Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
GEMMY INDUSTRIES CORP. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 11/01/1996

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

117 WRANGLER DRIVE, SUITE 100
COPPELL, TX 75019

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COPPELL, TX 75019

2b Employer Identification Number (EIN)
75-2001355

2c Sponsor's telephone number
972-538-4200

2d Business code (see instructions)
423920

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.	10/12/2011	DALE CHEN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2011	KIMBERLY SCOTT
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

117 WRANGLER DRIVE, SUITE 100
COPPELL, TX 75019

3b Administrator's EIN
75-2001355

3c Administrator's telephone number
972-538-4200

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**	103
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**	73
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	17
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	90
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	90
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	63
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 2K 2T 3D

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

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	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)	X	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)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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	**B** Three-digit plan number (PN) ▶	
GEMMY INDUSTRIES CORP. 401(K) PLAN		001

C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
GEMMY INDUSTRIES CORPORATION	75-2001355

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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04-2647786

(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)

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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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
GEMMY INDUSTRIES CORP. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-2001355

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(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)	194417	172022
(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)	7894	4076
(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)	3133306	3992170
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	3335617	4168268
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	3335617	4168268

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)		
	(B) Participants	2a(1)(B)	312454	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		312454
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	36	
	(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)	475	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		511
	(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)	43366	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		43366
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b **(5)** Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		543962
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		900293
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	58224	
(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)		58224
f Corrective distributions (see instructions)	2f		9108
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	310	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		310
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		67642
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		832651
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)** [X] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: C.F. & CO., L.L.P. **(2)** EIN: 20-0162782

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		350000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

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

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

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

A Name of plan
GEMMY INDUSTRIES CORP. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-2001355

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

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 of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

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

6 **a** Enter the minimum required contribution for this plan year **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

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

Part III Amendments

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

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

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**

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):

---

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):

GEMMY INDUSTRIES CORPORATION 401(k) PLAN

Audited Financial Statements

December 31, 2010 and 2009

GEMMY INDUSTRIES CORPORATION 401(k) PLAN

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CF & Co., L.L.P.
CERTIFIED PUBLIC ACCOUNTANTS
& CONSULTANTS

Independent Auditor's Report

To the Trustee and Plan Sponsor of the
Gemmy Industries Corporation 401(k) Plan

We were engaged to audit the accompanying statements of net assets available for benefits of Gemmy Industries Corporation 401(k) Plan (the "Plan") as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and the supplemental schedule as of December 31, 2010, as listed in the accompanying table of contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 3 and 4, which was certified or provided by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee of the Plan holds the Plan's assets and executes transactions. The plan administrator has obtained certifications from the Fidelity Management Trust Company regarding the completeness and accuracy of the information summarized in Note 3 that was provided to the plan administrator by the agent on behalf of the trustee as of and for the year ended December 31, 2010, and as of December 31, 2009.

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

CF & Co., L.L.P.

Dallas, Texas
September 28, 2011

8750 N. Central Expressway, Suite 300 • Dallas, Texas 75231-6464 • Phone: 972-387-4300 • 800-834-8586 • Fax 972-960-2810 • www.cfllp.com

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THE INTERNATIONAL ACCOUNTING GROUP (TIAG) • WORLD SERVICES GROUP

GEMMY INDUSTRIES CORPORATION 401(k) PLAN
Statements of Net Assets Available for Benefits
December 31, 2010 and 2009

	2010	2009
Assets:		
Investments in mutual funds at fair value	$ 4,164,192	$ 3,327,723
Receivables:		
Participant notes receivable	4,076	7,894
Employee	--	29,416
Total Assets	4,168,268	3,365,033
Liabilities:		
Excess contributions payable	3,310	6,813
Net Assets Availible for Benefits	$ 4,164,958	$ 3,358,220

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

GEMMY INDUSTRIES CORPORATION 401(k) PLAN
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2010

Additions to Net Assets Attributable to:	
Investment Income:	
Interest and dividends	$ 43,402
Net appreciation in fair value of investments	543,962
Interest income from participant notes receivable	475
Total earnings on investments	587,364
Contributions:	
Employee	279,729
Total additions	867,568
Deductions from net assets attributed to:	
Benefits paid to participants	60,520
Administrative expenses	310
Total deductions	60,830
Net increase in net assets available for benefits	806,738
Net assets available for benefits:	
Beginning of year	3,358,220
End of year	$ 4,164,958

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

Note 1 - Description of Plan

The following description of the Gemmy Industries Corporation 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution 401(k) deferral plan covering all employees of Gemmy Industries Corporation (the "Company") who have attained age twenty-one. The Plan was established November 1, 1996 and is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Effective January 1, 2010 the Plan was amended to establish a six month eligibility service requirement.

Contributions

Each year, participants may elect to make tax-deferred and Roth 401(k) contributions of eligible compensation. Participants may also make special elections for additional tax-deferred contributions of any employer paid bonuses and of eligible compensation paid during the last month of the Plan year. Total annual participant contributions are limited to the lesser of 30% of the employee's eligible compensation or the maximum amount allowed by the Internal Revenue Code ("IRC").

Participants who make tax-deferred contributions and are projected to be age 50 or older by the end of any calendar year may also make catch-up contributions subject to limitations defined by the IRC. In addition, participants may rollover amounts representing distributions from other qualified plans.

The Company may elect to make matching contributions and annual discretionary profit sharing contributions in amounts to be determined by the Board of Directors. No such contributions were made during the year ended December 31, 2010.

Participant Accounts

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

Note 1 - Description of Plan, continued

Vesting

Employee contributions and earnings thereon are 100% vested. Employer matching and profit sharing contributions have the following vesting schedule:

Years of Service	Vested Interest
Less than 1	0%
1	33%
2	67%
3	100%

Participant accounts become 100% vested if the employee reaches normal retirement age, becomes disabled, or dies.

Notes Receivable from Participants

Participants are permitted by the Plan to borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. The balance in the participant's account secures the notes. Participant notes bear interest at rates deemed reasonable by the Plan administrator and range from one to five years, or longer for the purchase of a primary residence. Note repayments are made in level amounts through payroll deductions.

Payment of Benefits

Upon termination of service, death, disability, or retirement, a participant (or beneficiary) may elect to receive a lump-sum distribution or installment payments. Participants may elect in-service withdrawals of employee pretax contributions and rollover accounts. In-service withdrawals include hardship withdrawals and other withdrawals after age 59 ½.

Plan Administration

Certain administrative functions are performed by officers or employees of the Company who receive no compensation from the Plan.

Forfeitures

Forfeitures are first used to reinstate previously forfeited account balances of rehired former participants and any remaining forfeitures serve to first pay administrative expenses and then to reduce employer contributions. The Company utilized $-0- of forfeitures to offset employer matching contributions for the year ended December 31, 2010 and retained a balance of $6,695 in the forfeiture account at year end.

Note 2 - Summary of Significant Accounting Policies

The summary of significant accounting policies of the Plan is presented to assist in understanding the financial statements.

Basis of Accounting

The financial statements of the Plan are presented on the accrual basis in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Recent Accounting Pronouncements

In January 2010, the Financial Accounting Standard Board ("FASB") issued an Accounting Standards Update ("ASU"), *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* ("ASU 2010-06"), which requires new disclosures and reasons for transfers of financial assets and liabilities between Levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for both Level 2 and Level 3 measurements. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlements instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment was effective for the Plan's year ended December 31, 2010. As the standard affected disclosures only, the adoption of this standard did not have an impact on the Plan's financial statements. The guidance related to Level 3 measurements is effective for the Plan's year ending December 31, 2011, and is not expected to have an impact on the Plan's financial reporting as there are currently no Level 3 investments.

The Plan adopted ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans* for its year ended December 31, 2010. This amendment required that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. The adoption resulted in retrospective reclassification of participant notes from investments totaling $7,894 as of December 31, 2009. There was no impact to the net assets as of December 31, 2009 as a result of the adoption. Prior disclosures have also been revised.

Estimates

The preparation of financial statements in conformity with U.S. GAAP requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Note 2 - Summary of Significant Accounting Policies, continued

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are treated as distributions based on the terms of the Plan document.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

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

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRC are recorded as a liability with a corresponding reduction to contributions. The Plan distributed the excess contributions to the applicable participants prior to March 15, 2011.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Note 3 - Information Prepared and Certified by Trustee

The following is a summary of the plan's asset information as of December 31, 2010 and 2009, and for the year ended December 31, 2010, included in the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the Fidelity Management Trust Company ("Fidelity") and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from Fidelity that information provided to the Plan Administrator by the Fidelity related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent

Note 3 - Information Prepared and Certified by Trustee, continued

auditors not to perform any auditing procedures with respect to information in Note 4 and supplemental schedule related to the following assets:

- Investment assets, transaction, and income
- Schedule of assets held for investment purposes
- Participant notes receivable and interest income

Note 4 - Investments and Fair Value Measurements

The framework for measuring fair value under U.S. GAAP provides for a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

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

Level 2 Inputs to the valuation methodology include:

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

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

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

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Note 4 - Investments and Fair Value Measurements, continued

All investments in the Statements of Net Assets are reported at fair value. The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010 and 2009.

	December 31, 2010			
	Level 1	Level 2	Level 3	Total
Mutual Funds				
Large Cap Funds	$ 1,110,394	$ --	$ --	$ 1,110,394
Mid Cap Funds	1,286,518			1,286,518
Small Cap Funds	350,323			350,323
International Fund	506,993			506,993
Specialty Funds	105,122			105,122
Bond Investment Funds	224,127			224,127
Blended Funds	408,693			408,693
Money Market Funds	172,022	--	--	172,022
Total Investments	$ 4,164,192	$ --	$ --	$ 4,164,192

	December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual Funds				
Large Cap Funds	$ 849,737	$ --	$ --	$ 849,737
Mid Cap Funds	993,676			993,676
Small Cap Funds	246,846			246,846
International Fund	464,468			464,468
Specialty Funds	32,680			32,680
Bond Investment Funds	161,357			161,357
Blended Funds	384,542			384,542
Money Market Fund	194,417	--	--	194,417
Total Investments	$ 3,327,723	$ --	$ --	$ 3,327,723

The following is a description of valuation methodologies used for assets at fair value.

Mutual Funds are valued at the net asset value (NAV) of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while

Note 4 - Investments and Fair Value Measurements, continued

the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following are investments that represent 5% of more of the Plan's net assets.

Description	2010	2009
Fidelity Mid-Cap Stock Fund	$ 262,391	$ 200,820
Fidelity Value Fund	520,623	407,557
Fidelity Low-Priced Stock Fund	459,583	357,907
Fidelity Diversified International Fund	339,488	297,359
Fidelity Retirement Money Market Fund	**	194,417
Fidelity Dividend Growth Fund	234,611	173,038

** - *This investment did not represent 5% or more of the Plan's net assets for the period indicated.*

During 2010, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $543,962.

Note 5 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their employer contributions.

Note 6 - Tax Status

The Plan was adopted from a prototype plan sponsored by Fidelity Management & Research Company ("FMR"). The Internal Revenue Service has determined and informed FMR by a letter dated October 2003, that the Plan is acceptable under Section 401 of the IRC for use by employers for the benefit of their employees. Although the Company has made amendments to the Plan since adoption of the prototype, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U. S. GAAP requires management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the U.S. federal, state, or

Note 6 - Tax Status, continued

local tax authorities. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that the Plan had maintained its tax exempt status and had taken no uncertain positions that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to income tax examinations by the U.S. federal, state, or local tax authorities over various statutes of limitations, most ranging from three to five years from the date of filing. Any potential interest and penalty associated with a tax position would be included as a component of income tax expense in the period in which the assessment arises.

Note 7 - Risks and Uncertainties

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

Note 8 - Reconciliation of Financial Statements to Forms 5500

The accompanying financial statements differ from the amounts reported in Form 5500 for the year ended December 31, 2010. The Plan's financial statements are prepared on the accrual basis of accounting which differs from the modified accrual basis method used to prepare IRS form 5500.

	December 31, 2010	December 31, 2009
Net assets available for benefits, Form 5500	$ 4,168,268	$ 3,335,617
Contributions receivable	--	29,416
Excess contributions payable	(3,310)	(6,813)
Net assets available for benefits, financial statements	$ 4,164,958	$ 3,358,220

Net gain (loss), Form 5500	$ 832,651
Contributions receivable-prior year	(29,416)
Excess contributions payable-current year	(3,310)
Excess contributions-prior year	6,813
Net increase in net assets available for benefits financial statements	$ 806,738

Note 9 - Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by an affiliate of the Trustee of the Plan. Transactions with the Trustee qualify as party-in-interest transactions. In addition, the Company paid approximately $17,000 for the year ended December 31, 2010, on behalf of the Plan to parties-in-interest for audit fees and administrative expenses.

Note 10 - Subsequent Events

The Plan Administrator has reviewed events that have occurred after December 31, 2010, through September 28, 2011, the date the financial statements were available for issuance. During this period, the Plan did not have any material subsequent events.

GEMMY INDUSTRIES CORPORATION 401(k) PLAN

Supplemental Schedule

December 31, 2010

I.D. #75-2001355
Plan #001

GEMMY INDUSTRIES CORPORATION 401(k) PLAN
Schedule H, Line 4(i) -
Schedule of Assets (Held at End of Year)
As of December 31, 2010

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(e) Current Value
*	Fidelity Fund	Mutual Fund	$ 9,731
*	Fidelity Puritan	Mutual Fund	66,157
*	Fidelity Value Strategies Fund	Mutual Fund	185,242
*	Fidelity Contra Fund	Mutual Fund	129,786
*	Fidelity Equity-Income Fund	Mutual Fund	57,011
*	Fidelity Growth Company Fund	Mutual Fund	90,837
*	Fidelity Investment Grade Bond Fund	Mutual Fund	38,386
*	Fidelity Intermediate Bond Fund	Mutual Fund	176,805
*	Fidelity Value Fund	Mutual Fund	520,623
*	Fidelity OTC Portfolio	Mutual Fund	104,746
*	Fidelity Overseas Fund	Mutual Fund	167,505
*	Fidelity Real Estate Investments Fund	Mutual Fund	105,122
*	Fidelity Blue Chip Growth Fund	Mutual Fund	203,930
*	Fidelity Low-Priced Stock Fund	Mutual Fund	459,583
*	Fidelity Equity Income II Fund	Mutual Fund	51,574
*	Fidelity Growth Strategies Fund	Mutual Fund	22,954
*	Fidelity Diversified International Fund	Mutual Fund	339,488
*	Fidelity Dividend Growth Fund	Mutual Fund	234,611
*	Fidelity Export and Multinational Fund	Mutual Fund	71,740
*	Fidelity Mid-Cap Stock Fund	Mutual Fund	262,391
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	Spartan Total Market Index Fund	Mutual Fund	17,077
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*	Fidelity Freedom 2050 Fund	Mutual Fund	3,072
*	Participant Loans	(Highest 7.50% - Lowest 7.50%)	4,076
			$ 4,168,268

* Column (a) indicates each identified person/entity known to be a party-in-interest with respect to the Plan.

Column (d) has been omitted as this is a participant directed plan

GEMMY INDUSTRIES CORPORATION 401(k) PLAN

Audited Financial Statements

December 31, 2010 and 2009

GEMMY INDUSTRIES CORPORATION 401(k) PLAN

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CF & Co., L.L.P.
CERTIFIED PUBLIC ACCOUNTANTS
& CONSULTANTS

Independent Auditor's Report

To the Trustee and Plan Sponsor of the
Gemmy Industries Corporation 401(k) Plan

We were engaged to audit the accompanying statements of net assets available for benefits of Gemmy Industries Corporation 401(k) Plan (the "Plan") as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and the supplemental schedule as of December 31, 2010, as listed in the accompanying table of contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 3 and 4, which was certified or provided by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee of the Plan holds the Plan's assets and executes transactions. The plan administrator has obtained certifications from the Fidelity Management Trust Company regarding the completeness and accuracy of the information summarized in Note 3 that was provided to the plan administrator by the agent on behalf of the trustee as of and for the year ended December 31, 2010, and as of December 31, 2009.

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

CF & Co., L.L.P.

Dallas, Texas
September 28, 2011

8750 N. Central Expressway, Suite 300 • Dallas, Texas 75231-6464 • Phone: 972-387-4300 • 800-834-8586 • Fax 972-960-2810 • www.cfllp.com

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THE INTERNATIONAL ACCOUNTING GROUP (TIAG) • WORLD SERVICES GROUP

GEMMY INDUSTRIES CORPORATION 401(k) PLAN
Statements of Net Assets Available for Benefits
December 31, 2010 and 2009

	2010	2009
Assets:		
Investments in mutual funds at fair value	$ 4,164,192	$ 3,327,723
Receivables:		
Participant notes receivable	4,076	7,894
Employee	--	29,416
Total Assets	4,168,268	3,365,033
Liabilities:		
Excess contributions payable	3,310	6,813
Net Assets Availible for Benefits	$ 4,164,958	$ 3,358,220

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

GEMMY INDUSTRIES CORPORATION 401(k) PLAN
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2010

Additions to Net Assets Attributable to:	
Investment Income:	
Interest and dividends	$ 43,402
Net appreciation in fair value of investments	543,962
Interest income from participant notes receivable	475
Total earnings on investments	587,364
Contributions:	
Employee	279,729
Total additions	867,568
Deductions from net assets attributed to:	
Benefits paid to participants	60,520
Administrative expenses	310
Total deductions	60,830
Net increase in net assets available for benefits	806,738
Net assets available for benefits:	
Beginning of year	3,358,220
End of year	$ 4,164,958

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

Note 1 - Description of Plan

The following description of the Gemmy Industries Corporation 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution 401(k) deferral plan covering all employees of Gemmy Industries Corporation (the "Company") who have attained age twenty-one. The Plan was established November 1, 1996 and is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Effective January 1, 2010 the Plan was amended to establish a six month eligibility service requirement.

Contributions

Each year, participants may elect to make tax-deferred and Roth 401(k) contributions of eligible compensation. Participants may also make special elections for additional tax-deferred contributions of any employer paid bonuses and of eligible compensation paid during the last month of the Plan year. Total annual participant contributions are limited to the lesser of 30% of the employee's eligible compensation or the maximum amount allowed by the Internal Revenue Code ("IRC").

Participants who make tax-deferred contributions and are projected to be age 50 or older by the end of any calendar year may also make catch-up contributions subject to limitations defined by the IRC. In addition, participants may rollover amounts representing distributions from other qualified plans.

The Company may elect to make matching contributions and annual discretionary profit sharing contributions in amounts to be determined by the Board of Directors. No such contributions were made during the year ended December 31, 2010.

Participant Accounts

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

Note 1 - Description of Plan, continued

Vesting

Employee contributions and earnings thereon are 100% vested. Employer matching and profit sharing contributions have the following vesting schedule:

Years of Service	Vested Interest
Less than 1	0%
1	33%
2	67%
3	100%

Participant accounts become 100% vested if the employee reaches normal retirement age, becomes disabled, or dies.

Notes Receivable from Participants

Participants are permitted by the Plan to borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. The balance in the participant's account secures the notes. Participant notes bear interest at rates deemed reasonable by the Plan administrator and range from one to five years, or longer for the purchase of a primary residence. Note repayments are made in level amounts through payroll deductions.

Payment of Benefits

Upon termination of service, death, disability, or retirement, a participant (or beneficiary) may elect to receive a lump-sum distribution or installment payments. Participants may elect in-service withdrawals of employee pretax contributions and rollover accounts. In-service withdrawals include hardship withdrawals and other withdrawals after age 59 ½.

Plan Administration

Certain administrative functions are performed by officers or employees of the Company who receive no compensation from the Plan.

Forfeitures

Forfeitures are first used to reinstate previously forfeited account balances of rehired former participants and any remaining forfeitures serve to first pay administrative expenses and then to reduce employer contributions. The Company utilized $-0- of forfeitures to offset employer matching contributions for the year ended December 31, 2010 and retained a balance of $6,695 in the forfeiture account at year end.

Note 2 - Summary of Significant Accounting Policies

The summary of significant accounting policies of the Plan is presented to assist in understanding the financial statements.

Basis of Accounting

The financial statements of the Plan are presented on the accrual basis in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Recent Accounting Pronouncements

In January 2010, the Financial Accounting Standard Board ("FASB") issued an Accounting Standards Update ("ASU"), *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* ("ASU 2010-06"), which requires new disclosures and reasons for transfers of financial assets and liabilities between Levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for both Level 2 and Level 3 measurements. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlements instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment was effective for the Plan's year ended December 31, 2010. As the standard affected disclosures only, the adoption of this standard did not have an impact on the Plan's financial statements. The guidance related to Level 3 measurements is effective for the Plan's year ending December 31, 2011, and is not expected to have an impact on the Plan's financial reporting as there are currently no Level 3 investments.

The Plan adopted ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans* for its year ended December 31, 2010. This amendment required that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. The adoption resulted in retrospective reclassification of participant notes from investments totaling $7,894 as of December 31, 2009. There was no impact to the net assets as of December 31, 2009 as a result of the adoption. Prior disclosures have also been revised.

Estimates

The preparation of financial statements in conformity with U.S. GAAP requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Note 2 - Summary of Significant Accounting Policies, continued

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are treated as distributions based on the terms of the Plan document.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

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

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRC are recorded as a liability with a corresponding reduction to contributions. The Plan distributed the excess contributions to the applicable participants prior to March 15, 2011.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Note 3 - Information Prepared and Certified by Trustee

The following is a summary of the plan's asset information as of December 31, 2010 and 2009, and for the year ended December 31, 2010, included in the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the Fidelity Management Trust Company ("Fidelity") and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from Fidelity that information provided to the Plan Administrator by the Fidelity related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent

Note 3 - Information Prepared and Certified by Trustee, continued

auditors not to perform any auditing procedures with respect to information in Note 4 and supplemental schedule related to the following assets:

- Investment assets, transaction, and income
- Schedule of assets held for investment purposes
- Participant notes receivable and interest income

Note 4 - Investments and Fair Value Measurements

The framework for measuring fair value under U.S. GAAP provides for a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

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

Level 2 Inputs to the valuation methodology include:

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

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

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

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Note 4 - Investments and Fair Value Measurements, continued

All investments in the Statements of Net Assets are reported at fair value. The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010 and 2009.

	December 31, 2010			
	Level 1	Level 2	Level 3	Total
Mutual Funds				
Large Cap Funds	$ 1,110,394	$ --	$ --	$ 1,110,394
Mid Cap Funds	1,286,518			1,286,518
Small Cap Funds	350,323			350,323
International Fund	506,993			506,993
Specialty Funds	105,122			105,122
Bond Investment Funds	224,127			224,127
Blended Funds	408,693			408,693
Money Market Funds	172,022	--	--	172,022
Total Investments	$ 4,164,192	$ --	$ --	$ 4,164,192

	December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual Funds				
Large Cap Funds	$ 849,737	$ --	$ --	$ 849,737
Mid Cap Funds	993,676			993,676
Small Cap Funds	246,846			246,846
International Fund	464,468			464,468
Specialty Funds	32,680			32,680
Bond Investment Funds	161,357			161,357
Blended Funds	384,542			384,542
Money Market Fund	194,417	--	--	194,417
Total Investments	$ 3,327,723	$ --	$ --	$ 3,327,723

The following is a description of valuation methodologies used for assets at fair value.

Mutual Funds are valued at the net asset value (NAV) of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while

Note 4 - Investments and Fair Value Measurements, continued

the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following are investments that represent 5% of more of the Plan's net assets.

Description	2010	2009
Fidelity Mid-Cap Stock Fund	$ 262,391	$ 200,820
Fidelity Value Fund	520,623	407,557
Fidelity Low-Priced Stock Fund	459,583	357,907
Fidelity Diversified International Fund	339,488	297,359
Fidelity Retirement Money Market Fund	**	194,417
Fidelity Dividend Growth Fund	234,611	173,038

** - *This investment did not represent 5% or more of the Plan's net assets for the period indicated.*

During 2010, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $543,962.

Note 5 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their employer contributions.

Note 6 - Tax Status

The Plan was adopted from a prototype plan sponsored by Fidelity Management & Research Company ("FMR"). The Internal Revenue Service has determined and informed FMR by a letter dated October 2003, that the Plan is acceptable under Section 401 of the IRC for use by employers for the benefit of their employees. Although the Company has made amendments to the Plan since adoption of the prototype, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U. S. GAAP requires management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the U.S. federal, state, or

Note 6 - Tax Status, continued

local tax authorities. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that the Plan had maintained its tax exempt status and had taken no uncertain positions that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to income tax examinations by the U.S. federal, state, or local tax authorities over various statutes of limitations, most ranging from three to five years from the date of filing. Any potential interest and penalty associated with a tax position would be included as a component of income tax expense in the period in which the assessment arises.

Note 7 - Risks and Uncertainties

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

Note 8 - Reconciliation of Financial Statements to Forms 5500

The accompanying financial statements differ from the amounts reported in Form 5500 for the year ended December 31, 2010. The Plan's financial statements are prepared on the accrual basis of accounting which differs from the modified accrual basis method used to prepare IRS form 5500.

	December 31, 2010	December 31, 2009
Net assets available for benefits, Form 5500	$ 4,168,268	$ 3,335,617
Contributions receivable	--	29,416
Excess contributions payable	(3,310)	(6,813)
Net assets available for benefits, financial statements	$ 4,164,958	$ 3,358,220

Net gain (loss), Form 5500	$ 832,651
Contributions receivable-prior year	(29,416)
Excess contributions payable-current year	(3,310)
Excess contributions-prior year	6,813
Net increase in net assets available for benefits financial statements	$ 806,738

Note 9 - Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by an affiliate of the Trustee of the Plan. Transactions with the Trustee qualify as party-in-interest transactions. In addition, the Company paid approximately $17,000 for the year ended December 31, 2010, on behalf of the Plan to parties-in-interest for audit fees and administrative expenses.

Note 10 - Subsequent Events

The Plan Administrator has reviewed events that have occurred after December 31, 2010, through September 28, 2011, the date the financial statements were available for issuance. During this period, the Plan did not have any material subsequent events.

GEMMY INDUSTRIES CORPORATION 401(k) PLAN

Supplemental Schedule

December 31, 2010

I.D. #75-2001355
Plan #001

GEMMY INDUSTRIES CORPORATION 401(k) PLAN
Schedule H, Line 4(i) -
Schedule of Assets (Held at End of Year)
As of December 31, 2010

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(e) Current Value
*	Fidelity Fund	Mutual Fund	$ 9,731
*	Fidelity Puritan	Mutual Fund	66,157
*	Fidelity Value Strategies Fund	Mutual Fund	185,242
*	Fidelity Contra Fund	Mutual Fund	129,786
*	Fidelity Equity-Income Fund	Mutual Fund	57,011
*	Fidelity Growth Company Fund	Mutual Fund	90,837
*	Fidelity Investment Grade Bond Fund	Mutual Fund	38,386
*	Fidelity Intermediate Bond Fund	Mutual Fund	176,805
*	Fidelity Value Fund	Mutual Fund	520,623
*	Fidelity OTC Portfolio	Mutual Fund	104,746
*	Fidelity Overseas Fund	Mutual Fund	167,505
*	Fidelity Real Estate Investments Fund	Mutual Fund	105,122
*	Fidelity Blue Chip Growth Fund	Mutual Fund	203,930
*	Fidelity Low-Priced Stock Fund	Mutual Fund	459,583
*	Fidelity Equity Income II Fund	Mutual Fund	51,574
*	Fidelity Growth Strategies Fund	Mutual Fund	22,954
*	Fidelity Diversified International Fund	Mutual Fund	339,488
*	Fidelity Dividend Growth Fund	Mutual Fund	234,611
*	Fidelity Export and Multinational Fund	Mutual Fund	71,740
*	Fidelity Mid-Cap Stock Fund	Mutual Fund	262,391
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Column (d) has been omitted as this is a participant directed plan