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
CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 07/01/1994

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

2727 MARICOPA STREET
TORRANCE, CA 90503

2727 MARICOPA STREET
TORRANCE, CA 90503

2b Employer Identification Number (EIN)
95-4502202

2c Sponsor's telephone number
310-212-1021

2d Business code (see instructions)
453910

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	DOMINIC JUNEAU
	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")

CENTINELA FEED, INC.

2727 MARICOPA STREET
TORRANCE, CA 90503

3b Administrator's EIN
95-4502202

3c Administrator's telephone number
310-212-1021

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**	177
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**	256
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	27
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	283
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	283
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	55
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	3
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 2F 2G 2J 2K 2T 3D

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2010** **This Form is Open to Public Inspection.**

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

A Name of plan
CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CENTINELA FEED, INC.

D Employer Identification Number (EIN)
95-4502202

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

FID. INV. INST. OPS. CO

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
64 65 60	RECORDKEEPER	100	Yes [X] No [ ]	Yes [X] No [ ]	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 ☐

(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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
AM CENT EQ INC A - AMERICAN CENTURY 44-0619208	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
BLKRK US OPPS INV A - BNY MELLON IN 760 MOORE ROAD KING OF PRUSSIA, PA 19406	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
DREYFUS S&P 500 INDX - DREYFUS TRAN 13-5673135	0.15%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
EV DIV BUILDER A - PNC GLOBAL INVES 04-2871943	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
FA STK SEL ALL CAP A - FIDELITY INV 04-2882358	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
NUVEEN REAL ESTATE A - US BANCORP F 39-0281260	0.35%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
PERKINS MID CP VAL S - JANUS SERVIC 43-1804048	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
PIM TOTAL RETURN A - BOSTON FINANCI 04-2526037	0.25%

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

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

A Name of plan
CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CENTINELA FEED, INC.

D Employer Identification Number (EIN)
95-4502202

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)	347600	742069
(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)	3215	1595
(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)	801700	502508
(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	1152515	1246172
	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	1152515	1246172

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)	13700	
	(B) Participants	2a(1)(B)	81264	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		94964
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	78	
	(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)	117	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		195
	(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)	10596	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		10596
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		55485
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		161240
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	67483	
(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)		67483
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	100	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		100
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		67583
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		93657
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: WEIL & COMPANY (2) EIN: 95-1775376

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		120000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

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

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

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

A Name of plan
CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CENTINELA FEED, INC.

D Employer Identification Number (EIN)
95-4502202

Part I Distributions

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

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

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

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN

FINANCIAL STATEMENTS

FOR THE YEARS ENDED
DECEMBER 31, 2010 and 2009

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

Independent Auditor's Report

Financial Statements:

Statements of Net Assets Available for Plan Benefits as of December 31, 2010 and 2009 — 1

Statement of Changes in Net Assets Available for Plan Benefits for the Year Ended December 31, 2010 — 2

Notes to Financial Statements — 3-8

Supplemental Schedules:

Schedule of Assets Held for Investment Purposes as of December 31, 2010 — 9

All other supplemental schedules are omitted because the information is not applicable or is included in the financial statements and notes thereto.

WEIL & COMPANY LLP

Certified
Public
Accountants

1925 Century Park East, Suite 300
Los Angeles, CA 90067-2701
310-451-9871 Fax 310-394-4512
cpa@weilco.com

Independent Auditor's Report

October 6, 2011

401(K) Profit Sharing Plan Committee
Centinela Feed and Pet Supplies
401(K) Plan
Torrance, California

We have audited the accompanying statements of net assets available for plan benefits of the Centinela Feed and Pet Supplies 401(K) Plan as of December 31, 2010 and 2009, and the related statement of changes in net assets available for plan benefits for the year ended December 31, 2010, and the supplemental schedules as of and for the year then ended December 31, 2010, as listed in the accompanying index. These statements of net assets and supplemental schedules are the responsibility of the Plan's management.

As permitted by Section 2520.103-8 of the Department of Labor 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, which was certified by Fidelity Management Trust Company, trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules.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 statements of net assets available for plan benefits, statement of changes in net assets available for plan benefits, and the supplemental schedules taken as a whole. The form and content of the information included in the statements of net assets available for plan benefits, statement of changes in net assets available for plan benefits, and the supplemental schedules, 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.

Weil & Company LLP

WEIL & COMPANY LLP

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

	December 31,	
Assets	**2010**	**2009**
Investments	$ 1,244,577	$ 1,149,300
Notes receivable from participants	1,595	3,215
Net Assets Available for Plan Benefits	$ 1,246,172	$ 1,152,515

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

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2010

Additions to net assets attributed to:		
Investment income		
Net appreciation in fair value of investments	$ 55,483	
Interest income	79	
Dividend income	10,596	
		$ 66,158
Interest income on notes receivable from participants		117
Contributions:		
Employer	13,701	
Participants'	81,264	
		94,965
Total Additions		161,240
Deductions from net assets attributed to:		
Benefits paid to participants	67,483	
Administration expenses	100	
Total Deductions		67,583
Net Decrease in Assets During the Year		93,657
Net Assets Available for Plan Benefits at Beginning of Year		1,152,515
Net Assets Available for Plan Benefits at End of Year		$ 1,246,172

The accompanying notes are an integral part of this financial statement.

Note 1 – Description of Plan

The following description of the Centinela Feed and Pet Supplies (the "Company") 401(K) Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan established on July 1, 1994 covering all individuals who have attained the age 21, have completed twelve consecutive months of employment and have worked at least 1,000 hours in the twelve-month period for the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) and the Internal Revenue Code.

Contributions

Employees may elect to contribute up to 87% of pre-tax earnings, as defined in the Plan. The Company may make a matching contribution to the employee deferrals at their own discretion. The matching contribution was 50% of a participant's contribution up to 6%. This was in effect until May 2010 when matching contributions by the Company stopped. The Company may also make additional contributions at the discretion of the Board of Directors. The Board of Directors elected not to make a contribution for the year ended December 31, 2010.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's discretionary matching and discretionary contribution and plan earnings, and is reduced for loans, withdrawals, and benefit distributions. Participants' accounts are further credited or charged with their prorated share of earnings or losses of the total investments in each fund.

Vesting

The employee becomes vested in a percentage of the Company contribution for each year of vesting service.

The vested percentage of the Company contribution is determined according to the following schedule:

Completed Years of Vesting Service	Vesting Percentage
One year but less than two	20 %
Two years but less than three	40 %
Three years but less than four	60 %
Four years but less than five	80 %
Five years or more	100 %

Note 1 – Description of Plan (Continued)

Notes Receivable from Participants

Participant loans are not permitted under the current plan with Fidelity which went into effect on December 1, 2009. Prior to that ADP was the trustee and the Plan documents with that company allowed participant loans. The minimum loan was $500 – up to a maximum equal to the lesser of $50,000 or 50 percent of the participant's vested account balance (reduced by the highest outstanding loan balance the participant had under the Plan during the previous 12-month period). Loan terms range from 1-5 years or up to 30 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at the prime rate as published in The Wall Street Journal on the 14th of each month, plus two percentage points.

The interest rate for the two and only outstanding loans is 5.25% and paid ratably through monthly payroll deductions.

Payment of Benefits

Distributions are permitted upon a participant's attainment of age 59 1/2, termination of service, total and permanent disability, death, or proven financial hardship. Any withdrawals for proven financial hardship will be limited to the amount the participant has deferred under the Plan. Income or earnings on participant deferrals are not eligible on hardship distributions. Participants may elect to receive a one lump-sum payment or other form of payment as described in the Plan's provisions.

Administrative expenses

Certain expenses of maintaining the Plan are paid by the Company. Loan administration fees are charged directly to the participant's account and are included in administrative expenses.

Forfeited Accounts

At December 31, 2010, forfeited non-vested accounts totaled $38,525. These accounts will be use to reduce Plan administrative expenses.

Note 2 – Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to full benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the full benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets or liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements. Shares of registered invested companies are valued at quoted market prices, which 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. Net appreciation includes the Plan's gains and losses on investments bought and sold during the year.

Notes Receivable from Participants

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

Payment of Benefits

Benefits are recorded when paid.

Note 3 – Plan Termination

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

Note 4 – Income Tax Status

The Internal Revenue Service has issued a determination letter that the Plan, as amended to conform with the requirements of ERISA, constitutes a qualified plan under Section 401(a) of the Internal Revenue Code (IRC) and, therefore, is exempt from federal and state income taxes under the provisions of Section 501(a) of the IRC, and the corresponding section of the California Revenue and Taxation Code.

The Internal Revenue Service has determined and informed the Company by a letter dated March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements on the IRC.

Note 5 – Investments

The Plan held the following investments, which represent five percent or more of the net assets available for benefits at December 31, 2010 and 2009:

	2010	2009
Fidelity Prime Fund	$ 742,069	$ 347,600
FA Freedom 2030	$ 77,933	$ 59,830
FA Freedom 2040	$ 72,206	$ 73,607
FA Freedom 2025 A	$ 71,067	$ 56,746
FA Freedom 2035 A	$ 121,656	$ 491,381
FA Freedom 2045	$ 69,067	$ 63,575

During 2010, the Plan's investments from registered investment companies mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $55,483.

Note 6 – Fair Value Measurements

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820, Fair Value Measurements and Disclosures, provide the 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 under FASB ASC 820 are described as follows:

Level 1 Valuations are based on quoted prices in active markets for identical assets at the measurement date.

Level 2 Valuations are based on observable inputs other than quoted prices for the asset, either directly or indirectly observable, that reflect assumptions market participants would use to price the asset based on market data obtained from sources independent of the plan. This may include matrix pricing, yield curves and indexes.

Note 6 – Fair Value Measurements (Continued)

Level 3 Valuations are based on unobservable inputs that reflect the Plans own assumptions about the assumptions market participants would use to price an asset based on the best information available in the circumstances.

The asset 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 to the methodologies used at December 31, 2010 and 2009.

Fidelity Mutual Funds: A mutual fund's net asset value (NAV) is normally calculated as of the close of business of the NYSE, normally 4:00 p.m. Eastern Time (ET). The fund's assets normally are valued as of this time for the purpose of computing the fund's NAV.

Certificate of Deposit: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

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

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

		Fair Value Measurements Using:		
	Fair Value	Level 1	Level 2	Level 3
December 31, 2010				
Interest bearing cash account	$ 742,069	$ 742,069	$ -	$ -
Mutual funds	502,508	502,508	-	-
	$ 1,244,577	$ 1,244,577	$ -	$ -
December 31, 2009				
Interest bearing cash account	$ 347,600	$ 347,600	$ -	$ -
Mutual funds	801,700	801,700	-	-
	$ 1,149,300	$ 1,149,300	$ -	$ -

Note 7 – Related Party Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments Institution. Fidelity Investments Institution is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. Fees paid by the Plan for the investment management services are netted against net appreciation in fair value of investments.

Note 8 – Risks and Uncertainties

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

Note 9 – Subsequent Events

The financial statements were evaluated for subsequent events through October 6, 2011, the date the financial statements were available to be issued.

In the Board of Directors meeting held on June 29, 2011, the Plan sponsor and the Plan trustee have decided and resolved to terminate the Plan.

Note 10 – Compliance Matter

During the year Plan year ending December 31, 2010, the Plan failed to remit the participants' contributions in a timely manner. The total amount of the contributions transferred late was $9,970. The deposits were remitted before the 15th business day of the month following the month in which the participants' contributions are received by the employer. The Company will file Form 5330 with the Department of Labor for the late remittance of participants' contributions to the Plan.

CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED DECEMBER 31, 2010

CENTINELA PET AND FOOD SUPPLIES
401(K) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 95-4502202
Plan Number: 002
PLAN YEAR 1/1/2010 TO 12/31/2010

(a)	(b) Identity of issuer, borrower,lessor, or similar party	(c) Decscription of investment including maturity date rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value	
*	Fidelity	Fidelity Prime Fund	$ 742,069	$ 742,069	60.0%
*	Fidelity	FA High Income A	1,587	1,650	0.0%
*	Fidelity	FA Stk Sel All Cap A	481	548	0.0%
*	Fidelity	FA Freedom 2010	9,878	10,554	1.0%
*	Fidelity	FA Freedom 2020	2,057	2,207	0.0%
*	Fidelity	FA Freedom 2030	70,882	77,933	6.0%
*	Fidelity	FA Freedom 2040	65,097	72,206	6.0%
*	Fidelity	FA Freedom Inc	9,314	9,651	1.0%
*	Fidelity	FA New Insights A	960	1,074	0.0%
*	Fidelity	FA Freedom 2005 A	43	45	0.0%
*	Fidelity	FA Freedom 2015 A	980	1,039	0.0%
*	Fidelity	FA Freedom 2025 A	64,912	71,067	6.0%
*	Fidelity	FA Freedom 2035 A	109,754	121,656	10.0%
*	Fidelity	FA Small Cap Val A	1,523	1,793	0.0%
*	Fidelity	FA Intl Discovery A	1,741	1,941	0.0%
*	Fidelity	FA Freedom 2045	62,077	69,067	6.0%
*	Fidelity	FA Freedom 2050	43,983	49,183	4.0%
*	Fidelity	FA Gov Income A	1,790	1,758	0.0%
*	Fidelity	FA Cons Staples A	1,749	1,906	0.0%
*	Fidelity	Dreyfus S&P 500 Indx	499	533	0.0%
*	Fidelity	AM Cent Eq Inc A	977	1,048	0.0%
*	Fidelity	NuveenReal Estate A	1,739	1,988	0.0%
*	Fidelity	Blkrk US Opps Inv A	2,708	3,134	0.0%
*	Fidelity	Ev Div Builder A	488	527	0.0%
	Participant Loans	5.25%	-	1,595	0.0%
*	Party-in-interest		$ 1,197,288	$ 1,246,172	100.0%

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN

FINANCIAL STATEMENTS

FOR THE YEARS ENDED
DECEMBER 31, 2010 and 2009

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

Independent Auditor's Report

Financial Statements:

Statements of Net Assets Available for Plan Benefits as of December 31, 2010 and 2009 — 1

Statement of Changes in Net Assets Available for Plan Benefits for the Year Ended December 31, 2010 — 2

Notes to Financial Statements — 3-8

Supplemental Schedules:

Schedule of Assets Held for Investment Purposes as of December 31, 2010 — 9

All other supplemental schedules are omitted because the information is not applicable or is included in the financial statements and notes thereto.

WEIL & COMPANY LLP

Certified
Public
Accountants

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Independent Auditor's Report

October 6, 2011

401(K) Profit Sharing Plan Committee
Centinela Feed and Pet Supplies
401(K) Plan
Torrance, California

We have audited the accompanying statements of net assets available for plan benefits of the Centinela Feed and Pet Supplies 401(K) Plan as of December 31, 2010 and 2009, and the related statement of changes in net assets available for plan benefits for the year ended December 31, 2010, and the supplemental schedules as of and for the year then ended December 31, 2010, as listed in the accompanying index. These statements of net assets and supplemental schedules are the responsibility of the Plan's management.

As permitted by Section 2520.103-8 of the Department of Labor 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, which was certified by Fidelity Management Trust Company, trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules.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 statements of net assets available for plan benefits, statement of changes in net assets available for plan benefits, and the supplemental schedules taken as a whole. The form and content of the information included in the statements of net assets available for plan benefits, statement of changes in net assets available for plan benefits, and the supplemental schedules, 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.

Weil & Company LLP

WEIL & COMPANY LLP

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

	December 31,	
Assets	**2010**	**2009**
Investments	$ 1,244,577	$ 1,149,300
Notes receivable from participants	1,595	3,215
Net Assets Available for Plan Benefits	$ 1,246,172	$ 1,152,515

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

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2010

Additions to net assets attributed to:		
Investment income		
Net appreciation in fair value of investments	$ 55,483	
Interest income	79	
Dividend income	10,596	
		$ 66,158
Interest income on notes receivable from participants		117
Contributions:		
Employer	13,701	
Participants'	81,264	
		94,965
Total Additions		161,240
Deductions from net assets attributed to:		
Benefits paid to participants	67,483	
Administration expenses	100	
Total Deductions		67,583
Net Decrease in Assets During the Year		93,657
Net Assets Available for Plan Benefits at Beginning of Year		1,152,515
Net Assets Available for Plan Benefits at End of Year		$ 1,246,172

The accompanying notes are an integral part of this financial statement.

Note 1 – Description of Plan

The following description of the Centinela Feed and Pet Supplies (the "Company") 401(K) Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan established on July 1, 1994 covering all individuals who have attained the age 21, have completed twelve consecutive months of employment and have worked at least 1,000 hours in the twelve-month period for the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) and the Internal Revenue Code.

Contributions

Employees may elect to contribute up to 87% of pre-tax earnings, as defined in the Plan. The Company may make a matching contribution to the employee deferrals at their own discretion. The matching contribution was 50% of a participant's contribution up to 6%. This was in effect until May 2010 when matching contributions by the Company stopped. The Company may also make additional contributions at the discretion of the Board of Directors. The Board of Directors elected not to make a contribution for the year ended December 31, 2010.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's discretionary matching and discretionary contribution and plan earnings, and is reduced for loans, withdrawals, and benefit distributions. Participants' accounts are further credited or charged with their prorated share of earnings or losses of the total investments in each fund.

Vesting

The employee becomes vested in a percentage of the Company contribution for each year of vesting service.

The vested percentage of the Company contribution is determined according to the following schedule:

Completed Years of Vesting Service	Vesting Percentage
One year but less than two	20 %
Two years but less than three	40 %
Three years but less than four	60 %
Four years but less than five	80 %
Five years or more	100 %

Note 1 – Description of Plan (Continued)

Notes Receivable from Participants

Participant loans are not permitted under the current plan with Fidelity which went into effect on December 1, 2009. Prior to that ADP was the trustee and the Plan documents with that company allowed participant loans. The minimum loan was $500 – up to a maximum equal to the lesser of $50,000 or 50 percent of the participant's vested account balance (reduced by the highest outstanding loan balance the participant had under the Plan during the previous 12-month period). Loan terms range from 1-5 years or up to 30 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at the prime rate as published in The Wall Street Journal on the 14th of each month, plus two percentage points.

The interest rate for the two and only outstanding loans is 5.25% and paid ratably through monthly payroll deductions.

Payment of Benefits

Distributions are permitted upon a participant's attainment of age 59 1/2, termination of service, total and permanent disability, death, or proven financial hardship. Any withdrawals for proven financial hardship will be limited to the amount the participant has deferred under the Plan. Income or earnings on participant deferrals are not eligible on hardship distributions. Participants may elect to receive a one lump-sum payment or other form of payment as described in the Plan's provisions.

Administrative expenses

Certain expenses of maintaining the Plan are paid by the Company. Loan administration fees are charged directly to the participant's account and are included in administrative expenses.

Forfeited Accounts

At December 31, 2010, forfeited non-vested accounts totaled $38,525. These accounts will be use to reduce Plan administrative expenses.

Note 2 – Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to full benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the full benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets or liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements. Shares of registered invested companies are valued at quoted market prices, which 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. Net appreciation includes the Plan's gains and losses on investments bought and sold during the year.

Notes Receivable from Participants

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

Payment of Benefits

Benefits are recorded when paid.

Note 3 – Plan Termination

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

Note 4 – Income Tax Status

The Internal Revenue Service has issued a determination letter that the Plan, as amended to conform with the requirements of ERISA, constitutes a qualified plan under Section 401(a) of the Internal Revenue Code (IRC) and, therefore, is exempt from federal and state income taxes under the provisions of Section 501(a) of the IRC, and the corresponding section of the California Revenue and Taxation Code.

The Internal Revenue Service has determined and informed the Company by a letter dated March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements on the IRC.

Note 5 – Investments

The Plan held the following investments, which represent five percent or more of the net assets available for benefits at December 31, 2010 and 2009:

	2010	2009
Fidelity Prime Fund	$ 742,069	$ 347,600
FA Freedom 2030	$ 77,933	$ 59,830
FA Freedom 2040	$ 72,206	$ 73,607
FA Freedom 2025 A	$ 71,067	$ 56,746
FA Freedom 2035 A	$ 121,656	$ 491,381
FA Freedom 2045	$ 69,067	$ 63,575

During 2010, the Plan's investments from registered investment companies mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $55,483.

Note 6 – Fair Value Measurements

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820, Fair Value Measurements and Disclosures, provide the 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 under FASB ASC 820 are described as follows:

Level 1 Valuations are based on quoted prices in active markets for identical assets at the measurement date.

Level 2 Valuations are based on observable inputs other than quoted prices for the asset, either directly or indirectly observable, that reflect assumptions market participants would use to price the asset based on market data obtained from sources independent of the plan. This may include matrix pricing, yield curves and indexes.

Note 6 – Fair Value Measurements (Continued)

Level 3 Valuations are based on unobservable inputs that reflect the Plans own assumptions about the assumptions market participants would use to price an asset based on the best information available in the circumstances.

The asset 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 to the methodologies used at December 31, 2010 and 2009.

Fidelity Mutual Funds: A mutual fund's net asset value (NAV) is normally calculated as of the close of business of the NYSE, normally 4:00 p.m. Eastern Time (ET). The fund's assets normally are valued as of this time for the purpose of computing the fund's NAV.

Certificate of Deposit: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

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

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

		Fair Value Measurements Using:		
	Fair Value	Level 1	Level 2	Level 3
December 31, 2010				
Interest bearing cash account	$ 742,069	$ 742,069	$ -	$ -
Mutual funds	502,508	502,508	-	-
	$ 1,244,577	$ 1,244,577	$ -	$ -
December 31, 2009				
Interest bearing cash account	$ 347,600	$ 347,600	$ -	$ -
Mutual funds	801,700	801,700	-	-
	$ 1,149,300	$ 1,149,300	$ -	$ -

Note 7 – Related Party Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments Institution. Fidelity Investments Institution is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. Fees paid by the Plan for the investment management services are netted against net appreciation in fair value of investments.

Note 8 – Risks and Uncertainties

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

Note 9 – Subsequent Events

The financial statements were evaluated for subsequent events through October 6, 2011, the date the financial statements were available to be issued.

In the Board of Directors meeting held on June 29, 2011, the Plan sponsor and the Plan trustee have decided and resolved to terminate the Plan.

Note 10 – Compliance Matter

During the year Plan year ending December 31, 2010, the Plan failed to remit the participants' contributions in a timely manner. The total amount of the contributions transferred late was $9,970. The deposits were remitted before the 15th business day of the month following the month in which the participants' contributions are received by the employer. The Company will file Form 5330 with the Department of Labor for the late remittance of participants' contributions to the Plan.

CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED DECEMBER 31, 2010

CENTINELA PET AND FOOD SUPPLIES
401(K) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 95-4502202
Plan Number: 002
PLAN YEAR 1/1/2010 TO 12/31/2010

(a)	(b) Identity of issuer, borrower,lessor, or similar party	(c) Decscription of investment including maturity date rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value	
*	Fidelity	Fidelity Prime Fund	$ 742,069	$ 742,069	60.0%
*	Fidelity	FA High Income A	1,587	1,650	0.0%
*	Fidelity	FA Stk Sel All Cap A	481	548	0.0%
*	Fidelity	FA Freedom 2010	9,878	10,554	1.0%
*	Fidelity	FA Freedom 2020	2,057	2,207	0.0%
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*	Fidelity	Blkrk US Opps Inv A	2,708	3,134	0.0%
*	Fidelity	Ev Div Builder A	488	527	0.0%
	Participant Loans	5.25%	-	1,595	0.0%
*	Party-in-interest		$ 1,197,288	$ 1,246,172	100.0%

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN

FINANCIAL STATEMENTS

FOR THE YEARS ENDED
DECEMBER 31, 2010 and 2009

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

Independent Auditor's Report

Financial Statements:

Statements of Net Assets Available for Plan Benefits as of December 31, 2010 and 2009 — 1

Statement of Changes in Net Assets Available for Plan Benefits for the Year Ended December 31, 2010 — 2

Notes to Financial Statements — 3-8

Supplemental Schedules:

Schedule of Assets Held for Investment Purposes as of December 31, 2010 — 9

All other supplemental schedules are omitted because the information is not applicable or is included in the financial statements and notes thereto.

WEIL & COMPANY LLP

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Accountants

1925 Century Park East, Suite 300
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310-451-9871 Fax 310-394-4512
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Independent Auditor's Report

October 6, 2011

401(K) Profit Sharing Plan Committee
Centinela Feed and Pet Supplies
401(K) Plan
Torrance, California

We have audited the accompanying statements of net assets available for plan benefits of the Centinela Feed and Pet Supplies 401(K) Plan as of December 31, 2010 and 2009, and the related statement of changes in net assets available for plan benefits for the year ended December 31, 2010, and the supplemental schedules as of and for the year then ended December 31, 2010, as listed in the accompanying index. These statements of net assets and supplemental schedules are the responsibility of the Plan's management.

As permitted by Section 2520.103-8 of the Department of Labor 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, which was certified by Fidelity Management Trust Company, trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules.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 statements of net assets available for plan benefits, statement of changes in net assets available for plan benefits, and the supplemental schedules taken as a whole. The form and content of the information included in the statements of net assets available for plan benefits, statement of changes in net assets available for plan benefits, and the supplemental schedules, 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.

Weil & Company LLP

WEIL & COMPANY LLP

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

	December 31,	
Assets	**2010**	**2009**
Investments	$ 1,244,577	$ 1,149,300
Notes receivable from participants	1,595	3,215
Net Assets Available for Plan Benefits	$ 1,246,172	$ 1,152,515

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

CENTINELA FEED AND PET SUPPLIES
401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2010

Additions to net assets attributed to:		
Investment income		
Net appreciation in fair value of investments	$ 55,483	
Interest income	79	
Dividend income	10,596	
		$ 66,158
Interest income on notes receivable from participants		117
Contributions:		
Employer	13,701	
Participants'	81,264	
		94,965
Total Additions		161,240
Deductions from net assets attributed to:		
Benefits paid to participants	67,483	
Administration expenses	100	
Total Deductions		67,583
Net Decrease in Assets During the Year		93,657
Net Assets Available for Plan Benefits at Beginning of Year		1,152,515
Net Assets Available for Plan Benefits at End of Year		$ 1,246,172

The accompanying notes are an integral part of this financial statement.

Note 1 – Description of Plan

The following description of the Centinela Feed and Pet Supplies (the "Company") 401(K) Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan established on July 1, 1994 covering all individuals who have attained the age 21, have completed twelve consecutive months of employment and have worked at least 1,000 hours in the twelve-month period for the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) and the Internal Revenue Code.

Contributions

Employees may elect to contribute up to 87% of pre-tax earnings, as defined in the Plan. The Company may make a matching contribution to the employee deferrals at their own discretion. The matching contribution was 50% of a participant's contribution up to 6%. This was in effect until May 2010 when matching contributions by the Company stopped. The Company may also make additional contributions at the discretion of the Board of Directors. The Board of Directors elected not to make a contribution for the year ended December 31, 2010.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's discretionary matching and discretionary contribution and plan earnings, and is reduced for loans, withdrawals, and benefit distributions. Participants' accounts are further credited or charged with their prorated share of earnings or losses of the total investments in each fund.

Vesting

The employee becomes vested in a percentage of the Company contribution for each year of vesting service.

The vested percentage of the Company contribution is determined according to the following schedule:

Completed Years of Vesting Service	Vesting Percentage
One year but less than two	20 %
Two years but less than three	40 %
Three years but less than four	60 %
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Note 1 – Description of Plan (Continued)

Notes Receivable from Participants

Participant loans are not permitted under the current plan with Fidelity which went into effect on December 1, 2009. Prior to that ADP was the trustee and the Plan documents with that company allowed participant loans. The minimum loan was $500 – up to a maximum equal to the lesser of $50,000 or 50 percent of the participant's vested account balance (reduced by the highest outstanding loan balance the participant had under the Plan during the previous 12-month period). Loan terms range from 1-5 years or up to 30 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at the prime rate as published in The Wall Street Journal on the 14th of each month, plus two percentage points.

The interest rate for the two and only outstanding loans is 5.25% and paid ratably through monthly payroll deductions.

Payment of Benefits

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Administrative expenses

Certain expenses of maintaining the Plan are paid by the Company. Loan administration fees are charged directly to the participant's account and are included in administrative expenses.

Forfeited Accounts

At December 31, 2010, forfeited non-vested accounts totaled $38,525. These accounts will be use to reduce Plan administrative expenses.

Note 2 – Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to full benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the full benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Use of Estimates

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Notes Receivable from Participants

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

Payment of Benefits

Benefits are recorded when paid.

Note 3 – Plan Termination

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

Note 4 – Income Tax Status

The Internal Revenue Service has issued a determination letter that the Plan, as amended to conform with the requirements of ERISA, constitutes a qualified plan under Section 401(a) of the Internal Revenue Code (IRC) and, therefore, is exempt from federal and state income taxes under the provisions of Section 501(a) of the IRC, and the corresponding section of the California Revenue and Taxation Code.

The Internal Revenue Service has determined and informed the Company by a letter dated March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements on the IRC.

Note 5 – Investments

The Plan held the following investments, which represent five percent or more of the net assets available for benefits at December 31, 2010 and 2009:

	2010	2009
Fidelity Prime Fund	$ 742,069	$ 347,600
FA Freedom 2030	$ 77,933	$ 59,830
FA Freedom 2040	$ 72,206	$ 73,607
FA Freedom 2025 A	$ 71,067	$ 56,746
FA Freedom 2035 A	$ 121,656	$ 491,381
FA Freedom 2045	$ 69,067	$ 63,575

During 2010, the Plan's investments from registered investment companies mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $55,483.

Note 6 – Fair Value Measurements

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820, Fair Value Measurements and Disclosures, provide the 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 under FASB ASC 820 are described as follows:

Level 1 Valuations are based on quoted prices in active markets for identical assets at the measurement date.

Level 2 Valuations are based on observable inputs other than quoted prices for the asset, either directly or indirectly observable, that reflect assumptions market participants would use to price the asset based on market data obtained from sources independent of the plan. This may include matrix pricing, yield curves and indexes.

Note 6 – Fair Value Measurements (Continued)

Level 3 Valuations are based on unobservable inputs that reflect the Plans own assumptions about the assumptions market participants would use to price an asset based on the best information available in the circumstances.

The asset 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 to the methodologies used at December 31, 2010 and 2009.

Fidelity Mutual Funds: A mutual fund's net asset value (NAV) is normally calculated as of the close of business of the NYSE, normally 4:00 p.m. Eastern Time (ET). The fund's assets normally are valued as of this time for the purpose of computing the fund's NAV.

Certificate of Deposit: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

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

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

		Fair Value Measurements Using:		
	Fair Value	Level 1	Level 2	Level 3
December 31, 2010				
Interest bearing cash account	$ 742,069	$ 742,069	$ -	$ -
Mutual funds	502,508	502,508	-	-
	$ 1,244,577	$ 1,244,577	$ -	$ -
December 31, 2009				
Interest bearing cash account	$ 347,600	$ 347,600	$ -	$ -
Mutual funds	801,700	801,700	-	-
	$ 1,149,300	$ 1,149,300	$ -	$ -

Note 7 – Related Party Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments Institution. Fidelity Investments Institution is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. Fees paid by the Plan for the investment management services are netted against net appreciation in fair value of investments.

Note 8 – Risks and Uncertainties

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

Note 9 – Subsequent Events

The financial statements were evaluated for subsequent events through October 6, 2011, the date the financial statements were available to be issued.

In the Board of Directors meeting held on June 29, 2011, the Plan sponsor and the Plan trustee have decided and resolved to terminate the Plan.

Note 10 – Compliance Matter

During the year Plan year ending December 31, 2010, the Plan failed to remit the participants' contributions in a timely manner. The total amount of the contributions transferred late was $9,970. The deposits were remitted before the 15th business day of the month following the month in which the participants' contributions are received by the employer. The Company will file Form 5330 with the Department of Labor for the late remittance of participants' contributions to the Plan.

CENTINELA FEED AND PET SUPPLIES 401(K) PLAN

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED DECEMBER 31, 2010

CENTINELA PET AND FOOD SUPPLIES
401(K) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 95-4502202
Plan Number: 002
PLAN YEAR 1/1/2010 TO 12/31/2010

(a)	(b) Identity of issuer, borrower,lessor, or similar party	(c) Decscription of investment including maturity date rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value	
*	Fidelity	Fidelity Prime Fund	$ 742,069	$ 742,069	60.0%
*	Fidelity	FA High Income A	1,587	1,650	0.0%
*	Fidelity	FA Stk Sel All Cap A	481	548	0.0%
*	Fidelity	FA Freedom 2010	9,878	10,554	1.0%
*	Fidelity	FA Freedom 2020	2,057	2,207	0.0%
*	Fidelity	FA Freedom 2030	70,882	77,933	6.0%
*	Fidelity	FA Freedom 2040	65,097	72,206	6.0%
*	Fidelity	FA Freedom Inc	9,314	9,651	1.0%
*	Fidelity	FA New Insights A	960	1,074	0.0%
*	Fidelity	FA Freedom 2005 A	43	45	0.0%
*	Fidelity	FA Freedom 2015 A	980	1,039	0.0%
*	Fidelity	FA Freedom 2025 A	64,912	71,067	6.0%
*	Fidelity	FA Freedom 2035 A	109,754	121,656	10.0%
*	Fidelity	FA Small Cap Val A	1,523	1,793	0.0%
*	Fidelity	FA Intl Discovery A	1,741	1,941	0.0%
*	Fidelity	FA Freedom 2045	62,077	69,067	6.0%
*	Fidelity	FA Freedom 2050	43,983	49,183	4.0%
*	Fidelity	FA Gov Income A	1,790	1,758	0.0%
*	Fidelity	FA Cons Staples A	1,749	1,906	0.0%
*	Fidelity	Dreyfus S&P 500 Indx	499	533	0.0%
*	Fidelity	AM Cent Eq Inc A	977	1,048	0.0%
*	Fidelity	NuveenReal Estate A	1,739	1,988	0.0%
*	Fidelity	Blkrk US Opps Inv A	2,708	3,134	0.0%
*	Fidelity	Ev Div Builder A	488	527	0.0%
	Participant Loans	5.25%	-	1,595	0.0%
*	Party-in-interest		$ 1,197,288	$ 1,246,172	100.0%