Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
VARIOSYSTEMS INC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2003

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

901 S KIMBALL AVE
SOUTHLAKE, TX 76092

2b Employer Identification Number (EIN)
75-2793709

2c Sponsor's telephone number
817-416-7535

2d Business code (see instructions)
339900

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.	10/17/2011	CRYSTAL MOWREY
	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")
VARIOSYSTEMS INC

901 S KIMBALL AVE
SOUTHLAKE, TX 76092

3b Administrator's EIN
75-2793709

3c Administrator's telephone number
817-416-7535

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**	114
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**	141
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	0
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	141
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	141
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	81
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	1
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 2G 2J 2K 2T 3D

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

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

(1)	X		**H** (Financial Information)
(2)			**I** (Financial Information – Small Plan)
(3)		0	**A** (Insurance Information)
(4)	X		**C** (Service Provider Information)
(5)			**D** (DFE/Participating Plan Information)
(6)			**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Service Provider Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

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

A Name of plan
VARIOSYSTEMS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
VARIOSYSTEMS INC

D Employer Identification Number (EIN)
75-2793709

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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WORLD FINANCIAL CENTER
250 VESEY STREET
NEW YORK, NY 10281

13-5674085

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

PAYCHEX SECURITIES CORPORATION

16-1486352

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

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

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

MERRILL LYNCH, PIERCE, FENNER
4 WORLD FINANCIAL CENTER
250 VESEY STREET
NEW YORK, NY 10281

13-5674085

(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?
	BROKERAGE		Yes [X] No [ ]	Yes [ ] No [X]	19921	Yes [ ] No [X]

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MERRILL LYNCH, PIERCE, FENNER	52 59 60 63	19921

(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.
MERRILL LYNCH, PIERCE, FENNER 4 WORLD FINANCIAL CENTER 250 VESEY STREET NEW YORK, NY 10281 13-5674085	

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

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

A Name of plan
VARIOSYSTEMS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
VARIOSYSTEMS INC

D Employer Identification Number (EIN)
75-2793709

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	0	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	83675	123666
(2) U.S. Government securities	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	
(B) All other	1c(3)(B)	0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	
(B) Common	1c(4)(B)	0	
(5) Partnership/joint venture interests	1c(5)	0	
(6) Real estate (other than employer real property)	1c(6)	0	
(7) Loans (other than to participants)	1c(7)	0	
(8) Participant loans	1c(8)	50815	122586
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	942900	1191074
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	
	(2) Employer real property	1d(2)	0	
e	Buildings and other property used in plan operation	1e	0	
f	Total assets (add all amounts in lines 1a through 1e)	1f	1077390	1437326
	Liabilities			
g	Benefit claims payable	1g	0	
h	Operating payables	1h	0	
i	Acquisition indebtedness	1i	0	
j	Other liabilities	1j	0	
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	1077390	1437326

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)	60450	
	(B) Participants	2a(1)(B)	266647	
	(C) Others (including rollovers)	2a(1)(C)	0	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		327097
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
	(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)	4200	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		4200
	(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)	7929	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		7929
	(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)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		122380
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		461606
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	96120	
(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)		96120
f Corrective distributions (see instructions)	2f		1380
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	3774	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	396	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		4170
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		101670
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		359936
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) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: SANFORD BAUMEISTER & FRAISER, PLLC **(2)** EIN: 20-8131297

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		107739
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
VARIOSYSTEMS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
VARIOSYSTEMS INC

D Employer Identification Number (EIN)
75-2793709

Part I Distributions

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

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

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

EIN(s): 16-1470238

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):

VARIOSYSTEMS, INC.
401(k) PROFIT SHARING PLAN & TRUST

FINANCIAL STATEMENTS AND AUDITORS' REPORT

YEARS ENDED DECEMBER 31, 2010 AND 2009

VARIOSYSTEMS, INC. 401(k) PROFIT SHARING PLAN & TRUST
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* Other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

SB&F
SANFORD, BAUMEISTER & FRAZIER, PLLC
Certified Public Accountants and Consultants

August 9, 2011

To the Plan Trustees
Variosystems, Inc. 401(k) Profit Sharing Plan & Trust

Independent Auditors' Report

We have audited the accompanying statements of net assets available for benefits of Variosystems, Inc. 401(k) Profit Sharing Plan & Trust as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Variosystems, Inc. 401(k) Profit Sharing Plan & Trust as of December 31, 2010 and 2009, and the changes in its net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes is presented for the purpose of additional analysis and is not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's management. The supplemental information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Sanford, Baumeister & Frazier, PLLC

SANFORD, BAUMEISTER & FRAZIER, PLLC

Keeping you in the black, not in the dark

Fort Worth | 512 Main Street, Suite 1500 | Fort Worth, TX 76102 | 817.877.5000 main | 817.877.5330 fax
North Dallas | 4004 Belt Line Road, Suite 235 | Addison, TX 75001 | 972.385.3180 main | 972.385.3389 fax
www.sbf-cpa.com

VARIOSYSTEMS, INC. 401(K) PROFIT SHARING PLAN & TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2010 AND 2009

	2010	2009
ASSETS		
Investments at fair value:		
Registered investment funds	$ 1,314,740	$ 1,026,575
Participant notes receivable	122,586	50,814
TOTAL ASSETS	1,437,326	1,077,389
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 1,437,326	$ 1,077,389

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

VARIOSYSTEMS, INC. 401(K) PROFIT SHARING PLAN & TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	2010	2009
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	$ 122,381	$ 135,224
Dividends	7,929	9,890
Interest on participant loans	4,200	3,642
Total Investment Income	134,510	148,756
Contributions:		
Participants	266,647	206,784
Employer	60,450	51,618
Total Contributions	327,097	258,402
Total Additions	461,607	407,158
Deductions from net assets attributed to:		
Benefits paid to participants	97,500	38,357
Administrative expenses	4,170	3,728
Total Deductions	101,670	42,085
Net Increase	359,937	365,073
Net Assets Available for Benefits:		
Beginning of Year	1,077,389	712,316
End of Year	$ 1,437,326	$ 1,077,389

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

NOTE 1 - DESCRIPTION OF PLAN

PLAN DESCRIPTION

The following description of the Variosystems, Inc. 401(k) Profit Sharing Plan & Trust (the "Plan") is provided as general information only. Participants should refer to the Plan document for complete information regarding the Plan's definitions, benefits, eligibility and other matters.

GENERAL

Effective January 1, 2003, Variosystems, Inc. established the Variosystems, Inc. 401(k) Profit Sharing Plan & Trust, which is a defined contribution plan covering all eligible employees of the Company who have completed ninety days of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

ADMINISTRATION, CUSTODIANSHIP AND TRUSTEE OF THE PLAN

The Company is the plan administrator and the trustee, Paychex, Inc. is the third party plan administrator and Merrill Lynch is the custodian of the Plan.

ELIGIBILITY

All employees, who meet annual age and hour requirements, are eligible to participate in the Plan. Employees may elect to enroll in the Plan on the first day of the month which coincides with or next follows their completion of 90 days of eligible service.

CONTRIBUTIONS

The Plan is a defined contribution plan to which participants may elect to defer a percentage of their compensation, as defined by the Plan, not to exceed the maximum contribution qualifying for tax deferral under the Internal Revenue Code. For the Plan years ended December 31, 2010 and 2009, the maximum contribution of $16,500 for each year, exclusive of allowable catch-up contributions of $5,500 for those aged 50 and above, per participant, qualifies for deferral of tax under the Internal Revenue Code. Rollover contributions are allowed by the Plan.

Matching contributions may be contributed, at the Company's discretion, to participants who are employed on the last day of the Plan year. Such matching contributions were made in an amount equal to fifty percent of the participant's elective deferral. Such matching contribution will not exceed 2% of eligible compensation for the years ended December 31, 2010 and 2009.

PARTICIPANT ACCOUNTS

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

Participants are permitted to allocate their account balance and deferral contributions between several investment options and to change their investment elections at their own discretion.

VESTING

Participants are immediately vested in their deferral contributions and rollover contributions, plus actual earnings thereon. Participants become vested in company matching contributions, if any, over six years of service beginning with the second year of service and increasing by 20 percent each year thereafter as defined in the Plan.

NOTE 1 - DESCRIPTION OF PLAN - Continued

VESTING - Continued

Full 100 percent vesting may also be attained upon cessation of employment by reason of death, permanent disability or retirement. Participants who terminate prior to vesting in company matching contributions forfeit the right to receive that portion of their account attributable to such contributions. Amounts forfeited are allocated to the remaining participants as additional employer contributions in the Plan year in which the forfeiture occurs.

INVESTMENT OPTIONS

Upon enrollment in the Plan, a participant may direct the investment of all of their accounts in the funds selected in the Plan. Participants may change their investment options as often as they wish via the online system and other options provided by Paychex, Inc. and the Company.

PARTICIPANT LOANS

Participants shall be limited to one outstanding loan in any 12-month period. Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of: the greater of (1) or (2) below, reduced by (3) below:

(1) 47.5 percent of the Participant's vested account balance.

(2) $50,000.

Loan terms generally range from 1 to 4.5 years. The participant's loan is collateralized by the balance in the participant's account and bears interest at a rate commensurate with local prevailing rates as determined at the application date of the loan. Interest rates ranged from 4.25% to 9.25% at December 31, 2010 and 2009. Principal and interest are paid ratably through bi-weekly payroll deductions. Interest income is recorded on the accrual basis and shown as a component of changes in net assets available for benefits.

FORFEITED ACCOUNTS

As of December 31, 2010 and 2009, the forfeited non vested account balance was $4,506 and $4,023, respectively.

BENEFITS

On termination of service, death, disability, or retirement, a participant may elect from one of the many distribution options provided in the Plan, including a lump sum distribution of all of the participant's accounts.

WITHDRAWALS

A participant may withdraw all or a portion of deferral contributions under certain "hardship" conditions. Such hardship conditions include, but are not limited to, medical expenses, down payment on a principal residence or any payment of education expenses of the participant or their dependents.

RISKS AND UNCERTAINTIES

The Plan provides various mutual fund options for investing in any combination of stocks, bonds, fixed income securities and other investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the statement of net assets available for benefits.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements of the Plan are prepared using the accrual basis of accounting.

USE OF ESTIMATES

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, if any, and disclosure of contingent assets and liabilities, if any, at the dates of the financial statements and the reported amounts of changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

INVESTMENT VALUATION AND INCOME RECOGNITION

Investments are held by Merrill Lynch (the "Custodian") and are carried at their fair market value as determined by the Custodian, using market quotations, if available, and other available information. Shares of registered investment companies are valued at quoted market prices (level 1 inputs) that represent the net asset value of shares held by the Plan at year-end. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Generally accepted accounting principles (GAAP) establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. The three levels of fair value hierarchy defined by GAAP are as follows:

Level 1 Fair Value Measurements - The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end.

Level 2 Fair Value Measurements – Pricing inputs are other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date. Level 2 includes those financial instruments that are valued using models or other valuation methodologies. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace.

Level 3 Fair Value Measurements – Pricing inputs include significant inputs that are generally unobservable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value. Level 3 instruments include those that may be more structured or otherwise tailored to the Plan's needs.

As required generally accepted accounting principles, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement with the fair value hierarchy levels.

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

BENEFITS

Benefits are recorded when paid.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES - Continued

ADMINISTRATIVE FEES

The plan sponsor pays certain administrative fees of the Plan.

NOTE 3 – INVESTMENTS

The following table presents the individual investments of the Plan's net assets available for benefits at December 31, 2010 and 2009. Investments representing 5% or more of the plan assets have been separately identified. All of the investments are participant directed.

Investments (At Fair Value)		2010		2009
Registered Investment Companies				
Blackrock International Fund	*	$ 80,797	*	$ 54,835
Blackrock Global Allocation Fund	*	284,815	*	241,229
Blackrock Fundamental Growth Fund	*	132,755	*	81,529
Blackrock Basic Value Fund	*	98,074	*	64,950
Blackrock Value Opportunities Fund	*	144,494	*	95,377
Blackrock Total Return Fund	*	88,297	*	84,998
Blackrock Large Cap Core Fund	*	84,447	*	126,305
Blackrock Large Cap Value Fund		64,911	*	58,084
Blackrock Government Income Portfolio	*	128,661	*	96,052
Blackrock Small Cap Growth Fund II	*	83,823		39,541
Merrill Lynch Ready Assets Trust	*	123,666	*	83,675
Total Investments – All Level One Inputs		$ 1,314,740		$ 1,026,575

* Denotes an investment that represents 5% or more of the Plan's net assets available for benefits.

All of the above investments are at quoted market value which approximates fair value.

All of the Blackrock and Merrill Lynch investments are parties-in-interest transactions.

NOTE 4 – TAX STATUS

The Plan is a prototype standardized profit sharing plan with CODA, with Paychex, Inc. and obtained its latest determination letter on March 31, 2008 in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code.

NOTE 5 – PLAN TERMINATION

The Plan has been established with the intention that it will continue to be a permanent plan. The Company has not expressed any intent to terminate the Plan; however, the Company reserves the right to terminate or amend the Plan at any time as permitted by ERISA. In the event of Plan termination, participants will automatically become 100 percent vested in their accounts.

NOTE 6 – SUBSEQUENT EVENTS

Management has evaluated subsequent events for adjustment or disclosure to the financial statements through August 9, 2011, which is the date that the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

VARIOSYSTEMS, INC. 401(K) PROFIT SHARING PLAN & TRUST
EIN 75-2793709 PLAN #001
FORM 5500, SCHEDULE H, LINE 4(i) - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
DECEMBER 31, 2010

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
*	Blackrock International Fund	Interest in registered investment company		$ 80,797
*	Blackrock Small Cap Growth Fund II	Interest in registered investment company		83,823
*	Blackrock Global Allocation Fund	Interest in registered investment company		284,815
*	Blackrock Capital Appreciaiton Fund	Interest in registered investment company		132,755
*	Blackrock Basic Value Fund	Interest in registered investment company		98,074
*	Blackrock Value Opportunities Fund	Interest in registered investment company		144,494
*	Blackrock Total Return Fund	Interest in registered investment company		88,297
*	Blackrock Large Cap Core Fund	Interest in registered investment company		84,447
*	Blackrock Large Cap Value Fund	Interest in registered investment company		64,911
*	Blackrock Government Income Portfolio	Interest in registered investment company		128,661
*	Merrill Lynch Ready Assets Trust	Interest in registered investment company		123,666
	Total Registered Investment Companies			1,314,740
*	Participant loans	Participant loans; interest rates range from 4.25% to 9.25%	-	122,586
	TOTAL INVESTMENTS PER IRS FORM 5500			$ 1,437,326

* Parties-in-interest

VARIOSYSTEMS, INC.
401(k) PROFIT SHARING PLAN & TRUST

FINANCIAL STATEMENTS AND AUDITORS' REPORT

YEARS ENDED DECEMBER 31, 2010 AND 2009

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* Other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

SB&F
SANFORD, BAUMEISTER & FRAZIER, PLLC
Certified Public Accountants and Consultants

August 9, 2011

To the Plan Trustees
Variosystems, Inc. 401(k) Profit Sharing Plan & Trust

Independent Auditors' Report

We have audited the accompanying statements of net assets available for benefits of Variosystems, Inc. 401(k) Profit Sharing Plan & Trust as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Variosystems, Inc. 401(k) Profit Sharing Plan & Trust as of December 31, 2010 and 2009, and the changes in its net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes is presented for the purpose of additional analysis and is not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's management. The supplemental information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Sanford, Baumeister & Frazier, PLLC

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VARIOSYSTEMS, INC. 401(K) PROFIT SHARING PLAN & TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2010 AND 2009

	2010	2009
ASSETS		
Investments at fair value:		
Registered investment funds	$ 1,314,740	$ 1,026,575
Participant notes receivable	122,586	50,814
TOTAL ASSETS	1,437,326	1,077,389
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 1,437,326	$ 1,077,389

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

VARIOSYSTEMS, INC. 401(K) PROFIT SHARING PLAN & TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	2010	2009
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	$ 122,381	$ 135,224
Dividends	7,929	9,890
Interest on participant loans	4,200	3,642
Total Investment Income	134,510	148,756
Contributions:		
Participants	266,647	206,784
Employer	60,450	51,618
Total Contributions	327,097	258,402
Total Additions	461,607	407,158
Deductions from net assets attributed to:		
Benefits paid to participants	97,500	38,357
Administrative expenses	4,170	3,728
Total Deductions	101,670	42,085
Net Increase	359,937	365,073
Net Assets Available for Benefits:		
Beginning of Year	1,077,389	712,316
End of Year	$ 1,437,326	$ 1,077,389

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

NOTE 1 - DESCRIPTION OF PLAN

PLAN DESCRIPTION

The following description of the Variosystems, Inc. 401(k) Profit Sharing Plan & Trust (the "Plan") is provided as general information only. Participants should refer to the Plan document for complete information regarding the Plan's definitions, benefits, eligibility and other matters.

GENERAL

Effective January 1, 2003, Variosystems, Inc. established the Variosystems, Inc. 401(k) Profit Sharing Plan & Trust, which is a defined contribution plan covering all eligible employees of the Company who have completed ninety days of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

ADMINISTRATION, CUSTODIANSHIP AND TRUSTEE OF THE PLAN

The Company is the plan administrator and the trustee, Paychex, Inc. is the third party plan administrator and Merrill Lynch is the custodian of the Plan.

ELIGIBILITY

All employees, who meet annual age and hour requirements, are eligible to participate in the Plan. Employees may elect to enroll in the Plan on the first day of the month which coincides with or next follows their completion of 90 days of eligible service.

CONTRIBUTIONS

The Plan is a defined contribution plan to which participants may elect to defer a percentage of their compensation, as defined by the Plan, not to exceed the maximum contribution qualifying for tax deferral under the Internal Revenue Code. For the Plan years ended December 31, 2010 and 2009, the maximum contribution of $16,500 for each year, exclusive of allowable catch-up contributions of $5,500 for those aged 50 and above, per participant, qualifies for deferral of tax under the Internal Revenue Code. Rollover contributions are allowed by the Plan.

Matching contributions may be contributed, at the Company's discretion, to participants who are employed on the last day of the Plan year. Such matching contributions were made in an amount equal to fifty percent of the participant's elective deferral. Such matching contribution will not exceed 2% of eligible compensation for the years ended December 31, 2010 and 2009.

PARTICIPANT ACCOUNTS

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

Participants are permitted to allocate their account balance and deferral contributions between several investment options and to change their investment elections at their own discretion.

VESTING

Participants are immediately vested in their deferral contributions and rollover contributions, plus actual earnings thereon. Participants become vested in company matching contributions, if any, over six years of service beginning with the second year of service and increasing by 20 percent each year thereafter as defined in the Plan.

NOTE 1 - DESCRIPTION OF PLAN - Continued

VESTING - Continued

Full 100 percent vesting may also be attained upon cessation of employment by reason of death, permanent disability or retirement. Participants who terminate prior to vesting in company matching contributions forfeit the right to receive that portion of their account attributable to such contributions. Amounts forfeited are allocated to the remaining participants as additional employer contributions in the Plan year in which the forfeiture occurs.

INVESTMENT OPTIONS

Upon enrollment in the Plan, a participant may direct the investment of all of their accounts in the funds selected in the Plan. Participants may change their investment options as often as they wish via the online system and other options provided by Paychex, Inc. and the Company.

PARTICIPANT LOANS

Participants shall be limited to one outstanding loan in any 12-month period. Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of: the greater of (1) or (2) below, reduced by (3) below:

(1) 47.5 percent of the Participant's vested account balance.

(2) $50,000.

Loan terms generally range from 1 to 4.5 years. The participant's loan is collateralized by the balance in the participant's account and bears interest at a rate commensurate with local prevailing rates as determined at the application date of the loan. Interest rates ranged from 4.25% to 9.25% at December 31, 2010 and 2009. Principal and interest are paid ratably through bi-weekly payroll deductions. Interest income is recorded on the accrual basis and shown as a component of changes in net assets available for benefits.

FORFEITED ACCOUNTS

As of December 31, 2010 and 2009, the forfeited non vested account balance was $4,506 and $4,023, respectively.

BENEFITS

On termination of service, death, disability, or retirement, a participant may elect from one of the many distribution options provided in the Plan, including a lump sum distribution of all of the participant's accounts.

WITHDRAWALS

A participant may withdraw all or a portion of deferral contributions under certain "hardship" conditions. Such hardship conditions include, but are not limited to, medical expenses, down payment on a principal residence or any payment of education expenses of the participant or their dependents.

RISKS AND UNCERTAINTIES

The Plan provides various mutual fund options for investing in any combination of stocks, bonds, fixed income securities and other investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the statement of net assets available for benefits.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements of the Plan are prepared using the accrual basis of accounting.

USE OF ESTIMATES

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, if any, and disclosure of contingent assets and liabilities, if any, at the dates of the financial statements and the reported amounts of changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

INVESTMENT VALUATION AND INCOME RECOGNITION

Investments are held by Merrill Lynch (the "Custodian") and are carried at their fair market value as determined by the Custodian, using market quotations, if available, and other available information. Shares of registered investment companies are valued at quoted market prices (level 1 inputs) that represent the net asset value of shares held by the Plan at year-end. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Generally accepted accounting principles (GAAP) establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. The three levels of fair value hierarchy defined by GAAP are as follows:

Level 1 Fair Value Measurements - The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end.

Level 2 Fair Value Measurements – Pricing inputs are other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date. Level 2 includes those financial instruments that are valued using models or other valuation methodologies. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace.

Level 3 Fair Value Measurements – Pricing inputs include significant inputs that are generally unobservable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value. Level 3 instruments include those that may be more structured or otherwise tailored to the Plan's needs.

As required generally accepted accounting principles, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement with the fair value hierarchy levels.

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

BENEFITS

Benefits are recorded when paid.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES - Continued

ADMINISTRATIVE FEES

The plan sponsor pays certain administrative fees of the Plan.

NOTE 3 – INVESTMENTS

The following table presents the individual investments of the Plan's net assets available for benefits at December 31, 2010 and 2009. Investments representing 5% or more of the plan assets have been separately identified. All of the investments are participant directed.

Investments (At Fair Value)		2010		2009
Registered Investment Companies				
Blackrock International Fund	*	$ 80,797	*	$ 54,835
Blackrock Global Allocation Fund	*	284,815	*	241,229
Blackrock Fundamental Growth Fund	*	132,755	*	81,529
Blackrock Basic Value Fund	*	98,074	*	64,950
Blackrock Value Opportunities Fund	*	144,494	*	95,377
Blackrock Total Return Fund	*	88,297	*	84,998
Blackrock Large Cap Core Fund	*	84,447	*	126,305
Blackrock Large Cap Value Fund		64,911	*	58,084
Blackrock Government Income Portfolio	*	128,661	*	96,052
Blackrock Small Cap Growth Fund II	*	83,823		39,541
Merrill Lynch Ready Assets Trust	*	123,666	*	83,675
Total Investments – All Level One Inputs		$ 1,314,740		$ 1,026,575

* Denotes an investment that represents 5% or more of the Plan's net assets available for benefits.

All of the above investments are at quoted market value which approximates fair value.

All of the Blackrock and Merrill Lynch investments are parties-in-interest transactions.

NOTE 4 – TAX STATUS

The Plan is a prototype standardized profit sharing plan with CODA, with Paychex, Inc. and obtained its latest determination letter on March 31, 2008 in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code.

NOTE 5 – PLAN TERMINATION

The Plan has been established with the intention that it will continue to be a permanent plan. The Company has not expressed any intent to terminate the Plan; however, the Company reserves the right to terminate or amend the Plan at any time as permitted by ERISA. In the event of Plan termination, participants will automatically become 100 percent vested in their accounts.

NOTE 6 – SUBSEQUENT EVENTS

Management has evaluated subsequent events for adjustment or disclosure to the financial statements through August 9, 2011, which is the date that the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

VARIOSYSTEMS, INC. 401(K) PROFIT SHARING PLAN & TRUST
EIN 75-2793709 PLAN #001
FORM 5500, SCHEDULE H, LINE 4(i) - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
DECEMBER 31, 2010

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
*	Blackrock International Fund	Interest in registered investment company		$ 80,797
*	Blackrock Small Cap Growth Fund II	Interest in registered investment company		83,823
*	Blackrock Global Allocation Fund	Interest in registered investment company		284,815
*	Blackrock Capital Appreciaiton Fund	Interest in registered investment company		132,755
*	Blackrock Basic Value Fund	Interest in registered investment company		98,074
*	Blackrock Value Opportunities Fund	Interest in registered investment company		144,494
*	Blackrock Total Return Fund	Interest in registered investment company		88,297
*	Blackrock Large Cap Core Fund	Interest in registered investment company		84,447
*	Blackrock Large Cap Value Fund	Interest in registered investment company		64,911
*	Blackrock Government Income Portfolio	Interest in registered investment company		128,661
*	Merrill Lynch Ready Assets Trust	Interest in registered investment company		123,666
	Total Registered Investment Companies			1,314,740
*	Participant loans	Participant loans; interest rates range from 4.25% to 9.25%	-	122,586
	TOTAL INVESTMENTS PER IRS FORM 5500			$ 1,437,326

* Parties-in-interest