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;
- [ ] 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
OGDEN CAP PROPERTIES, LLC 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 03/25/2003

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

390 PARK AVE.
SUITE 600
NEW YORK, NY 10022

2b Employer Identification Number (EIN) 56-2356978

2c Sponsor's telephone number 212-339-2160

2d Business code (see instructions) 531110

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.	10/13/2011	HELEN METZGER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

OGDEN CAP PROPERTIES, LLC

390 PARK AVE.
SUITE 600
NEW YORK, NY 10022

3b Administrator's EIN: 56-2356978

3c Administrator's telephone number: 212-339-2160

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**	371
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**	259
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	55
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	314
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f	Total. Add lines **6d** and **6e**	**6f**	315
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	176
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 3D 3H

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
OGDEN CAP PROPERTIES, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
OGDEN CAP PROPERTIES, LLC

D Employer Identification Number (EIN)
56-2356978

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

ADP

22-1467904

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

AMERICAN CENTURY INVESTMENT SERVICE

44-0640487

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

FRED ALGER & COMPANY, INCORPORATED

13-2510833

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

INVESCO DISTRIBUTORS, INC.

74-1894784

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

J.P. MORGAN INVESTMENT MANAGEMENT I

13-3200244

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

MORGAN STANLEY INVESTMENT ADVISORS

13-3680016

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

NATIONWIDE FUND DISTRIBUTORS LLC

52-6969857

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

NYLIFE DISTRIBUTORS, LLC

169 LACKAWANNA AVENUE
PARSIPPANY, NJ 07054

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

OPPENHEIMER FUNDS INC.

13-2527171

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

VAN KAMPEN FUNDS INC.

36-2811402

(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 disclosures on eligible indirect compensation

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

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

ADP BROKER-DEALER

22-3319984

(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?
63	RECORD KEEPER	0	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] No [ ]

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

MORGAN STANLEY SMITH BARNEY LLC

26-4310632

(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?
63 99 60 59	RECORDKEEPER	0	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] 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
ADP BROKER-DEALER	63	0

(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.
AMERICAN CENTURY INVESTMENT SERVICE 44-0640487	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORGAN STANLEY SMITH BARNEY LLC	63 60 59	0

(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.
AMERICAN CENTURY INVESTMENT SERVICE 44-0640487	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORGAN STANLEY SMITH BARNEY LLC	63 60 59	0

(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.
CALVERT DISTRIBUTORS, INC. 52-1899581	ANNUAL RATE 0.00200 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

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
ADP BROKER-DEALER	63	0

(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.
FRED ALGER & COMPANY, INCORPORATED 13-2510833	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORGAN STANLEY SMITH BARNEY LLC	63 99	0

(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.
FRED ALGER & COMPANY, INCORPORATED 13-2510833	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	63	0

(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.
INVESCO DISTRIBUTORS, INC. 74-1894784	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

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
MORGAN STANLEY SMITH BARNEY LLC	63 60 59	0

(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.
INVESCO DISTRIBUTORS, INC. 74-1894784	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORGAN STANLEY SMITH BARNEY LLC	63 60 59	0

(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.
J.P. MORGAN INVESTMENT MANAGEMENT I 13-3200244	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	63	0

(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.
J.P. MORGAN INVESTMENT MANAGEMENT I 13-3200244	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

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
MORGAN STANLEY SMITH BARNEY LLC	60 59	0

(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.
MORGAN STANLEY INVESTMENT ADVISORS 13-3680016	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	63	0

(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.
MORGAN STANLEY INVESTMENT ADVISORS 13-3680016	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ADP BROKER-DEALER	63	0

(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.
NYLIFE DISTRIBUTORS, LLC 169 LACKAWANNA AVENUE PARSIPPANY, NJ 07054	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

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
ADP BROKER-DEALER	63	0

(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.
OPPENHEIMER FUNDS INC. 13-2527171	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORGAN STANLEY SMITH BARNEY LLC	63 60 59	0

(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.
OPPENHEIMER FUNDS INC. 13-2527171	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORGAN STANLEY SMITH BARNEY LLC	63 60 59 99 49	0

(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.
VAN KAMPEN FUNDS INC. 36-2811402	ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00100 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS

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
ADP BROKER-DEALER	63	0

(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.
VAN KAMPEN FUNDS INC. 36-2811402	ANNUAL RATE 0.00265 OF AVERAGE DAILY ASSETS

(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

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(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
OGDEN CAP PROPERTIES, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
OGDEN CAP PROPERTIES, LLC

D Employer Identification Number (EIN)
56-2356978

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)		
(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)	165045	192076
(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)	8007160	9613397
(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	8172205	9805473
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	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	8172205	9805473

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)	527072	
(B) Participants	2a(1)(B)	956925	
(C) Others (including rollovers)	2a(1)(C)	69071	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1553068
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)	10502	
(F) Other	2b(1)(F)	1	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		10503
(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)	206447	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		206447
(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)		744642
c Other income	2c		22
d Total income. Add all **income** amounts in column (b) and enter total	2d		2514682
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	875256	
(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)		875256
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		6158
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		881414
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		1633268
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: SOBEL & CO.,LLC (2) EIN: 22-1430039

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		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?	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			

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
OGDEN CAP PROPERTIES, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
OGDEN CAP PROPERTIES, LLC

D Employer Identification Number (EIN)
56-2356978

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): 57-1198022

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):

OGDEN CAP PROPERTIES, LLC 401(k) PLAN

FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULE

DECEMBER 31, 2010 AND 2009

OGDEN CAP PROPERTIES, LLC 401(k) PLAN

DECEMBER 31, 2010 AND 2009

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Sobel & Co., LLC
CERTIFIED PUBLIC ACCOUNTANTS
AND CONSULTANTS

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Livingston, NJ 07039-1711
973-994-9494 • Fax 973-994-1571
www.sobel-cpa.com

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Ogden CAP Properties, LLC 401(k) Plan
New York, New York

We were engaged to audit the accompanying statements of net assets available for benefits of Ogden CAP Properties, LLC 401(k) Plan (the "Plan") as of and for the years ended December 31, 2010 and 2009, and the related statements of changes of net assets available for benefits for the years then ended and the supplemental Schedule H, line 4i - Schedule of Assets (Held At End of Year). 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 information summarized in Note 5 and 6, which was certified by State Street Bank and Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the accompanying financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended December 31, 2010 and 2009 that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental 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 by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Sobel & Co., LLC
Certified Public Accountants

Livingston, New Jersey
July 25, 2011

Member of
PKF North America
An association of legally independent firms

Incorporating the firm of M. I. Grossman Company, L.L.C.

OGDEN CAP PROPERTIES, LLC 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31, 2010	2009
ASSETS		
INVESTMENTS AT FAIR VALUE:		
Money market - Registered Investment Companies	$ 2,149,138	$ 2,223,214
Mutual funds - Registered Investment Companies	7,464,259	5,783,946
	9,613,397	8,007,160
RECEIVABLES:		
Notes receivable from participants	192,076	165,045
Employer contributions	475,372	527,072
Employee contributions	17,503	28,945
Total Receivables	684,951	721,062
NET ASSETS AVAILABLE FOR BENEFITS	$ 10,298,348	$ 8,728,222

OGDEN CAP PROPERTIES, LLC 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year Ended December 31, 2010	2009
Additions to Net Assets:		
Investment Income:		
Dividends	$ 206,447	$ 85,900
Net appreciation in fair value of investments	744,642	1,202,765
Other income	120	54
Investment Income, Net	951,209	1,288,719
Interest income on notes receivable from participants	10,502	13,133
Contributions:		
Employer	475,372	527,072
Participants	945,483	1,050,225
Participants' rollovers	69,071	57,934
Total Contributions	1,489,926	1,635,231
Total Additions	2,451,637	2,937,083
Deductions from Net Assets:		
Benefits paid to participants	881,511	613,028
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	1,570,126	2,324,055
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	8,728,222	6,404,167
End of year	$ 10,298,348	$ 8,728,222

NOTE 1 - PLAN DESCRIPTION:

The Ogden CAP Properties, LLC 401(k) Plan (the "Plan") is administered by Ogden CAP Properties, LLC (the "Company"). The following description of the Plan is provided for general information purposes only. More complete information is provided in the Summary Plan Description and Plan Document, which are available from the Ogden CAP Properties, LLC.

General:
The Plan is a defined contribution profit-sharing plan covering eligible employees of Ogden CAP Properties, LLC and certain affiliates (the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Eligibility:
The Plan covers all eligible employees of the Company other than those covered under collective bargaining agreements. Eligible employees must be 21 years of age to participate in the Plan and they may enroll in the Plan as soon as they become eligible, as defined by the Plan Document.

Contributions:
Effective May 1, 2010 the Plan allowed plan participants to make Roth 401(k) contributions. Participants may make voluntary pre-tax contributions and Roth 401(k) contributions to the Plan from 1% to 80% of eligible compensation, as defined in the Plan. The Plan accepts rollover contributions from other qualified retirement plans in accordance with ERISA. Contributions are placed into the trust fund for the benefit of the Plan's participants. Contributions are subject to certain limitations as stipulated by the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions in accordance with, and subject to, IRC statutory limits.

The Plan allows the Company to make safe harbor matching contributions up to 100% of the first 4% of a participant's eligible earnings.

The Plan allows the Company to make non-elective contributions to the Plan at the discretion of the Company's management. If the Company makes a non-elective contribution, it is allocated to participants in proportion to a participant's eligible earnings compared to the eligible earnings of the other participants. As of December 31, 2010 and 2009, there were no non-elective contributions made to the Plan.

Participant Accounts:
Each participant's account is credited with the participant's contribution and allocation of (a) the Company's contribution; (b) Plan earnings, gains or losses, and (c) charged with an allocation of administrative expenses. Allocations are based on participant's compensation or account balances, as defined in the Plan Document.

NOTE 1 - PLAN DESCRIPTION: (Continued)

Participant Accounts: (Continued)
The Plan permits participants to self-direct the investments of their accounts in a variety of investment options. All participants have elected to self-direct their accounts. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting:
Participants are immediately vested in the voluntary contributions, plus earning thereon.

For calendar years 2010 and 2009, participants are immediately vested in the Company's safe harbor matching contributions. In the event of death or disability while employed, participants become 100% vested in all Company contributions and earnings thereon.

Participants may rollover all or part of their investments from or to the Plan. They are always 100 percent vested when they rollover their investments from other qualified defined contribution or defined benefit plans into the Plan.

If a participant terminates employment with the Company for any other reason beside death, disability or attainment of age 65, the Plan's Normal Retirement Age, any non-elective contributions are subject to the vesting schedule below:

Years of Service	Percentage	Years of Service	Percentage
Less than 1	0	At least 3, but less than 4	60
At least 1, but less than 2	20	At least 4, but less than 5	80
At least 2, but less than 3	40	5 years or more	100

Investment Options:
Upon enrollment in the Plan, participants may direct their employee and Company contributions by percentages into any of the investment options available. Participants may change their investment options at any time.

Notes Receivable from Participants:
Participants may borrow up to a maximum amount equal to the lesser of $50,000 or 50% of their vested account balance. The minimum loan allowed is $500. Each loan is secured by the vested balance in the participant's account and bears interest at rates which are commensurate with local prevailing rates as determined by the Plan Administrator. Only one loan per participant can be outstanding at a time. Loans have a maximum term of not more than five years, unless the loan is used to acquire the borrower's principal residence, in which case the term may exceed five years up to 30 years. Principal and interest payments may be made through payroll deductions and there is no penalty for early repayment of loan balances. The interest rate on participants' loans range from 5.25% to 10.25%. The interest rate charged on loans to participants is the prime interest rate in effect at the time each loan is originated, plus 2%.

NOTE 1 - PLAN DESCRIPTION: (Continued)

Payment of Benefits:
After retirement, participants with account balances greater than $5,000 are entitled to receive either a lump sum distribution or monthly installments. The payment of benefits generally can be deferred to the later of age 70 ½ or age at retirement. Unless otherwise designated, if the participant is married, his/her spouse is the beneficiary, or, if single, the participant's estate is the beneficiary. Upon termination, vested benefits can be rolled over to another qualified plan or IRA, or distributed in either a lump sum payment or an annuity.

Hardship withdrawals are subject to approval by the Plan Administrator and also subject to income tax withholding.

In-Service Withdrawals:
Participants attaining the age of 59-1/2 may request a withdrawal of all or part of the vested portion of their account. Also, in the event a participant suffers financial hardship, as defined in the Plan, the participant may withdraw all or part of the vested portion of their account.

Retirement:
The Plan's normal retirement age is age 65. There is no early retirement provision under the Plan.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Basis of Accounting:
The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Reclassification:
Certain amounts in the 2009 financial statements have been reclassified to conform to the current financial statement presentation.

Investment Valuation and Income Recognition:
The Plan's investments are stated at fair value, based on quoted market prices. The fair value is subject to market fluctuations, and its realization is dependent upon economic stability of the issuing entities. Net appreciation or depreciation of investments is reported on the statements of changes in net assets available for benefits and consists of the realized gains or losses and the unrealized appreciation or depreciation of those investments. Purchases and sales of securities are recorded on a trade date basis. Interest income is recorded as earned on the accrual basis. Dividends are recorded on the ex-dividend date.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (Continued)

Investment Valuation and Income Recognition: (Continued)
In September 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update, Reporting Loans to Participants by Defined Contribution Pension Plans. This requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and to be classified as notes receivable from participants. Previously, loans were measured at fair value and classified as investments. The Organization adopted this policy for the years ended December 31, 2010 and 2009. Interest income for participant loans is classified as interest income on notes receivable from participants.

In January 2010, the FASB issued an accounting standards update for improving disclosures about fair value measurements to clarify certain existing fair value disclosures and to require a number of additional disclosures. The guidance clarified that disclosures should be presented separately for each "class" of assets and liabilities measured at fair value and provided guidance on how to determine the appropriate classes of assets and liabilities to be presented. Companies are required to disclose information about both the valuation techniques and inputs used in estimating Level 2 and 3 measurements. In addition there are new requirements to disclose the amounts (on a gross basis) and reasons for any significant transfers between Level 1, 2 and 3 of the fair value hierarchy and to present information regarding the purchases, sales, issuances, and settlements of Level 3 assets and liabilities on a gross basis. With the exception of the requirement to present changes in Level 3 measurements on a gross basis, which is delayed until 2011, the guidance is effective for reporting periods beginning after December 15, 2009. The Organization has adopted the guidance for the Plan year ending December 31, 2010, and the adoption is not expected to have an affect on the Plan's net assets available for benefits or its changes in net assets available for benefits, as changes are related to the fair value measurement disclosures.

Fair Value Measurements establishes a framework for measuring fair value. That framework provides 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 that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (Continued)

Investment Valuation and Income Recognition: (Continued)

- 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.

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

Mutual Funds: Valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. (Level 1 inputs)

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

Notes Receivable from Participants:
Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions in accordance with the provisions of the Plan.

Forfeitures:
Forfeitures are allocated to either reduce future Company contributions or to increase participants' accounts in the Plan. As of December 31, 2010 and 2009, there were no forfeited non-vested accounts.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (Continued)

Benefit Payments:
Benefits are recorded when paid.

Administrative Expenses and Participant Transaction Fees:
Third-party administrative expenses related to the Plan are paid by the Company.

Use of Estimates:
The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

Subsequent Events:
The Company has evaluated its subsequent events and transactions occurring after December 31, 2010 through July 25, 2011, the date the financial statements were available to be issued. The Company is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

NOTE 3 - RISKS AND UNCERTAINTIES:

The assets of the Plan are primarily financial instruments which are monetary in nature. As a result, interest rates have a more significant impact on the Plan's performance than the effects of general levels of inflation. Interest rates do not necessarily move in the same direction or in the same magnitude as the prices of goods and services as measured by the consumer price index. Investments in funds are subject to risk conditions of the individual fund objectives, stock market fluctuations, interest rates, economic conditions and world affairs.

NOTE 4 - SUMMARY OF INVESTMENTS:

The Plan has a trust agreement with State Street Bank and Trust Company ("State Street"). State Street maintains the participants' contributions in pooled accounts. The accounts are credited with earnings underlying the investments and charged for Plan withdrawals. The investments are included in the financial statements at fair value, as reported by State Street.

NOTE 4 - SUMMARY OF INVESTMENTS: (Continued)

Participants direct the investment of their contributions into various investment options held by State Street. Participants may change their investment options at the times permitted by the Plan Administrator.

The assets held for investment are invested in the following funds as directed by the participants:

Morgan Stanley Liquid Asset Fund
Morgan Stanley Global Strategist Fund
Invesco Mid Cap Growth Fund
Invesco Real Estate Securities Fund
Invesco Intl Growth Fund
Mainstay Large Cap Growth Fund
Oppenheimer Global Fund
Alger Capital Appr Instit Fund
American Century Govt Bond Fund
JP Morgan Smartret Inc Fund
JP Morgan Smartret 2010 Fund
JP Morgan Smartret 2015 Fund
JP Morgan Smartret 2020 Fund
JP Morgan Smartretire 2025 Fund
JP Morgan Core Bond Fund
JP Morgan Smartret 2030 Fund
JP Morgan Smartret 2040 Fund
JP Morgan Smartretire 2035 Fund
JP Morgan Smartretire 2045 Fund
JP Morgan Smartretire 2050 Fund
Invesco S&P Index Fund
Invesco Special Value Fund
Invesco Growth and Income Fund

NOTE 5 - INFORMATION CERTIFIED BY THE PLAN TRUSTEE (Unaudited):

The following is a summary of the unaudited information regarding the Plan as of December 31, 2010 and 2009, and for the years then ended, included in the Plan's financial statements and supplemental schedule that was prepared by or derived from information prepared by State Street Bank and Trust Company, the Trustee of the Plan, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the Trustee that such information is complete and accurate.

- Investments
- Notes receivable from Participants
- Dividends
- Interest income on notes receivable from Participants
- Net appreciation of investments
- Schedule H – Line 4i - Schedule of Assets (Held At End of Year)

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

NOTE 5 - INFORMATION CERTIFIED BY THE PLAN TRUSTEE (Unaudited): (Continued)

	December 31, 2010	2009
Value of investments in mutual funds and money market at fair value	$ 9,613,397	$ 8,007,160
Notes receivable from participants	$ 192,076	$ 165,045
Dividends	$ 206,447	$ 85,900
Net appreciation in fair value of investments	$ 744,642	$ 1,202,765
Interest income on notes receivable from participants	$ 10,502	$ 13,133

NOTE 6 - INVESTMENTS IN EXCESS OF 5% OF NET ASSETS AVAILABLE FOR BENEFITS (Unaudited):

Description	December 31 2010	2009
Morgan Stanley Liquid Asset	$ 2,149,138	$ 2,223,214
Morgan Stanley S&P 500 Index	$ 993,860	$ 754,802
Morgan Stanley Strategist	$ 786,641	$ 608,387
Morgan Stanley Special Value	$ 608,663	$ 537,087
Nationwide Government Bond	*	$ 808,609
Oppenheimer Global Fund A	*	$ 418,651
Van Kampen Mid-Cap Growth	*	$ 557,366
Van Kampen Real Estate	*	$ 398,704
Van Kampen Growth & Income	*	$ 394,354
Aim International Growth	*	$ 505,019
Invesco Mid Cap Growth Fund	$ 688,935	*
Invesco Real Estate Securities Fund	$ 530,450	*
Invesco Intl Growth Fund	$ 628,010	*
Alger Capital Appr Instit Fund	$ 625,446	*
American Century Govt Bond Fund	$ 933,758	*
Invesco Growth and Income Fund	$ 573,261	*

* Represents amount less than 5% of net assets available for benefits.

NOTE 7 - FAIR VALUE MEASUREMENTS:

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010 and 2009:

Assets at Fair Value as of December 31, 2010

	Level 1	Level 2	Level 3	Total
Money Market	$ 2,149,138	$ -	$ -	$ 2,149,138
Mutual Funds:				
Intermediate Government	933,758	-	-	933,758
Intermediate-Term Bond	314,061	-	-	314,061
Target-Date	76,568	-	-	76,568
Risk Based	786,641	-	-	786,641
Large Value	573,261	-	-	573,261
Large Blend	993,860	-	-	993,860
Large Growth	866,376	-	-	866,376
Mid-Cap Growth	688,935	-	-	688,935
Special Value	608,663	-	-	608,663
Foreign Large Growth	628,010	-	-	628,010
World Stock	463,676	-	-	463,676
Real Estate	530,450	-	-	530,450
Total Assets at Fair Value	$ 9,613,397	$ -	$ -	$ 9,613,397

Assets at Fair Value as of December 31, 2009

	Level 1	Level 2	Level 3	Total
Mutual Funds and Money Market	$ 8,007,160	$ -	$ -	$ 8,007,160

NOTE 8 - RECONCILIATION TO THE FORM 5500:

The following is a reconciliation of net assets per the financial statements to the Form 5500:

	December 31, 2010	2009
Net Assets Available for Benefits per Form 5500	$ 9,805,473	$ 8,172,205
Employer contributions receivable not reflected on Form 5500	475,372	527,072
Employee contributions receivable not reflected on Form 5500	17,503	28,945
Net Assets Available for Benefits per Financial Statements	$ 10,298,348	$ 8,728,222

The following is a reconciliation of the change in net assets per the financial statements to the Form 5500 for the year ended:

	December 31, 2010	2009
Change in Net Assets per Form 5500	$ 1,633,268	$ 2,311,100
Employer contributions receivable not reflected on Form 5500	475,372	527,072
Employee contributions receivable not reflected on Form 5500	17,503	28,945
Prior year employer contributions not reflected on the financial statements	(527,072)	(519,393)
Prior year employee contributions not reflected on the financial statements	(28,945)	(23,669)
Change in Net Assets per Financial Statements	$ 1,570,126	$ 2,324,055

NOTE 9 - RELATED PARTY TRANSACTIONS:

The Plan's investments include investments held by State Street Bank & Trust Company, the Trustee, as defined by the Plan, and therefore those transactions qualify as party-in-interest transactions.

NOTE 10 - 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. Any unallocated assets of the Plan shall be allocated to participants' accounts and distributed in such a manner as the Plan Document describes. In the event of Plan termination, participants will become 100% vested in their accounts.

NOTE 11 - TAX STATUS:

The Company has been informed that the Internal Revenue Service has issued an opinion letter, dated March 31, 2008, stating that the written form of the underlying prototype Plan Document is qualified under Section 401(a) of the Internal Revenue Code (the "Code") and that any employer adopting this form of the Plan will be considered to have a plan qualified under Section 401(a) of the Code. The Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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

OGDEN CAP PROPERTIES, LLC 401(k) PLAN
SCHEDULE H, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2010

EIN: 56-2356978
Schedule H (Form 5500)
Part IV, Line 4i
Plan No. 001

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(e) Current Value
*	Morgan Stanley Liquid Asset Fund	Money Market	$ 2,149,138
*	Morgan Stanley Strategist Fund	Mutual Fund	786,641
	Invesco Mid Cap Growth Fund	Mutual Fund	688,935
	Invesco Real Estate Securities Fund	Mutual Fund	530,450
	Invesco Intl Growth Fund	Mutual Fund	628,010
	Mainstay Large Cap Growth Fund	Mutual Fund	240,930
	Oppenheimer Global Fund	Mutual Fund	463,676
	Alger Capital Appr Instit Fund	Mutual Fund	625,446
	American Century Govt Bond Fund	Mutual Fund	933,758
	JP Morgan Smartret Inc Fund	Mutual Fund	17
	JP Morgan Smartret 2010 Fund	Mutual Fund	17
	JP Morgan Smartret 2015 Fund	Mutual Fund	18
	JP Morgan Smartret 2020 Fund	Mutual Fund	18
	JP Morgan Smartretire 2025 Fund	Mutual Fund	18
	JP Morgan Core Bond Fund	Mutual Fund	314,061
	JP Morgan Smartret 2030 Fund	Mutual Fund	83
	JP Morgan Smartret 2040 Fund	Mutual Fund	71
	JP Morgan Smartretire 2035 Fund	Mutual Fund	76,260
	JP Morgan Smartretire 2045 Fund	Mutual Fund	58
	JP Morgan Smartretire 2050 Fund	Mutual Fund	8
	Invesco S&P Index Fund	Mutual Fund	993,860
	Invesco Special Value Fund	Mutual Fund	608,663
	Invesco Growth and Income Fund	Mutual Fund	573,261
*	Notes Receivable from Participants	Rates range from 5.25% to 10.25%, maturing through December 2015	192,076
			$ 9,805,473

* Denotes party in interest to the Plan

Schedule C, Line 2(h) Formula Description

For those service providers listed on Line 2 for which Line 2(h) has been checked "yes":

For a description of indirect compensation received by service providers listed on Line 2 that was disclosed as a formula, please see Line 3(e). Please note: If indirect compensation disclosed as a formula was received by a service provider from more than one source, there will be multiple Lines 3(e) for that service provider.

OGDEN CAP PROPERTIES, LLC 401(k) PLAN

FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULE

DECEMBER 31, 2010 AND 2009

OGDEN CAP PROPERTIES, LLC 401(k) PLAN

DECEMBER 31, 2010 AND 2009

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Sobel & Co., LLC
CERTIFIED PUBLIC ACCOUNTANTS
AND CONSULTANTS

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Ogden CAP Properties, LLC 401(k) Plan
New York, New York

We were engaged to audit the accompanying statements of net assets available for benefits of Ogden CAP Properties, LLC 401(k) Plan (the "Plan") as of and for the years ended December 31, 2010 and 2009, and the related statements of changes of net assets available for benefits for the years then ended and the supplemental Schedule H, line 4i - Schedule of Assets (Held At End of Year). 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 information summarized in Note 5 and 6, which was certified by State Street Bank and Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the accompanying financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended December 31, 2010 and 2009 that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental 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 by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Sobel & Co., LLC
Certified Public Accountants

Livingston, New Jersey
July 25, 2011

Member of
PKF North America
An association of legally independent firms

Incorporating the firm of M. I. Grossman Company, L.L.C.

OGDEN CAP PROPERTIES, LLC 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31, 2010	2009
ASSETS		
INVESTMENTS AT FAIR VALUE:		
Money market - Registered Investment Companies	$ 2,149,138	$ 2,223,214
Mutual funds - Registered Investment Companies	7,464,259	5,783,946
	9,613,397	8,007,160
RECEIVABLES:		
Notes receivable from participants	192,076	165,045
Employer contributions	475,372	527,072
Employee contributions	17,503	28,945
Total Receivables	684,951	721,062
NET ASSETS AVAILABLE FOR BENEFITS	$ 10,298,348	$ 8,728,222

OGDEN CAP PROPERTIES, LLC 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year Ended December 31, 2010	2009
Additions to Net Assets:		
Investment Income:		
Dividends	$ 206,447	$ 85,900
Net appreciation in fair value of investments	744,642	1,202,765
Other income	120	54
Investment Income, Net	951,209	1,288,719
Interest income on notes receivable from participants	10,502	13,133
Contributions:		
Employer	475,372	527,072
Participants	945,483	1,050,225
Participants' rollovers	69,071	57,934
Total Contributions	1,489,926	1,635,231
Total Additions	2,451,637	2,937,083
Deductions from Net Assets:		
Benefits paid to participants	881,511	613,028
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	1,570,126	2,324,055
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	8,728,222	6,404,167
End of year	$ 10,298,348	$ 8,728,222

NOTE 1 - PLAN DESCRIPTION:

The Ogden CAP Properties, LLC 401(k) Plan (the "Plan") is administered by Ogden CAP Properties, LLC (the "Company"). The following description of the Plan is provided for general information purposes only. More complete information is provided in the Summary Plan Description and Plan Document, which are available from the Ogden CAP Properties, LLC.

General:
The Plan is a defined contribution profit-sharing plan covering eligible employees of Ogden CAP Properties, LLC and certain affiliates (the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Eligibility:
The Plan covers all eligible employees of the Company other than those covered under collective bargaining agreements. Eligible employees must be 21 years of age to participate in the Plan and they may enroll in the Plan as soon as they become eligible, as defined by the Plan Document.

Contributions:
Effective May 1, 2010 the Plan allowed plan participants to make Roth 401(k) contributions. Participants may make voluntary pre-tax contributions and Roth 401(k) contributions to the Plan from 1% to 80% of eligible compensation, as defined in the Plan. The Plan accepts rollover contributions from other qualified retirement plans in accordance with ERISA. Contributions are placed into the trust fund for the benefit of the Plan's participants. Contributions are subject to certain limitations as stipulated by the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions in accordance with, and subject to, IRC statutory limits.

The Plan allows the Company to make safe harbor matching contributions up to 100% of the first 4% of a participant's eligible earnings.

The Plan allows the Company to make non-elective contributions to the Plan at the discretion of the Company's management. If the Company makes a non-elective contribution, it is allocated to participants in proportion to a participant's eligible earnings compared to the eligible earnings of the other participants. As of December 31, 2010 and 2009, there were no non-elective contributions made to the Plan.

Participant Accounts:
Each participant's account is credited with the participant's contribution and allocation of (a) the Company's contribution; (b) Plan earnings, gains or losses, and (c) charged with an allocation of administrative expenses. Allocations are based on participant's compensation or account balances, as defined in the Plan Document.

NOTE 1 - PLAN DESCRIPTION: (Continued)

Participant Accounts: (Continued)
The Plan permits participants to self-direct the investments of their accounts in a variety of investment options. All participants have elected to self-direct their accounts. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting:
Participants are immediately vested in the voluntary contributions, plus earning thereon.

For calendar years 2010 and 2009, participants are immediately vested in the Company's safe harbor matching contributions. In the event of death or disability while employed, participants become 100% vested in all Company contributions and earnings thereon.

Participants may rollover all or part of their investments from or to the Plan. They are always 100 percent vested when they rollover their investments from other qualified defined contribution or defined benefit plans into the Plan.

If a participant terminates employment with the Company for any other reason beside death, disability or attainment of age 65, the Plan's Normal Retirement Age, any non-elective contributions are subject to the vesting schedule below:

Years of Service	Percentage	Years of Service	Percentage
Less than 1	0	At least 3, but less than 4	60
At least 1, but less than 2	20	At least 4, but less than 5	80
At least 2, but less than 3	40	5 years or more	100

Investment Options:
Upon enrollment in the Plan, participants may direct their employee and Company contributions by percentages into any of the investment options available. Participants may change their investment options at any time.

Notes Receivable from Participants:
Participants may borrow up to a maximum amount equal to the lesser of $50,000 or 50% of their vested account balance. The minimum loan allowed is $500. Each loan is secured by the vested balance in the participant's account and bears interest at rates which are commensurate with local prevailing rates as determined by the Plan Administrator. Only one loan per participant can be outstanding at a time. Loans have a maximum term of not more than five years, unless the loan is used to acquire the borrower's principal residence, in which case the term may exceed five years up to 30 years. Principal and interest payments may be made through payroll deductions and there is no penalty for early repayment of loan balances. The interest rate on participants' loans range from 5.25% to 10.25%. The interest rate charged on loans to participants is the prime interest rate in effect at the time each loan is originated, plus 2%.

NOTE 1 - PLAN DESCRIPTION: (Continued)

Payment of Benefits:
After retirement, participants with account balances greater than $5,000 are entitled to receive either a lump sum distribution or monthly installments. The payment of benefits generally can be deferred to the later of age 70 ½ or age at retirement. Unless otherwise designated, if the participant is married, his/her spouse is the beneficiary, or, if single, the participant's estate is the beneficiary. Upon termination, vested benefits can be rolled over to another qualified plan or IRA, or distributed in either a lump sum payment or an annuity.

Hardship withdrawals are subject to approval by the Plan Administrator and also subject to income tax withholding.

In-Service Withdrawals:
Participants attaining the age of 59-1/2 may request a withdrawal of all or part of the vested portion of their account. Also, in the event a participant suffers financial hardship, as defined in the Plan, the participant may withdraw all or part of the vested portion of their account.

Retirement:
The Plan's normal retirement age is age 65. There is no early retirement provision under the Plan.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Basis of Accounting:
The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Reclassification:
Certain amounts in the 2009 financial statements have been reclassified to conform to the current financial statement presentation.

Investment Valuation and Income Recognition:
The Plan's investments are stated at fair value, based on quoted market prices. The fair value is subject to market fluctuations, and its realization is dependent upon economic stability of the issuing entities. Net appreciation or depreciation of investments is reported on the statements of changes in net assets available for benefits and consists of the realized gains or losses and the unrealized appreciation or depreciation of those investments. Purchases and sales of securities are recorded on a trade date basis. Interest income is recorded as earned on the accrual basis. Dividends are recorded on the ex-dividend date.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (Continued)

Investment Valuation and Income Recognition: (Continued)
In September 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update, Reporting Loans to Participants by Defined Contribution Pension Plans. This requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and to be classified as notes receivable from participants. Previously, loans were measured at fair value and classified as investments. The Organization adopted this policy for the years ended December 31, 2010 and 2009. Interest income for participant loans is classified as interest income on notes receivable from participants.

In January 2010, the FASB issued an accounting standards update for improving disclosures about fair value measurements to clarify certain existing fair value disclosures and to require a number of additional disclosures. The guidance clarified that disclosures should be presented separately for each "class" of assets and liabilities measured at fair value and provided guidance on how to determine the appropriate classes of assets and liabilities to be presented. Companies are required to disclose information about both the valuation techniques and inputs used in estimating Level 2 and 3 measurements. In addition there are new requirements to disclose the amounts (on a gross basis) and reasons for any significant transfers between Level 1, 2 and 3 of the fair value hierarchy and to present information regarding the purchases, sales, issuances, and settlements of Level 3 assets and liabilities on a gross basis. With the exception of the requirement to present changes in Level 3 measurements on a gross basis, which is delayed until 2011, the guidance is effective for reporting periods beginning after December 15, 2009. The Organization has adopted the guidance for the Plan year ending December 31, 2010, and the adoption is not expected to have an affect on the Plan's net assets available for benefits or its changes in net assets available for benefits, as changes are related to the fair value measurement disclosures.

Fair Value Measurements establishes a framework for measuring fair value. That framework provides 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 that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (Continued)

Investment Valuation and Income Recognition: (Continued)

- 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.

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

Mutual Funds: Valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. (Level 1 inputs)

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

Notes Receivable from Participants:
Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions in accordance with the provisions of the Plan.

Forfeitures:
Forfeitures are allocated to either reduce future Company contributions or to increase participants' accounts in the Plan. As of December 31, 2010 and 2009, there were no forfeited non-vested accounts.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (Continued)

Benefit Payments:
Benefits are recorded when paid.

Administrative Expenses and Participant Transaction Fees:
Third-party administrative expenses related to the Plan are paid by the Company.

Use of Estimates:
The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

Subsequent Events:
The Company has evaluated its subsequent events and transactions occurring after December 31, 2010 through July 25, 2011, the date the financial statements were available to be issued. The Company is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

NOTE 3 - RISKS AND UNCERTAINTIES:

The assets of the Plan are primarily financial instruments which are monetary in nature. As a result, interest rates have a more significant impact on the Plan's performance than the effects of general levels of inflation. Interest rates do not necessarily move in the same direction or in the same magnitude as the prices of goods and services as measured by the consumer price index. Investments in funds are subject to risk conditions of the individual fund objectives, stock market fluctuations, interest rates, economic conditions and world affairs.

NOTE 4 - SUMMARY OF INVESTMENTS:

The Plan has a trust agreement with State Street Bank and Trust Company ("State Street"). State Street maintains the participants' contributions in pooled accounts. The accounts are credited with earnings underlying the investments and charged for Plan withdrawals. The investments are included in the financial statements at fair value, as reported by State Street.

NOTE 4 - SUMMARY OF INVESTMENTS: (Continued)

Participants direct the investment of their contributions into various investment options held by State Street. Participants may change their investment options at the times permitted by the Plan Administrator.

The assets held for investment are invested in the following funds as directed by the participants:

Morgan Stanley Liquid Asset Fund
Morgan Stanley Global Strategist Fund
Invesco Mid Cap Growth Fund
Invesco Real Estate Securities Fund
Invesco Intl Growth Fund
Mainstay Large Cap Growth Fund
Oppenheimer Global Fund
Alger Capital Appr Instit Fund
American Century Govt Bond Fund
JP Morgan Smartret Inc Fund
JP Morgan Smartret 2010 Fund
JP Morgan Smartret 2015 Fund
JP Morgan Smartret 2020 Fund
JP Morgan Smartretire 2025 Fund
JP Morgan Core Bond Fund
JP Morgan Smartret 2030 Fund
JP Morgan Smartret 2040 Fund
JP Morgan Smartretire 2035 Fund
JP Morgan Smartretire 2045 Fund
JP Morgan Smartretire 2050 Fund
Invesco S&P Index Fund
Invesco Special Value Fund
Invesco Growth and Income Fund

NOTE 5 - INFORMATION CERTIFIED BY THE PLAN TRUSTEE (Unaudited):

The following is a summary of the unaudited information regarding the Plan as of December 31, 2010 and 2009, and for the years then ended, included in the Plan's financial statements and supplemental schedule that was prepared by or derived from information prepared by State Street Bank and Trust Company, the Trustee of the Plan, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the Trustee that such information is complete and accurate.

- Investments
- Notes receivable from Participants
- Dividends
- Interest income on notes receivable from Participants
- Net appreciation of investments
- Schedule H – Line 4i - Schedule of Assets (Held At End of Year)

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

NOTE 5 - INFORMATION CERTIFIED BY THE PLAN TRUSTEE (Unaudited): (Continued)

	December 31, 2010	2009
Value of investments in mutual funds and money market at fair value	$ 9,613,397	$ 8,007,160
Notes receivable from participants	$ 192,076	$ 165,045
Dividends	$ 206,447	$ 85,900
Net appreciation in fair value of investments	$ 744,642	$ 1,202,765
Interest income on notes receivable from participants	$ 10,502	$ 13,133

NOTE 6 - INVESTMENTS IN EXCESS OF 5% OF NET ASSETS AVAILABLE FOR BENEFITS (Unaudited):

Description	December 31 2010	2009
Morgan Stanley Liquid Asset	$ 2,149,138	$ 2,223,214
Morgan Stanley S&P 500 Index	$ 993,860	$ 754,802
Morgan Stanley Strategist	$ 786,641	$ 608,387
Morgan Stanley Special Value	$ 608,663	$ 537,087
Nationwide Government Bond	*	$ 808,609
Oppenheimer Global Fund A	*	$ 418,651
Van Kampen Mid-Cap Growth	*	$ 557,366
Van Kampen Real Estate	*	$ 398,704
Van Kampen Growth & Income	*	$ 394,354
Aim International Growth	*	$ 505,019
Invesco Mid Cap Growth Fund	$ 688,935	*
Invesco Real Estate Securities Fund	$ 530,450	*
Invesco Intl Growth Fund	$ 628,010	*
Alger Capital Appr Instit Fund	$ 625,446	*
American Century Govt Bond Fund	$ 933,758	*
Invesco Growth and Income Fund	$ 573,261	*

* Represents amount less than 5% of net assets available for benefits.

NOTE 7 - FAIR VALUE MEASUREMENTS:

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010 and 2009:

Assets at Fair Value as of December 31, 2010

	Level 1	Level 2	Level 3	Total
Money Market	$ 2,149,138	$ -	$ -	$ 2,149,138
Mutual Funds:				
Intermediate Government	933,758	-	-	933,758
Intermediate-Term Bond	314,061	-	-	314,061
Target-Date	76,568	-	-	76,568
Risk Based	786,641	-	-	786,641
Large Value	573,261	-	-	573,261
Large Blend	993,860	-	-	993,860
Large Growth	866,376	-	-	866,376
Mid-Cap Growth	688,935	-	-	688,935
Special Value	608,663	-	-	608,663
Foreign Large Growth	628,010	-	-	628,010
World Stock	463,676	-	-	463,676
Real Estate	530,450	-	-	530,450
Total Assets at Fair Value	$ 9,613,397	$ -	$ -	$ 9,613,397

Assets at Fair Value as of December 31, 2009

	Level 1	Level 2	Level 3	Total
Mutual Funds and Money Market	$ 8,007,160	$ -	$ -	$ 8,007,160

NOTE 8 - RECONCILIATION TO THE FORM 5500:

The following is a reconciliation of net assets per the financial statements to the Form 5500:

	December 31, 2010	2009
Net Assets Available for Benefits per Form 5500	$ 9,805,473	$ 8,172,205
Employer contributions receivable not reflected on Form 5500	475,372	527,072
Employee contributions receivable not reflected on Form 5500	17,503	28,945
Net Assets Available for Benefits per Financial Statements	$ 10,298,348	$ 8,728,222

The following is a reconciliation of the change in net assets per the financial statements to the Form 5500 for the year ended:

	December 31, 2010	2009
Change in Net Assets per Form 5500	$ 1,633,268	$ 2,311,100
Employer contributions receivable not reflected on Form 5500	475,372	527,072
Employee contributions receivable not reflected on Form 5500	17,503	28,945
Prior year employer contributions not reflected on the financial statements	(527,072)	(519,393)
Prior year employee contributions not reflected on the financial statements	(28,945)	(23,669)
Change in Net Assets per Financial Statements	$ 1,570,126	$ 2,324,055

NOTE 9 - RELATED PARTY TRANSACTIONS:

The Plan's investments include investments held by State Street Bank & Trust Company, the Trustee, as defined by the Plan, and therefore those transactions qualify as party-in-interest transactions.

NOTE 10 - 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. Any unallocated assets of the Plan shall be allocated to participants' accounts and distributed in such a manner as the Plan Document describes. In the event of Plan termination, participants will become 100% vested in their accounts.

NOTE 11 - TAX STATUS:

The Company has been informed that the Internal Revenue Service has issued an opinion letter, dated March 31, 2008, stating that the written form of the underlying prototype Plan Document is qualified under Section 401(a) of the Internal Revenue Code (the "Code") and that any employer adopting this form of the Plan will be considered to have a plan qualified under Section 401(a) of the Code. The Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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

OGDEN CAP PROPERTIES, LLC 401(k) PLAN
SCHEDULE H, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2010

EIN: 56-2356978
Schedule H (Form 5500)
Part IV, Line 4i
Plan No. 001

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(e) Current Value
*	Morgan Stanley Liquid Asset Fund	Money Market	$ 2,149,138
*	Morgan Stanley Strategist Fund	Mutual Fund	786,641
	Invesco Mid Cap Growth Fund	Mutual Fund	688,935
	Invesco Real Estate Securities Fund	Mutual Fund	530,450
	Invesco Intl Growth Fund	Mutual Fund	628,010
	Mainstay Large Cap Growth Fund	Mutual Fund	240,930
	Oppenheimer Global Fund	Mutual Fund	463,676
	Alger Capital Appr Instit Fund	Mutual Fund	625,446
	American Century Govt Bond Fund	Mutual Fund	933,758
	JP Morgan Smartret Inc Fund	Mutual Fund	17
	JP Morgan Smartret 2010 Fund	Mutual Fund	17
	JP Morgan Smartret 2015 Fund	Mutual Fund	18
	JP Morgan Smartret 2020 Fund	Mutual Fund	18
	JP Morgan Smartretire 2025 Fund	Mutual Fund	18
	JP Morgan Core Bond Fund	Mutual Fund	314,061
	JP Morgan Smartret 2030 Fund	Mutual Fund	83
	JP Morgan Smartret 2040 Fund	Mutual Fund	71
	JP Morgan Smartretire 2035 Fund	Mutual Fund	76,260
	JP Morgan Smartretire 2045 Fund	Mutual Fund	58
	JP Morgan Smartretire 2050 Fund	Mutual Fund	8
	Invesco S&P Index Fund	Mutual Fund	993,860
	Invesco Special Value Fund	Mutual Fund	608,663
	Invesco Growth and Income Fund	Mutual Fund	573,261
*	Notes Receivable from Participants	Rates range from 5.25% to 10.25%, maturing through December 2015	192,076
			$ 9,805,473

* Denotes party in interest to the Plan

322208F0 RF0

Form 5500	Annual Return/Report of Employee Benefit Plan	OMB Nos. 1210-0110 1210-0089
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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; [ ] 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 OGDEN CAP PROPERTIES, LLC
401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 03/25/2003

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

390 PARK AVE.
SUITE 600
NEW YORK NY 10022

2b Employer Identification Number (EIN) 56-2356978

2c Sponsor's telephone number (212)339-2160

2d Business code (see instructions) 531110

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	Ogden CAP Properties, LLC by: Helen Metzger **Signature of plan administrator**	10/12/11 Date	Helen Metzger Enter name of individual signing as plan administrator
SIGN HERE	Ogden CAP Properties, LLC by: Helen Metzger **Signature of employer/plan sponsor**	10/12/11 Date	Helen Metzger 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") SAME	**3b** Administrator's EIN **3c** Administrator's telephone number

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**	371
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**	259
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	55
d Subtotal. Add lines **6a, 6b,** and **6c**	**6d**	314
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f Total. Add lines **6d** and **6e**	**6f**	315
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	176
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 3D 3H

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

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

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

a Pension Schedules		**b General Schedules**	
(1) X	**R** (Retirement Plan Information)	(1) X	**H** (Financial Information)
(2)	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	(2)	**I** (Financial Information – Small Plan)
		(3) ___	**A** (Insurance Information)
		(4) X	**C** (Service Provider Information)
(3)	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(5)	**D** (DFE/Participating Plan Information)
		(6)	**G** (Financial Transaction Schedules)

Attachment to 2010 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name OGDEN CAP PROPERTIES, LLC 401(K) PLAN **EIN:** 56-2356978
Plan Sponsor's Name OGDEN CAP PROPERTIES, LLC **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	INVVK MID CAP GROWTH A	REGISTERED INVESTMENT COMPANY		688,934
	INVVK REAL ESTATE SECURITIES A	REGISTERED INVESTMENT COMPANY		530,450
	INVESCO INTL GROWTH - A	REGISTERED INVESTMENT COMPANY		628,010
	MAINSTAY LARGE CAP GROWTH - A	REGISTERED INVESTMENT COMPANY		240,930
	OPPENHEIMER GLOBAL FUND - A	REGISTERED INVESTMENT COMPANY		463,676
	MORGAN STANLEY LIQUID ASSET	REGISTERED INVESTMENT COMPANY		2,149,138
	MORGAN GLOBAL STRATEGIST A	REGISTERED INVESTMENT COMPANY		786,641

Attachment to 2010 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name _____ **EIN:** _____
Plan Sponsor's Name _____ **PN:** _____

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	ALGER CAPITAL APPR INSTIT - I	REGISTERED INVESTMENT COMPANY		625,446
	AMERICAN CENT GOVT BOND - A	REGISTERED INVESTMENT COMPANY		933,758
	JPMORGAN SMARTRET INC -A	REGISTERED INVESTMENT COMPANY		17
	JPMORGAN SMARTRET 2010 -A	REGISTERED INVESTMENT COMPANY		17
	JPMORGAN SMARTRET 2015 -A	REGISTERED INVESTMENT COMPANY		18
	JPMORGAN SMARTRET 2020 -A	REGISTERED INVESTMENT COMPANY		18
	JPMORGAN SMARTRETIRE 2025 - A	REGISTERED INVESTMENT COMPANY		18

Attachment to 2010 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name _____ **EIN:** _____
Plan Sponsor's Name _____ **PN:** _____

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	JPMORGAN CORE BOND FUND - A	REGISTERED INVESTMENT COMPANY		314,061
	JPMORGAN SMARTRET 2030 -A	REGISTERED INVESTMENT COMPANY		83
	JPMORGAN SMARTRET 2040 -A	REGISTERED INVESTMENT COMPANY		71
	JPMORGAN SMARTRETIRE 2035 - A	REGISTERED INVESTMENT COMPANY		76,260
	JPMORGAN SMARTRETIRE 2045 - A	REGISTERED INVESTMENT COMPANY		58
	JPMORGAN SMARTRETIRE 2050 - A	REGISTERED INVESTMENT COMPANY		8
	INVESCO S&P 500 INDEX A	REGISTERED INVESTMENT COMPANY		993,860

Attachment to 2010 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name _____ **EIN:** _____
Plan Sponsor's Name _____ **PN:** _____

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	INVESCO SPECIAL VALUE A	REGISTERED INVESTMENT COMPANY		608,663
	INVVK GROWTH AND INCOME A	REGISTERED INVESTMENT COMPANY		573,261
	PARTICIPANT LOANS	INTEREST RATES (5.25% TO 10.25%)		192,076