Indx	825	**	63,855
Itt Inds Inc Ind	105	**	5,475
J P Morgan Chase & Co	5,579	**	236,642
Jabil Circuit Inc	306	**	6,151
JDS Uniphase Corp New	549	**	7,950
Jetblue Airways Corp	266	**	1,758
Johnson & Johnson	1,565	**	96,776
Juniper Networks Inc	115	**	4,246
Kellogg Company	288	**	14,711
Kraft Foods Inc	717	**	22,593
L H C Group	200	**	6,000
Las Vegas Sands Corp	600	**	27,570
Level 3 Communications Inc	268	**	262
Limited Inc	99	**	3,042
Lincoln Educational Svcs	200	**	3,102
Linn Energy	2,288	**	85,772
Lockheed Martin Corp	1,165	**	81,448
Loews Corporation	15	**	584
Loews Companies	88	**	2,207
LSI Corporation	16	**	96
Lundin Mng Corp	1,500	**	10,980
M G M Grand	200	**	2,970

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Macquarie Infrastr Co LLC	2,111	**	44,698
Marathon Oil Corp	113	**	4,185
Marvell Tech Group LTD	350	**	6,493
McDonalds Corp	232	**	17,814
Medcohealth Solutions	24	**	1,470
Medtronic Inc	479	**	17,779
Mela Sciences Inc	200	**	670
Melco PBL Entmt Ltd ADR	1,000	**	6,360
Merck & CO Inc New	1,016	**	36,628
Metlife Inc	128	**	5,688
Microsoft Corp	4,146	**	115,719
Microvision Inc WA	200	**	372
Mindray Med Intl Adr	150	**	3,960
Moduslink Global Solutions Inc	10	**	67
Morgan Stanley Dean Witter	1,500	**	40,827
Motorola Incorporated	400	**	3,628
Motors Liquidation Co	4,142	**	377
N I I Holdings Inc New	400	**	17,864
National-Oilwell Inc	101	**	6,803
New York Cmnty Bancorp	13,715	**	258,521
Nexprise Inc New	16	**	0
Nextera Energy Inc	107	**	5,547
Noble Corporation	100	**	3,577
Noble Energy Inc	50	**	4,304
Nokia Corp Spon ADR F	300	**	3,096
Nortel Networks CP New	250	**	3
Northorp Grumman Corp	100	**	6,478
Novagold Res Inc New	2,500	**	35,675
Novartis AG	150	**	8,843
Nuance Communications Inc	110	**	2,000
Nucor Corp	500	**	21,910
Nvidia Corp	1,000	**	15,400
Occidental Pete Corp	105	**	10,333
Oilsands Quest Inc	1,000	**	420
Oracle Corporation	2,667	**	83,468
Ormat Technologies Inc	100	**	2,958

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Overstock Com Inc	50	**	824
P G & E Corp	100	**	4,784
PICO Holdings Inc New	500	**	15,900
Pain Therapeutics Inc	2,500	**	16,875
Paragon Shipping Inc	1,041	**	3,569
Patriot Coal Corp	620	**	12,009
Paychex Inc	104	**	3,230
Peabody Energy Corp	560	**	35,825
Pepsico Inc	25	**	1,633
Pfizer Incorporated	1,897	**	33,117
Philip Morris Intl Inc	1,974	**	115,554
Pioneer Natural Res Co	207	**	17,969
Plains All Amern Pipeline L P	207	**	13,024
PNC Financial Services GP Inc	600	**	36,432
PPG Inds Inc	179	**	15,077
Praxair	90	**	8,592
Precision Castparts Corp	0	**	2
Procter & Gamble Co	1,067	**	68,639
Prudential Financial Inc	100	**	5,871
Qlogic Corp	200	**	3,404
Qualcomm Inc	260	**	12,867
Quantum Fuel Sys Tech	4,550	**	2,048
Quicksilver Resources	1,500	**	22,110
Randgold Res Ltd Adr	100	**	8,233
Reald Inc	1,000	**	25,920
Redhat Inc	125	**	5,706
Research In Motion LTD	200	**	11,626
Roche Hldg Ltd Spon ADR	250	**	9,186
Sandy Spring Bancorp Inc	11,993	**	221,031
Sanofi Aventis ADR	200	**	6,446
Schlumberger LTD	274	**	22,902
Seabridge Resources Inc	400	**	12,272
Seadrill Limited Ord	2,000	**	67,840
Senomyx Inc	1,200	**	8,556
Silver Wheaton Corp	1,500	**	58,560
Sirius XM Radio Inc	7,610	**	12,405

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
Smith Micro Software Inc	200	**	3,148
Smithfield Foods	100	**	2,063
Sohu.com Inc	125	**	7,936
Sonosight Inc	100	**	3,160
Sony Corp ADR	100	**	3,571
Southwest Aircls Co	6,000	**	77,880
Southwestern Energy Co	100	**	3,743
Sprint Nextel Corp	385	**	1,628
Sprott Resource Lending F	5,000	**	8,850
Sprott Resources Corp	3,500	**	16,097
SRA Internation Inc	2,000	**	40,900
Standard Energy Corp	24,500	**	32
Starbucks Corp	3,104	**	99,729
Suntech Power Holdgs Co	1,000	**	8,010
Superior Energy Svcs Inc	2,000	**	69,980
Symantec Corp	320	**	5,357
Synaptics Inc	225	**	6,611
Sysco Corp	102	**	3,012
Talisman Energy Inc	450	**	9,986
Taser Internation Inc	1,250	**	5,875
Telfonica Sponsered ADR	200	**	13,684
Teradyne Incorporated	1,000	**	14,040
Teraforce Technology CP	1,000	**	1
Tesla Motors Inc	100	**	2,663
Teva Pharmaceutical Industries	200	**	10,426
Texas Instruments Inc	2,848	**	92,545
The Charles Schwab Corp	300	**	5,133
Tibco Software Inc	1,490	**	29,368
Time Warner Cable Inc	157	**	10,367
Time Warner Inc New	644	**	20,733
Toyota Motor CP ADR New	750	**	58,973
Transocean Inc New	139	**	9,662
Travelers Companies Inc	113	**	6,295
Trinity Biotech New Adr	25	**	220
Tupperware Corp	200	**	9,534
Under Armour Inc Cl A	205	**	11,242
United Parcel Service B	4	**	325

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Common Stocks, continued:			
United States Steel Corp	716	**	41,854
United Technologies Corp	219	**	17,237
United Health Group Inc	1,640	**	59,220
UNX Energy Corp	14,000	**	53,540
Uranium Energy Crop	2,000	**	12,080
US Bancorp Del New	100	**	2,697
Vale S A	100	**	3,457
Valero Energy Corp New	375	**	15,606
Vasco Data Scurity Intl	400	**	3,252
Verigy LTD	12	**	156
Verizon Communications	4,226	**	151,218
Vertical Computer Sys	5,673,197	**	133,320
Visa Inc Cl A	48	**	3,378
Vodafone Group New Adr	200	**	5,288
Volcom Inc	100	**	1,887
Wal-Mart Stores Inc	1,180	**	63,588
Walgreen Co	107	**	4,185
Washington Mutual Inc	122	**	7
Wellpoint Inc	200	**	11,372
Wells Fargo & Co New	475	**	14,729
Westell Technologies Inc Cl A	550	**	1,799
Whole Foods Mkt Inc	200	**	10,118
Willbros Group Inc Del	3,000	**	29,460
World Fuel Services Corporation	80	**	2,893
Xerox Corp	10,000	**	115,200
3M Company	866	**	74,701
Preferred Stock:			
Duetsche BK Cap 7.6% PFD	1,000	**	25,430
Prudential PLC 6.75 PDF	768	**	19,261
Options:			
ADM 100122C00029000	(4)	**	(564)
GE 110122C00017500	(5)	**	(485)
PCX 110122C0017500	(5)	**	(1,110)
Mutual Funds:			
Aberdeen Intl Eqty FD CL A	190	**	2,580
Acadian Emerging Mkts Port Instl Cl	861	**	17,398

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
AGR Diversified Arbitrage Fd Cl N	6,991	**	77,668
Alger Health Sciences Fund Class A	156	**	2,797
AllianceBernstein Intl Growth Cl A	9,760	**	150,016
Allianz Agic Pacific Rim Fund Class A	4,088	**	50,442
Alpine Dynamic Dividend Fund	944	**	4,541
Alpine Intl Real Estate Equity Fd Y	3,269	**	84,808
Alpine US Real Estate Equity Cl Y	64	**	1,379
Amana Income Fun	1,809	**	57,494
American Beacon Intl Eqt Plan Ahead	1,229	**	20,066
American Beacon Largecap Val	1,018	**	18,857
American Century Equity Growth FD	1,019	**	21,305
American Century Equity Income FD IN	26,153	**	188,563
American Century Inflation Adj Bond	1,689	**	16,390
American Century Ultra Fund	775	**	17,556
American FD Bond Fund of American R5	72,312	**	881,486
American FD Small Cap	408	**	15,726
Ariel Fund	231	**	11,241
Artio Intl Equity Fund Cl A	4,017	**	118,127
Artisan International Fund	3,225	**	69,978
Artisan Midcap Value Fund	53,045	**	1,065,138
Aston Montag & Caldwell Grwt Cl N	285	**	6,874
Aston Optimum Mid Cap FD Cl N	204	**	6,501
Baron Asset Fund	266	**	14,717
Baron Growth Fund	226	**	11,591
Baron Partners Fund	1,305	**	26,834
Baron Small Cap Fund	1,776	**	42,224
Blackrock Health Science Opportunities	115	**	3,269
Blackrock Inflation Protected BD A	6,870	**	74,124
Bond Fund of Amer CL F	3,048	**	37,152
Boston Properties Inc	66	**	5,651
Bridgeway Large Cap Growth Fd N	474	**	5,891
Buffalo Science and Tech Fund	3,567	**	54,391
Calvert Capital Accum Fd	358	**	10,422
Calvert Income Fund	502	**	7,994
Century Small Cap Select Inv Share	2,039	**	46,765
CMG Focus Fund	1,584	**	55,117

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Columbia Emerging Markets Fund Z	6,507	**	74,696
Columbia Enegy and Natural Reso Z	352	**	8,170
Columbia Value and Restructuring Z	8,477	**	428,197
Commonwealth Australia New Zealand FD	378	**	3,950
Davis New York Venture Fund Class A	28,174	**	967,492
Delaware Diversified Income Fd Cl A	843	**	7,767
Delaware Reit Fund Class A	1,128	**	12,022
DFA Global Equity Portfolio Instl	5,503	**	74,280
Dodge & Cox Balanced FD	1,039	**	72,931
Dodge & Cox Income FD	8,647	**	114,394
Dodge & Cox Intl Stock FD	4,628	**	165,259
Dodge & Cox Stk Fd	1,900	**	204,796
Dow Jones Islamic Index Fd Cl K	27,952	**	236,474
Dreyfus Appreciation Fund	830	**	31,702
Dreyfus Bond Market Index Inv	2,892	**	30,507
Dreyfus Founders Equity Growth Class A	2,134	**	12,636
Dreyfus International Stock Index	421	**	6,278
Dreyfus Midcap Index Fund	32,063	**	893,924
Dreyfus Small Cap Stock Index	13,371	**	273,039
Dupont Fabros Technology	3,000	**	63,810
Eaton Vance Floating Rate Fund	4,397	**	39,356
Eaton Vance Global Macro Abs Rtrn A	2,447	**	25,153
Eaton Vance Strategic Income Fd Cl A	1,415	**	11,620
Fairholme Fund	3,971	**	141,282
Federated Cap Appreciation Cl A	407	**	7,739
Federated Capital Income	369	**	2,866
Federated Income Trust Institutional	3,526	**	37,304
Federated MDT Stock Trust SS	77	**	1,721
Federated Mid Cap Growth Strat Cl A	328	**	11,487
Federated Mid Cap Fund	444	**	9,605
Federated US Govt Secs 2-5 Instl	227	**	2,668
Fidelity Asset Manager	1,995	**	30,768
Fidelity Floating Rate HI Incm	3,686	**	36,086
Fidelity Latin Amer Fund	523	**	30,851
Fidelity Low Priced Stock	48	**	1,842
Fidelity New Mkts Income Fd	1,706	**	26,694
Fidelity Slct Food & Agriculture Fun	1,706	**	2,771

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
First TR Value Line Divd Index Fd	7,000	**	105,630
Flaherty & Crumrine Clay	500	**	8,105
FMI Large Cap Fund	3,472	**	54,202
Forester Value Fund	1,018	**	12,303
Forward Hoover SM-Cap Equity Fd	2,024	**	33,819
Forward SMID Plus Instl	373	**	9,676
FPA Crescent FD Inst Cl Shares	3,287	**	88,070
Fundamental Investors FD Cl F	729	**	26,733
Gabelli Small Cap Growth FD	5,107	**	173,226
Gamco Growth Fund Cl AAA	223	**	7,009
Gamco Westwood Equity FD CL AAA	3,893	**	34,924
Growth Fund of Amer R5 American FDS	60,138	**	1,827,584
Growth Fund of American Cl F	5,831	**	176,333
Growth Opportunities Class A	168	**	4,687
Harbor Bond Fund	41,012	**	496,249
Harbor Capital Appr Fd Investor Cl	766	**	27,830
Harbor International Fd Investor Cl	765	**	45,881
Harding Loevner Emerging Markets	1,007	**	52,140
Health Care Real Estate Invt Trust	353	**	16,838
Hennessy Cornerstone Growth Fd Ser I	671	**	10,598
Hennessy Cornerstone Growth Fund	803	**	8,636
Hennessy Focus 30 Fund	833	**	10,066
Hodges Fund	1,099	**	24,799
Icon Energy FDCL S	1,035	**	20,749
Icon Financial FD Cl S	507	**	3,082
Icon Leisure & Consumer Staples CL S	604	**	5,197
Intech Risk-Managed Core Fd Class T	1,154	**	15,168
Integrity Growth and Income Fd Cl A	33	**	1,242
Istar Financial Inc	800	**	6,256
IVA Worldwide A	4,364	**	72,958
IVY Global Natural Resources Fund	165	**	3,571
Janus Balanced Fund Class T	2,607	**	65,390
Janus Global Research Fund Class T	81	**	1,178
Janus Global Technology FD Class T	521	**	9,031
Janus High Yield Fund Class T	648	**	5,894
Janus Overseas FD Cl	411	**	20,795

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Janus Research Fund Class T	1,445	**	42,519
Janus Worldwide Fd C	3,381	**	157,431
Jensen Portfolio Class J	475	**	12,877
Keeley Small Cap Value Fund	407	**	10,168
Laudus Intl Mktmstrs	2,650	**	51,012
Laudus Mondrian Intl Fix Inc Instl	1,351	**	15,924
Lazard Emerging Market Port Open SHS	2,092	**	46,416
Legg Mason Partners Aggr Gowth Cl A	69	**	7,663
Legg Mason Partners Appreciated Cl A	480	**	6,579
Loomis Sayles Bond Fund Cl R	8,385	**	119,231
Loomis Sayles Gbl Bd Fd Class R	312	**	5,131
Mainstay Icap International Cl I	316	**	9,320
Mainstay Icap Select Equity Cl I	772	**	27,177
Managers Micro-Cap Fund	707	**	26,432
Marsico Focus Fund	72	**	1,295
Matthews Asia Dividend Fund	5,515	**	79,037
Matthews Asia Science & Tech FD I	1,110	**	10,980
Matthews Asian Growth & Income FD	138	**	2,497
Matthews Dragon Ctry China Fd Cl I	1,688	**	49,569
Matthews India Fund	412	**	8,853
Matthews Pacific Tiger Fd	5,439	**	127,484
Merger Fund	2,260	**	35,660
Metropolitan West Total Return Bond	3,437	**	35,680
Metzler/Payden European Emer Mkts	988	**	28,912
Motley Fool	2,070	**	30,162
Motley Fool Great	4,537	**	50,091
NB Focus FD	396	**	7,761
NB International FD Inv Class	1,638	**	28,021
New Perspective FD CL F	542	**	15,454
Nuveen Qulty PFD Incm FD	1,280	**	9,472
Nuveen Real Estate Securities Fund A	314	**	5,644
Oakmark Equity Income FD	124,583	**	3,455,926
Oakmark Fund	169	**	7,000
Oakmark Global Fund Cl I	528	**	11,880
Oakmark Intenational Fund	10,057	**	195,206
Oakmark Select FD	5,914	**	162,326

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Obeweis Emerging Growth Portfolio	510	**	10,496
Old Mutual Analytic US Long/SH CLZ	1,107	**	12,245
Old Mutual TS&W Mid Cap Value FD Z	1,512	**	13,136
Old Mutual TS&W Small Cap Value Fund	840	**	15,249
Paradigm Value Fund	73	**	4,000
Panasus Equity Income FD	1,875	**	49,336
Pax World Balanced Fund Individual	1,587	**	35,492
Penn West Energy Trust	128	**	3,062
Perkins Global Value Fund Class T SH	692	**	8,424
Perkins Mid Cap Value Fund Class T	13,021	**	293,888
Perkins Small Cap Value Fund Class T	2,039	**	48,866
Permanent Portfolio	950	**	43,529
Pimco Commodity Real Return Strat D	4,370	**	40,115
Pimco Developing Local Mkts Cl D	1,306	**	13,846
Pimco Emerging Markets Bond FD CL D	1,405	**	15,591
Pimco Emrg Local BD D	12,331	**	131,321
Pimco Foreign Bond FD CL D	1,678	**	17,505
Pimco Foreign Bond Unhedged FD Cl D	3,152	**	33,250
Pimco High Yield Fund Class D	7,425	**	69,055
Pimco Investment Grade	439	**	4,602
Pimco Total Return FD CL D	94,339	**	1,023,577
Pimco Total Return Mortgage FD CL D	2,086	**	22,241
Pimco Unrestrained	3,129	**	34,732
Pioneer Fund CL A	543	**	22,238
Plum Creek Timber Co	253	**	9,470
Portfolio 21	908	**	29,317
Quant Emerging Markets	1,023	**	25,089
Red Oak Technology	97	**	874
Rivernorth Core Opportunity	4,356	**	53,060
Royce Low Priced Stock FD	1,438	**	26,237
Royce Premier FD Investment CL	2,454	**	49,941
Royce Premier FD FD Svc CL	3,080	**	61,823
RS Global Natural Resources Fund	250	**	9,393
RS Small Cap Growth Fund A	25	**	1,033
Rydex Energy Fund	282	**	6,970
Rydex Energy Services FD INV CL	138	**	7,336
Rydex SGI Managed Futures Strategy H	1,034	**	26,651

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Schroder US Opprtunities FD Inv Cl	455	**	10,912
Schwab Core Equity Fund	* 3,295	**	55,447
Schwab Dividend Equity	* 1,436	**	18,457
Schwab Fundamental US Small Mid Co	* 579	**	6,223
Schwab GNMA Fund Select Shares	* 218	**	2,222
Schwab Health Care Fund	* 280	**	4,439
Schwab Inflation	* 344	**	3,690
Schwab Intl Index Fd	* 5,279	**	90,950
Schwab Large-Cap Growth	* 2,423	**	26,919
Schwab Market Track Balanced	* 2,463	**	37,420
Schwab Market Track Conservative	* 15,494	**	205,913
Schwab Market Track Growth	* 9,674	**	163,785
Schwab Mktrk All Equity	* 1,632	**	19,386
Schwab Premier Equity	* 1,022	**	10,713
Schwab S&P 500 Index Fund - Select S	* 18,137	**	354,936
Schwab S/T Bond Market Index Fund	* 4,153	**	37,834
Schwab SM Cap Equity FD Select SHS	* 1,296	**	19,978
Schwab Small Cap Index Select	* 2,468	**	52,096
Schwab Target 2020 Fund	* 5,622	**	61,564
Schwab Target 2030 Fund	* 19,395	**	220,710
Schwab Target 2040 Fund	* 1,758	**	20,405
Schwab Total BD Mkt Index Fd	* 14,235	**	130,823
Schwab Total Stk Mkt Sel	* 8,478	**	192,870
Schwab Yield Plus Fd	* 1,848	**	8,927
Schwab 1000 Index Fund - Investor Sha	* 16,024	**	595,760
Schwab International Fund	* 5,196	**	168,253
Scout Mid Cap Fd	7,540	**	100,739
Scout Small Cap Fd	44,428	**	685,077
Scout International Fund	37,012	**	1,198,455
Sentinel Sustainable Core Opp - A	207	**	2,606
Sit Large Cap Growth Fd	579	**	24,466
SSGA Intl Stock Selection Fund	1,566	**	15,805
Stratton Small Cap Value Fund	243	**	12,047
T Rowe Price Balanced Fund	1,519	**	29,325
T Rowe Price Blue Chip Growth Fund	5,296	**	201,939
T Rowe Price Captial Appreciation Fd	3,652	**	74,167
T Rowe Price Equity Income Fund	4,360	**	103,298

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
T Rowe Price New Asia Fund	6,519	**	125,028
T Rowe Price Science & Technology Fd	498	**	13,356
The Delafield Fund	1,461	**	42,938
Third Ave Real Estate Value Fd	359	**	8,316
Third Ave Small-Cap Value Fd	964	**	20,167
Third Avenue Value Fund	380	**	19,671
Tocqueville Gold Fund	303	**	26,252
Transamerica Grwth Oppty Eqty Fd Cl	186	**	2,092
Tweedy Browne Global Value Fd	76	**	1,804
US Global Regent Eastern European	478	**	5,169
UMB Scout Intl Discovery	307	**	2,973
US Global Inv World Precious	2,475	**	55,154
Value Line Large Companies Fd	2,429	**	42,437
Vanguard Dividend Growth Fund	5,471	**	78,674
Vanguard Energy Fund	869	**	56,380
Vanguard Equity Income Fd Inc	732	**	14,914
Vanguard European Stock Index Fd	285	**	7,480
Vanguard Health Care Fund	653	**	79,945
Vanguard High-Yield Corporate Fd	1,949	**	11,109
Vanguard Intl Growth Portfolio	253	**	4,889
Vanguard Precious Metals Fund	1,729	**	46,244
Vanguard Short Term	948	**	10,003
Vanguard Total Bd Market Index Fd	4,999	**	52,988
Vanguard Total Int'l Stock Index Fd	646	**	10,180
Vanguard Total Stock Market Index	644	**	20,326
Vanguard Wellington Fund	2,495	**	77,604
Vanguard Windsor II Portfolio	105	**	2,694
Vanguard 500 Index Fd Investor SHS	2,917	**	337,793
Wasatch Core Growth Fd	1,261	**	43,375
Wasatch Emerging Market Small Cap Fd	6,251	**	16,065
Washington Mutual Fund R5	1,385	**	37,684
Weitz Partners Value Fund	6,524	**	134,333
Weitz Short Intermediate Income Fd	24,404	**	302,116
Wells Fargo Advg Intr Sm Cp Val Inv	1,698	**	25,879
Wells Fargo C&B Mid Cap Value Fund	995	**	16,155
WF Advantage Lge Co Val Fd Inv	596	**	7,527
WF Advantage Mid Cap Disciplined	1,199	**	25,223

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Description	Par, Maturity Value, or Number of Shares	Cost	Current Value
Mutual Funds, continued:			
Wilshire Lg Co Growth - Ivestmnt	4,599	**	147,108
Yacktman Focused Fund	2,307	**	40,799
Unit Investment Trusts:			
Bldrs Emerging Mkts	700	**	33,705
DJ Wilshire Reit ETF	541	**	33,016
First TR DJ Internet Fd	100	**	3,432
IQ Hedge Multi Strat ETF	2,389	**	65,492
Ishares Msci Emerging Mkts Indx Fd	937	**	44,662
Ishares Msci Pac Ex Japn	400	**	18,792
Ishares Russell Midcap	100	**	5,679
Ishares Silver Trust	25	**	755
Ishares TR Cohen & Steer	256	**	16,824
Ishares TR DJ US Basic Materials	100	**	7,746
Ishares TR DJ US Consumer Goods Sect	100	**	6,455
Ishares TR DJ US Finl Svc Index Fd	100	**	5,757
Ishares IR DJ US Indl	46	**	3,032
Ishares TR Dow Jones US Real Estate	100	**	5,596
Ishares TR Goldman Sachs	100	**	5,842
Ishares TR Goldman Sachs	150	**	6,254
Ishares TR Goldman Sachs Tech Index	100	**	6,045
Ishares TR Lehman Bd Fd	380	**	39,626
Ishares TR Russell 3000	77	**	3,621
Ishares TR S&P Latn Amer	250	**	13,465
Ishares TR S&P Topix 150	200	**	9,506
Ishares Trust	202	**	18,267
Ishares Trust Dow Jones	408	**	26,252
Ishares Trust Index Fund	300	**	12,927
Ishares Trust S&P 500 Index	455	**	57,428
Market Vectors ETF Tr	42	**	2,252
Market Vectors ETF Trust	505	**	10,105
Market Vectors ETF Trust	1,000	**	25,350
Powershares DB US DLR Index Tr	400	**	9,084
Powershares India ETF	1,000	**	25,420
Powershares QQQ Trust Ser 1	1,904	**	103,711
Powershs DB Commdty	2,021	**	55,679
Proshares Ultra S&P 500	1,462	**	70,241

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Unit Investment Trusts, continued:			
SPDR DJ Wilshire Mid Cap	190	**	11,292
SPDR DJ Wilshire Small Cap	100	**	6,600
SPDR Dow Jones Indl	2,560	**	296,043
SPDR Gold Trust	1,195	**	165,770
SPDR Morgan Stanley Tech	100	**	6,608
SPDR S&P China ETR	233	**	17,749
SPDR S&P Dividend ETR	701	**	36,464
SPDR S&P Midcap 400	130	**	21,408
SPDR Series Trust ETF	1,064	**	42,270
SPDR Trust Unit Ser 1 Exp 1/22/2118	1,474	**	185,305
Vanguard BD Index Fund	671	**	53,877
Vanguard Intl Equity Index Fd	130	**	6,259
WisdomTree India Earning	1,100	**	29,029
Other Assets:			
Atlas Pipeline Partners LP	500	**	12,335
Energy Transfer Equity	1,000	**	39,070
Energy Transfer Partners	1,313	**	68,030
Enterprise Prd Prtners L P	835	**	34,730
EV Energy Partners L P	500	**	19,625
Kinder Morgan Energy Partners L P	175	**	12,296
Magellan Midstream Ptnrs	506	**	28,589
Terra Nitrogen Co LP	30	**	3,243
Met-Life Insurance Policies at Cash Surrender Value:		**	234,553
Participant Loans:	4.25% - 9.25% interest	**	432,171
			<u><u>\$ 45,173,109</u></u>

**Denotes a party-in-interest.*

***Costs omitted for some participant directed investments.*

The accompanying notes are an integral part of this schedule.