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 07/01/2010 and ending 06/30/2011

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
GATE PETROLEUM COMPANY PROFIT SHARING AND 401(K) PLAN AND TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 08/01/1972

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

9540 SAN JOSE BLVD.
JACKSONVILLE, FL 32257

2b Employer Identification Number (EIN)
59-0904473

2c Sponsor's telephone number
904-737-7220

2d Business code (see instructions)
447100

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.	04/06/2012	JEREMY SMITH
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	04/06/2012	JEREMY SMITH
	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")
GATE PETROLEUM COMPANY

9540 SAN JOSE BLVD.
JACKSONVILLE, FL 32257

3b Administrator's EIN
59-0904473

3c Administrator's telephone number
904-737-7220

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**	4169
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**	3012
b	Retired or separated participants receiving benefits	**6b**	
c	Other retired or separated participants entitled to future benefits	**6c**	1232
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	4244
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	27
f	Total. Add lines **6d** and **6e**	**6f**	4271
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	3467
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	253
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

(1)	[X]	**H** (Financial Information)
(2)	[ ]	**I** (Financial Information – Small Plan)
(3)	[ ]	**A** (Insurance Information)
(4)	[X]	**C** (Service Provider Information)
(5)	[X]	**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 07/01/2010 and ending 06/30/2011

A Name of plan	**B** Three-digit plan number (PN) ▶	
GATE PETROLEUM COMPANY PROFIT SHARING AND 401(K) PLAN AND TRUST		001

C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
GATE PETROLEUM COMPANY	59-0904473

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

ALGER

13-2665689

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

AMERICAN FUNDS

95-1411037

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

DREYFUS

13-5673135

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

GOLDMAN SACHS

13-5108880

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

HARBOR

04-2679462

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

JANUS

43-1804048

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

JPMORGAN

13-2624428

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

THORNBURG

85-0301299

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

PIMCO FUNDS

95-2632339

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

T. ROWE PRICE

52-2264646

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

VANGUARD

23-1945930

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

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

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

WELLS FARGO BANK, N.A.

94-1347393

(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?
15 21 37 49 50 52 60 62 63 64	SERVICE PROVIDER	93237	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

SMOAK, DAVIS & NIXON, LLP

59-0602635

(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?
10 50	SERVICE PROVIDER	8000	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

WELLS FARGO ADVISORS, LLC

23-2384840

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 52	NONE	24997	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 07/01/2010 and ending 06/30/2011

A Name of plan
GATE PETROLEUM COMPANY PROFIT SHARING AND 401(K) PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
GATE PETROLEUM COMPANY

D Employer Identification Number (EIN)
59-0904473

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: ENHANCED STOCK MARKET FUND

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
56-6288528-001	C	46612

a Name of MTIA, CCT, PSA, or 103-12 IE: STABLE RETURN FUND

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
41-6202499-001	C	18923

a Name of MTIA, CCT, PSA, or 103-12 IE: TOTAL RETURN BOND FUND

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
94-3222878-001	C	100293

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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 07/01/2010 and ending 06/30/2011

A Name of plan
GATE PETROLEUM COMPANY PROFIT SHARING AND 401(K) PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GATE PETROLEUM COMPANY

D Employer Identification Number (EIN)
59-0904473

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	121726	146134
(9) Value of interest in common/collective trusts	1c(9)	127479	165829
(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)	31914728	35542086
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(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	32163933	35854049
	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	32163933	35854049

Part II Income and Expense Statement

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

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)		
	(B) Participants	2a(1)(B)	668468	
	(C) Others (including rollovers)	2a(1)(C)	640	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		669108
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	5622	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		5622
	(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)	192066	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		192066
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		15687
(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)		4920705
c Other income	2c		32665
d Total income. Add all **income** amounts in column (b) and enter total	2d		5835853
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2002921	
(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)		2002921
f Corrective distributions (see instructions)	2f		13719
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)	129097	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		129097
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2145737
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		3690116
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: SMOAK,DAVIS & NIXON, LLP (2) EIN: 59-0602635

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		11038
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 07/01/2010 and ending 06/30/2011

A Name of plan
GATE PETROLEUM COMPANY PROFIT SHARING AND 401(K) PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GATE PETROLEUM COMPANY

D Employer Identification Number (EIN)
59-0904473

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): 56-1354495

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):

GATE PETROLEUM COMPANY

PROFIT SHARING AND 401(K) PLAN AND TRUST

FINANCIAL REPORT

June 30, 2011

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SMOAK, DAVIS & NIXON LLP
Certified Public Accountants
Providing Integrated Financial Solutions

JEFFREY L. SHELTON, CPA
EDWARD P. SCHMITZER, CPA, PA
CALVIN K. STEPHENS, CPA, PA
ROBERT T. LOVERICH, CPA, PA
PATRICIA NEUENDORF, CPA, PA

Gate Petroleum Company Profit
Sharing and 401(K) Plan and Trust

Independent Auditor's Report

We were engaged to audit the statements of net assets available for benefits of Gate Petroleum Company Profit Sharing and 401(K) Plan and Trust as of June 30, 2011 and 2010, and the statement of changes in net assets available for benefits and supplemental schedules for the year ended June 30, 2011. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Wells Fargo Bank, N.A., the 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 June 30, 2011 and 2010, that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and 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.

Smoak, Davis & Nixon LLP

March 20, 2012

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GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(K) PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

June 30, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value (Note 3)		
Interest in common trusts	165,829	127,479
Interest in mutual funds	35,542,086	31,914,728
Total investments	35,707,915	32,042,207
Receivables		
Notes receivable from participants	146,134	121,726
Total assets	35,854,049	32,163,933
Liabilities	0	0
Net Assets Available for Benefits	35,854,049	32,163,933

The Notes to Financial Statements are an integral part of these statements.

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(K) PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended June 30, 2011

Additions to Net Assets Attributed To:	
Investment income	
Net appreciation in fair value of investments (Note 4)	4,936,392
Interest on notes receivable from participants	5,622
Dividends	192,066
	5,134,080
Contributions	
Participants	668,468
Rollover	640
	669,108
Other income	32,665
Total additions	5,835,853
Deductions from Net Assets Attributed To:	
Benefits paid to participants	2,002,921
Corrective distributions	13,719
Administrative expenses	129,097
Total deductions	2,145,737
Net increase	3,690,116
Net Assets Available for Benefits	
Beginning of year	32,163,933
End of year	35,854,049

The Notes to Financial Statements are an integral part of this statement.

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan

The Gate Petroleum Company Profit Sharing Plan and Trust was amended and restated effective February 15, 2010 as the Gate Petroleum Company Profit Sharing and 401(K) Plan and Trust. The restated plan provides for employee elective deferral contributions as well as employer discretionary profit sharing contributions. The following description of the Plan provides only general information. Participants should refer to the Plan agreement for more complete information.

General:

The Plan is a defined contribution and 401(k) plan which covers all employees of Gate Petroleum Company and its subsidiaries who meet the eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participants:

Participants in the Plan include substantially all employees of Gate Petroleum Company and its subsidiaries who have reached their 18th birthday, except for employees whose employment is governed by the terms of a collective bargaining agreement. Participants must complete 90 days of service to be eligible for employee elective deferral contributions and one year of service, as defined by the plan, for employer contributions.

Contributions:

The company's contribution to the Plan, as determined by the Board of Directors, is discretionary but may not exceed the total allowed as a tax deduction unless needed to provide top heavy minimum allocations. Participants may elect to contribute not less than 1% or more than 50% of their annual compensation, as defined by the Plan. Participant contributions are subject to certain Internal Revenue Code (IRC) limitations.

Participant Accounts:

Each participant's account is credited with the employee's elective deferral contribution and an allocation of the company's contribution, plan earnings and forfeitures of terminated participants' non-vested accounts. Allocations of employer contributions are based on participant compensation and account balances. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Note 1. Description of Plan (Continued)

Vesting:

Participants are immediately vested in employee elective deferrals and any rollover account transferred from another qualified plan. Vesting in other accounts is based on the years of service. A participant is 100 percent vested after six years of credited service for employer discretionary profit sharing contributions and for employer matching contributions. A participant is also 100 percent vested in the event of death, total and permanent disability or retirement.

Participant - Directed Investment Accounts:

The Plan provides for participant-directed investment accounts. The Plan administrator may permit participants to direct the trustee as to the investment of all or a portion of their account balances. The participants may direct investment of their accounts into one or more of several investment alternatives and can change their investment directions daily.

Payment of Benefits:

On termination of service, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested account, or periodic payments over a period not to exceed the life expectancy of the participant or his beneficiary.

Forfeitures:

Forfeitures of non-vested company contributions may be used by the Plan as payment of Plan expenses. Any remaining forfeitures will be added to any employer discretionary profit sharing contributions.

Notes Receivable from Participants:

Participants may borrow from their account a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested interest in the Plan, whichever is less. The loans are secured by the balance in the participant's account and bear reasonable interest rates. The administrator will determine a reasonable rate of interest by reviewing the interest rates charged for similar types of loans by other lenders.

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Accounting Policies

Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Valuation of Investments:

Investments in the Plan are adjusted to fair value daily based on quoted market prices.

Subsequent Events:

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through the report date, the date the financial statements were available to be issued.

Note 3. Fair Value Measurements

The Plan applies generally accepted accounting principles for fair value measurements of financial assets and liabilities. These accounting principles define fair value and establishes a hierarchy that prioritizes fair value measurements based on the types of inputs used for the various valuation techniques. The three levels of inputs used to measure fair value are as follows:

- Level 1 - Values measured using quoted prices in active markets for identical investments.
- Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

Note 3. (Continued)

The following is a summary of the levels within the fair value hierarchy for the Plan's assets and liabilities measured at fair value on a recurring basis as of June 30, 2011 and 2010:

	Fair Value Measurements on a Recurring Basis as of June 30, 2011			
	Level 1	Level 2	Level 3	Total
Assets:				
Investments				
Wells Fargo Treasury Plus Money Market**	7,185,598			7,185,598
American Funds Growth of Amer R4**	2,883,402			2,883,402
Vanguard Institutional Index Fund**	6,458,495			6,458,495
Goldman Sachs Large Cap Value Fund**	2,695,794			2,695,794
Vanguard Total Bond Market Index Signal**	2,237,708			2,237,708
Gate Petroleum Unitized Fund Balance**	13,128,842			13,128,842
Other Interests in Mutual Funds	952,247			952,247
Interests in Common Trusts	165,829			165,829
Notes receivable from participants			146,134	146,134
Total	35,707,915	0	146,134	35,854,049

** Represent five percent or more of the net assets available for benefits

Note 3. (Continued)

	Fair Value Measurements on a Recurring Basis as of June 30, 2010			
	Level 1	Level 2	Level 3	Total
Assets:				
Investments				
Wells Fargo Treasury Plus Money Market**	8,547,793			8,547,793
American Funds Growth of Amer R4**	2,051,013			2,051,013
Vanguard Institutional Index Fund**	5,217,506			5,217,506
Goldman Sachs Large Cap Value Fund**	1,833,438			1,833,438
Vanguard Total Bond Market Index Signal**	2,171,471			2,171,471
Gate Petroleum Unitized Fund Balance**	11,390,387			11,390,387
Other Interests in Mutual Funds	703,120			703,120
Interests in Common Trusts	127,479			127,479
Notes receivable from participants			121,726	121,726
Total	32,042,207	0	121,726	32,163,933

** Represent five percent or more of the net assets available for benefits

During the Plan year, the fair value of investments classified as Level 3 in the fair value hierarchy changed as follows:

	Fair Value Measurements Using Significant Unobservable Inputs
December 31, 2011	
Beginning balance	121,726
Additions during the year	117,866
Settlements during the year	(93,458)
Balance at December 31, 2011	146,134
December 31, 2010	
Beginning balance	74,047
Additions during the year	116,582
Settlements during the year	(68,903)
Balance at December 31, 2010	121,726

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended June 30, 2011 are reported in net appreciation in fair value of investments.

NOTES TO FINANCIAL STATEMENTS

Note 4. Unaudited Information Certified by the Plan Trustee

Wells Fargo Bank, N.A, was appointed as directed trustee of the Plan effective July 1, 2005. The June 30, 2011 and 2010 Statements of Net Assets Available for Benefits, the investment activities included on the Statement of Changes in Net Assets Available for Benefits for the year ended June 30, 2011, and the accompanying notes to the financial statements were prepared in part or entirely from information certified by the Trustee in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The information certified includes total assets of $35,854,049 and $32,163,933 at June 30, 2011 and 2010, respectively, and the related net increase of $3,690,116 for the year ended June 30, 2011.

During 2011, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated in value as follows:

	2011
Investments at fair value as determined by quoted market price:	
Common Trust Funds	15,687
Mutual Funds	4,920,705
Net change in fair value	4,936,392

Note 5. Tax Status

The Plan received its latest determination letter on October 5, 2001, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan's administrator and tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Note 6. 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 the Plan is terminated, all amounts credited to participants shall become 100% vested and shall not thereafter be subject to forfeiture. The employer may direct a distribution of benefits in any manner permitted by the Plan.

NOTES TO FINANCIAL STATEMENTS

Note 7. Related Party Transactions

Certain Plan investments are common trust funds or shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

The Plan paid fees of $118,234 and $81,407 to Wells Fargo Bank, N.A. for various services for the years ended June 30, 2011 and 2010, respectively.

Note 8. Nonexempt Transactions

As reported on Form 5500, Schedule H, Line 4a - Schedule of Delinquent Particpant Contributions, certain participant contributions were not remitted to the Plan within the time frame specified by the Department of Labor's Regulation 29 CFR 2510.3-102, thus constituring nonexempt transactions between the Plan and the Company during the 2011 Plan year. Late remittances amounted to $11,038. The Company is currently in process of making appropriate filings in accordance with DOL's Voluntary Fiduciary Corrective Program.

Note 9. Reclassification of Financial Statement Presentation

Certain reclassifications have been made to the June 30, 2010 financial statements to conform to the June 30, 2011 financial statement presentation. Such reclassifications had no effect on net assets as previously reported.

SUPPLEMENTAL SCHEDULES

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
ATTACHMENT - FORM 5500, SCHEDULE H (LINE 4a)

EIN: 59-0904473
PN: 001 June 30, 2011

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			
Check here if Late Participant Loan Repayments are included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
11,038			11,038	

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
ATTACHMENT - FORM 5500, SCHEDULE H (LINE 4i)

EIN: 59-0904473
PN: 001 June 30, 2011

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(d) Cost	(e) Current Value
	Common Trust Funds		
*	Wells Fargo Enhanced Stock Market Fund		46,612
*	Wells Fargo Total Return Bond Fund		100,294
*	Wells Fargo Stable Return Fund		18,923
		N/A	165,829
	Mutual Funds		
*	Wells Fargo Treasury Plus Money Market		7,185,598
*	Wells Fargo International Bond Fund I		81,116
	Pimco Real Return Fund		67,276
	American Funds - The Growth Fund of Amer R4		2,883,402
	Goldman Sachs Large Value Fund		82,699
	Vanguard Institutional Index Fund		6,458,495
*	Wells Fargo Large Cap Growth Fund		70,652
	T. Rowe Price Real Estate		35,174
	Dreyfus Premier Small Cap Equity		49,674
	Alger Funds Small Cap Growth		44,855
	Pimco High Yield Fund		14,654
	JP Morgan High Yield		40,470
	T. Rowe Price Equity Income Fund		69,898
	T. Rowe Price Growth		70,529
	Pimco Total Return		118,242
	Harbor International		70,747
	Janus Overseas Fund Class I		55,276
	Thorburg International Value Fund		80,985
	Gate Petroleum Unitized Fund Balance		13,128,842
	Vanguard Total Bond Market Index Signal		2,237,708
	Goldman Sachs Large Cap Value		2,695,794
		N/A	35,542,086
	Participant Loans (4.25% - 8.75%)	0	146,134
	Total Investments	N/A	35,854,049

* = Party-in-interest

Note: Cost information may be omitted when reporting investments of an individual account plan that a participant or beneficiary directed with respect to assets allocated to his or her account.

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF REPORTABLE TRANSACTIONS IN EXCESS OF
FIVE PERCENT OF PLAN ASSETS
ATTACHMENT- FORM 5500, SCHEDULE H (LINE 4J)

EIN: 59-0904473
PN: 001 June 30, 2011

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset	Net Gain/ Loss

NONE

GATE PETROLEUM COMPANY

PROFIT SHARING AND 401(K) PLAN AND TRUST

FINANCIAL REPORT

June 30, 2011

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Gate Petroleum Company Profit
Sharing and 401(K) Plan and Trust

Independent Auditor's Report

We were engaged to audit the statements of net assets available for benefits of Gate Petroleum Company Profit Sharing and 401(K) Plan and Trust as of June 30, 2011 and 2010, and the statement of changes in net assets available for benefits and supplemental schedules for the year ended June 30, 2011. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Wells Fargo Bank, N.A., the 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 June 30, 2011 and 2010, that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and 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.

Smoak, Davis & Nixon LLP

March 20, 2012

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GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(K) PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

June 30, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value (Note 3)		
Interest in common trusts	165,829	127,479
Interest in mutual funds	35,542,086	31,914,728
Total investments	35,707,915	32,042,207
Receivables		
Notes receivable from participants	146,134	121,726
Total assets	35,854,049	32,163,933
Liabilities	0	0
Net Assets Available for Benefits	35,854,049	32,163,933

The Notes to Financial Statements are an integral part of these statements.

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(K) PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended June 30, 2011

Additions to Net Assets Attributed To:	
Investment income	
Net appreciation in fair value of investments (Note 4)	4,936,392
Interest on notes receivable from participants	5,622
Dividends	192,066
	5,134,080
Contributions	
Participants	668,468
Rollover	640
	669,108
Other income	32,665
Total additions	5,835,853
Deductions from Net Assets Attributed To:	
Benefits paid to participants	2,002,921
Corrective distributions	13,719
Administrative expenses	129,097
Total deductions	2,145,737
Net increase	3,690,116
Net Assets Available for Benefits	
Beginning of year	32,163,933
End of year	35,854,049

The Notes to Financial Statements are an integral part of this statement.

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan

The Gate Petroleum Company Profit Sharing Plan and Trust was amended and restated effective February 15, 2010 as the Gate Petroleum Company Profit Sharing and 401(K) Plan and Trust. The restated plan provides for employee elective deferral contributions as well as employer discretionary profit sharing contributions. The following description of the Plan provides only general information. Participants should refer to the Plan agreement for more complete information.

General:

The Plan is a defined contribution and 401(k) plan which covers all employees of Gate Petroleum Company and its subsidiaries who meet the eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participants:

Participants in the Plan include substantially all employees of Gate Petroleum Company and its subsidiaries who have reached their 18th birthday, except for employees whose employment is governed by the terms of a collective bargaining agreement. Participants must complete 90 days of service to be eligible for employee elective deferral contributions and one year of service, as defined by the plan, for employer contributions.

Contributions:

The company's contribution to the Plan, as determined by the Board of Directors, is discretionary but may not exceed the total allowed as a tax deduction unless needed to provide top heavy minimum allocations. Participants may elect to contribute not less than 1% or more than 50% of their annual compensation, as defined by the Plan. Participant contributions are subject to certain Internal Revenue Code (IRC) limitations.

Participant Accounts:

Each participant's account is credited with the employee's elective deferral contribution and an allocation of the company's contribution, plan earnings and forfeitures of terminated participants' non-vested accounts. Allocations of employer contributions are based on participant compensation and account balances. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Note 1. Description of Plan (Continued)

Vesting:

Participants are immediately vested in employee elective deferrals and any rollover account transferred from another qualified plan. Vesting in other accounts is based on the years of service. A participant is 100 percent vested after six years of credited service for employer discretionary profit sharing contributions and for employer matching contributions. A participant is also 100 percent vested in the event of death, total and permanent disability or retirement.

Participant - Directed Investment Accounts:

The Plan provides for participant-directed investment accounts. The Plan administrator may permit participants to direct the trustee as to the investment of all or a portion of their account balances. The participants may direct investment of their accounts into one or more of several investment alternatives and can change their investment directions daily.

Payment of Benefits:

On termination of service, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested account, or periodic payments over a period not to exceed the life expectancy of the participant or his beneficiary.

Forfeitures:

Forfeitures of non-vested company contributions may be used by the Plan as payment of Plan expenses. Any remaining forfeitures will be added to any employer discretionary profit sharing contributions.

Notes Receivable from Participants:

Participants may borrow from their account a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested interest in the Plan, whichever is less. The loans are secured by the balance in the participant's account and bear reasonable interest rates. The administrator will determine a reasonable rate of interest by reviewing the interest rates charged for similar types of loans by other lenders.

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Accounting Policies

Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Valuation of Investments:

Investments in the Plan are adjusted to fair value daily based on quoted market prices.

Subsequent Events:

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through the report date, the date the financial statements were available to be issued.

Note 3. Fair Value Measurements

The Plan applies generally accepted accounting principles for fair value measurements of financial assets and liabilities. These accounting principles define fair value and establishes a hierarchy that prioritizes fair value measurements based on the types of inputs used for the various valuation techniques. The three levels of inputs used to measure fair value are as follows:

- Level 1 - Values measured using quoted prices in active markets for identical investments.
- Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

Note 3. (Continued)

The following is a summary of the levels within the fair value hierarchy for the Plan's assets and liabilities measured at fair value on a recurring basis as of June 30, 2011 and 2010:

	Fair Value Measurements on a Recurring Basis as of June 30, 2011			
	Level 1	Level 2	Level 3	Total
Assets:				
Investments				
Wells Fargo Treasury Plus Money Market**	7,185,598			7,185,598
American Funds Growth of Amer R4**	2,883,402			2,883,402
Vanguard Institutional Index Fund**	6,458,495			6,458,495
Goldman Sachs Large Cap Value Fund**	2,695,794			2,695,794
Vanguard Total Bond Market Index Signal**	2,237,708			2,237,708
Gate Petroleum Unitized Fund Balance**	13,128,842			13,128,842
Other Interests in Mutual Funds	952,247			952,247
Interests in Common Trusts	165,829			165,829
Notes receivable from participants			146,134	146,134
Total	35,707,915	0	146,134	35,854,049

** Represent five percent or more of the net assets available for benefits

Note 3. (Continued)

	Fair Value Measurements on a Recurring Basis as of June 30, 2010			
	Level 1	Level 2	Level 3	Total
Assets:				
Investments				
Wells Fargo Treasury Plus Money Market**	8,547,793			8,547,793
American Funds Growth of Amer R4**	2,051,013			2,051,013
Vanguard Institutional Index Fund**	5,217,506			5,217,506
Goldman Sachs Large Cap Value Fund**	1,833,438			1,833,438
Vanguard Total Bond Market Index Signal**	2,171,471			2,171,471
Gate Petroleum Unitized Fund Balance**	11,390,387			11,390,387
Other Interests in Mutual Funds	703,120			703,120
Interests in Common Trusts	127,479			127,479
Notes receivable from participants			121,726	121,726
Total	32,042,207	0	121,726	32,163,933

** Represent five percent or more of the net assets available for benefits

During the Plan year, the fair value of investments classified as Level 3 in the fair value hierarchy changed as follows:

	Fair Value Measurements Using Significant Unobservable Inputs
December 31, 2011	
Beginning balance	121,726
Additions during the year	117,866
Settlements during the year	(93,458)
Balance at December 31, 2011	146,134
December 31, 2010	
Beginning balance	74,047
Additions during the year	116,582
Settlements during the year	(68,903)
Balance at December 31, 2010	121,726

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended June 30, 2011 are reported in net appreciation in fair value of investments.

NOTES TO FINANCIAL STATEMENTS

Note 4. Unaudited Information Certified by the Plan Trustee

Wells Fargo Bank, N.A, was appointed as directed trustee of the Plan effective July 1, 2005. The June 30, 2011 and 2010 Statements of Net Assets Available for Benefits, the investment activities included on the Statement of Changes in Net Assets Available for Benefits for the year ended June 30, 2011, and the accompanying notes to the financial statements were prepared in part or entirely from information certified by the Trustee in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The information certified includes total assets of $35,854,049 and $32,163,933 at June 30, 2011 and 2010, respectively, and the related net increase of $3,690,116 for the year ended June 30, 2011.

During 2011, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated in value as follows:

	2011
Investments at fair value as determined by quoted market price:	
Common Trust Funds	15,687
Mutual Funds	4,920,705
Net change in fair value	4,936,392

Note 5. Tax Status

The Plan received its latest determination letter on October 5, 2001, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan's administrator and tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Note 6. 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 the Plan is terminated, all amounts credited to participants shall become 100% vested and shall not thereafter be subject to forfeiture. The employer may direct a distribution of benefits in any manner permitted by the Plan.

NOTES TO FINANCIAL STATEMENTS

Note 7. Related Party Transactions

Certain Plan investments are common trust funds or shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

The Plan paid fees of $118,234 and $81,407 to Wells Fargo Bank, N.A. for various services for the years ended June 30, 2011 and 2010, respectively.

Note 8. Nonexempt Transactions

As reported on Form 5500, Schedule H, Line 4a - Schedule of Delinquent Particpant Contributions, certain participant contributions were not remitted to the Plan within the time frame specified by the Department of Labor's Regulation 29 CFR 2510.3-102, thus constituring nonexempt transactions between the Plan and the Company during the 2011 Plan year. Late remittances amounted to $11,038. The Company is currently in process of making appropriate filings in accordance with DOL's Voluntary Fiduciary Corrective Program.

Note 9. Reclassification of Financial Statement Presentation

Certain reclassifications have been made to the June 30, 2010 financial statements to conform to the June 30, 2011 financial statement presentation. Such reclassifications had no effect on net assets as previously reported.

SUPPLEMENTAL SCHEDULES

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
ATTACHMENT - FORM 5500, SCHEDULE H (LINE 4a)

EIN: 59-0904473
PN: 001 June 30, 2011

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			
Check here if Late Participant Loan Repayments are included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
11,038			11,038	

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
ATTACHMENT - FORM 5500, SCHEDULE H (LINE 4i)

EIN: 59-0904473
PN: 001 June 30, 2011

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(d) Cost	(e) Current Value
	Common Trust Funds		
*	Wells Fargo Enhanced Stock Market Fund		46,612
*	Wells Fargo Total Return Bond Fund		100,294
*	Wells Fargo Stable Return Fund		18,923
		N/A	165,829
	Mutual Funds		
*	Wells Fargo Treasury Plus Money Market		7,185,598
*	Wells Fargo International Bond Fund I		81,116
	Pimco Real Return Fund		67,276
	American Funds - The Growth Fund of Amer R4		2,883,402
	Goldman Sachs Large Value Fund		82,699
	Vanguard Institutional Index Fund		6,458,495
*	Wells Fargo Large Cap Growth Fund		70,652
	T. Rowe Price Real Estate		35,174
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	T. Rowe Price Equity Income Fund		69,898
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	Pimco Total Return		118,242
	Harbor International		70,747
	Janus Overseas Fund Class I		55,276
	Thorburg International Value Fund		80,985
	Gate Petroleum Unitized Fund Balance		13,128,842
	Vanguard Total Bond Market Index Signal		2,237,708
	Goldman Sachs Large Cap Value		2,695,794
		N/A	35,542,086
	Participant Loans (4.25% - 8.75%)	0	146,134
	Total Investments	N/A	35,854,049

* = Party-in-interest

Note: Cost information may be omitted when reporting investments of an individual account plan that a participant or beneficiary directed with respect to assets allocated to his or her account.

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF REPORTABLE TRANSACTIONS IN EXCESS OF
FIVE PERCENT OF PLAN ASSETS
ATTACHMENT- FORM 5500, SCHEDULE H (LINE 4J)

EIN: 59-0904473
PN: 001 June 30, 2011

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset	Net Gain/ Loss

NONE

GATE PETROLEUM COMPANY

PROFIT SHARING AND 401(K) PLAN AND TRUST

FINANCIAL REPORT

June 30, 2011

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Gate Petroleum Company Profit
Sharing and 401(K) Plan and Trust

Independent Auditor's Report

We were engaged to audit the statements of net assets available for benefits of Gate Petroleum Company Profit Sharing and 401(K) Plan and Trust as of June 30, 2011 and 2010, and the statement of changes in net assets available for benefits and supplemental schedules for the year ended June 30, 2011. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Wells Fargo Bank, N.A., the 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 June 30, 2011 and 2010, that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and 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.

Smoak, Davis & Nixon LLP

March 20, 2012

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GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(K) PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

June 30, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value (Note 3)		
Interest in common trusts	165,829	127,479
Interest in mutual funds	35,542,086	31,914,728
Total investments	35,707,915	32,042,207
Receivables		
Notes receivable from participants	146,134	121,726
Total assets	35,854,049	32,163,933
Liabilities	0	0
Net Assets Available for Benefits	35,854,049	32,163,933

The Notes to Financial Statements are an integral part of these statements.

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(K) PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended June 30, 2011

Additions to Net Assets Attributed To:	
Investment income	
Net appreciation in fair value of investments (Note 4)	4,936,392
Interest on notes receivable from participants	5,622
Dividends	192,066
	5,134,080
Contributions	
Participants	668,468
Rollover	640
	669,108
Other income	32,665
Total additions	5,835,853
Deductions from Net Assets Attributed To:	
Benefits paid to participants	2,002,921
Corrective distributions	13,719
Administrative expenses	129,097
Total deductions	2,145,737
Net increase	3,690,116
Net Assets Available for Benefits	
Beginning of year	32,163,933
End of year	35,854,049

The Notes to Financial Statements are an integral part of this statement.

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan

The Gate Petroleum Company Profit Sharing Plan and Trust was amended and restated effective February 15, 2010 as the Gate Petroleum Company Profit Sharing and 401(K) Plan and Trust. The restated plan provides for employee elective deferral contributions as well as employer discretionary profit sharing contributions. The following description of the Plan provides only general information. Participants should refer to the Plan agreement for more complete information.

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The Plan is a defined contribution and 401(k) plan which covers all employees of Gate Petroleum Company and its subsidiaries who meet the eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participants:

Participants in the Plan include substantially all employees of Gate Petroleum Company and its subsidiaries who have reached their 18th birthday, except for employees whose employment is governed by the terms of a collective bargaining agreement. Participants must complete 90 days of service to be eligible for employee elective deferral contributions and one year of service, as defined by the plan, for employer contributions.

Contributions:

The company's contribution to the Plan, as determined by the Board of Directors, is discretionary but may not exceed the total allowed as a tax deduction unless needed to provide top heavy minimum allocations. Participants may elect to contribute not less than 1% or more than 50% of their annual compensation, as defined by the Plan. Participant contributions are subject to certain Internal Revenue Code (IRC) limitations.

Participant Accounts:

Each participant's account is credited with the employee's elective deferral contribution and an allocation of the company's contribution, plan earnings and forfeitures of terminated participants' non-vested accounts. Allocations of employer contributions are based on participant compensation and account balances. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Note 1. Description of Plan (Continued)

Vesting:

Participants are immediately vested in employee elective deferrals and any rollover account transferred from another qualified plan. Vesting in other accounts is based on the years of service. A participant is 100 percent vested after six years of credited service for employer discretionary profit sharing contributions and for employer matching contributions. A participant is also 100 percent vested in the event of death, total and permanent disability or retirement.

Participant - Directed Investment Accounts:

The Plan provides for participant-directed investment accounts. The Plan administrator may permit participants to direct the trustee as to the investment of all or a portion of their account balances. The participants may direct investment of their accounts into one or more of several investment alternatives and can change their investment directions daily.

Payment of Benefits:

On termination of service, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested account, or periodic payments over a period not to exceed the life expectancy of the participant or his beneficiary.

Forfeitures:

Forfeitures of non-vested company contributions may be used by the Plan as payment of Plan expenses. Any remaining forfeitures will be added to any employer discretionary profit sharing contributions.

Notes Receivable from Participants:

Participants may borrow from their account a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested interest in the Plan, whichever is less. The loans are secured by the balance in the participant's account and bear reasonable interest rates. The administrator will determine a reasonable rate of interest by reviewing the interest rates charged for similar types of loans by other lenders.

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Accounting Policies

Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Valuation of Investments:

Investments in the Plan are adjusted to fair value daily based on quoted market prices.

Subsequent Events:

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through the report date, the date the financial statements were available to be issued.

Note 3. Fair Value Measurements

The Plan applies generally accepted accounting principles for fair value measurements of financial assets and liabilities. These accounting principles define fair value and establishes a hierarchy that prioritizes fair value measurements based on the types of inputs used for the various valuation techniques. The three levels of inputs used to measure fair value are as follows:

- Level 1 - Values measured using quoted prices in active markets for identical investments.
- Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

Note 3. (Continued)

The following is a summary of the levels within the fair value hierarchy for the Plan's assets and liabilities measured at fair value on a recurring basis as of June 30, 2011 and 2010:

	Fair Value Measurements on a Recurring Basis as of June 30, 2011			
	Level 1	Level 2	Level 3	Total
Assets:				
Investments				
Wells Fargo Treasury Plus Money Market**	7,185,598			7,185,598
American Funds Growth of Amer R4**	2,883,402			2,883,402
Vanguard Institutional Index Fund**	6,458,495			6,458,495
Goldman Sachs Large Cap Value Fund**	2,695,794			2,695,794
Vanguard Total Bond Market Index Signal**	2,237,708			2,237,708
Gate Petroleum Unitized Fund Balance**	13,128,842			13,128,842
Other Interests in Mutual Funds	952,247			952,247
Interests in Common Trusts	165,829			165,829
Notes receivable from participants			146,134	146,134
Total	35,707,915	0	146,134	35,854,049

** Represent five percent or more of the net assets available for benefits

Note 3. (Continued)

	Fair Value Measurements on a Recurring Basis as of June 30, 2010			
	Level 1	Level 2	Level 3	Total
Assets:				
Investments				
Wells Fargo Treasury Plus Money Market**	8,547,793			8,547,793
American Funds Growth of Amer R4**	2,051,013			2,051,013
Vanguard Institutional Index Fund**	5,217,506			5,217,506
Goldman Sachs Large Cap Value Fund**	1,833,438			1,833,438
Vanguard Total Bond Market Index Signal**	2,171,471			2,171,471
Gate Petroleum Unitized Fund Balance**	11,390,387			11,390,387
Other Interests in Mutual Funds	703,120			703,120
Interests in Common Trusts	127,479			127,479
Notes receivable from participants			121,726	121,726
Total	32,042,207	0	121,726	32,163,933

** Represent five percent or more of the net assets available for benefits

During the Plan year, the fair value of investments classified as Level 3 in the fair value hierarchy changed as follows:

	Fair Value Measurements Using Significant Unobservable Inputs
December 31, 2011	
Beginning balance	121,726
Additions during the year	117,866
Settlements during the year	(93,458)
Balance at December 31, 2011	146,134
December 31, 2010	
Beginning balance	74,047
Additions during the year	116,582
Settlements during the year	(68,903)
Balance at December 31, 2010	121,726

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended June 30, 2011 are reported in net appreciation in fair value of investments.

NOTES TO FINANCIAL STATEMENTS

Note 4. Unaudited Information Certified by the Plan Trustee

Wells Fargo Bank, N.A, was appointed as directed trustee of the Plan effective July 1, 2005. The June 30, 2011 and 2010 Statements of Net Assets Available for Benefits, the investment activities included on the Statement of Changes in Net Assets Available for Benefits for the year ended June 30, 2011, and the accompanying notes to the financial statements were prepared in part or entirely from information certified by the Trustee in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The information certified includes total assets of $35,854,049 and $32,163,933 at June 30, 2011 and 2010, respectively, and the related net increase of $3,690,116 for the year ended June 30, 2011.

During 2011, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated in value as follows:

	2011
Investments at fair value as determined by quoted market price:	
Common Trust Funds	15,687
Mutual Funds	4,920,705
Net change in fair value	4,936,392

Note 5. Tax Status

The Plan received its latest determination letter on October 5, 2001, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan's administrator and tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Note 6. 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 the Plan is terminated, all amounts credited to participants shall become 100% vested and shall not thereafter be subject to forfeiture. The employer may direct a distribution of benefits in any manner permitted by the Plan.

NOTES TO FINANCIAL STATEMENTS

Note 7. Related Party Transactions

Certain Plan investments are common trust funds or shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

The Plan paid fees of $118,234 and $81,407 to Wells Fargo Bank, N.A. for various services for the years ended June 30, 2011 and 2010, respectively.

Note 8. Nonexempt Transactions

As reported on Form 5500, Schedule H, Line 4a - Schedule of Delinquent Particpant Contributions, certain participant contributions were not remitted to the Plan within the time frame specified by the Department of Labor's Regulation 29 CFR 2510.3-102, thus constituring nonexempt transactions between the Plan and the Company during the 2011 Plan year. Late remittances amounted to $11,038. The Company is currently in process of making appropriate filings in accordance with DOL's Voluntary Fiduciary Corrective Program.

Note 9. Reclassification of Financial Statement Presentation

Certain reclassifications have been made to the June 30, 2010 financial statements to conform to the June 30, 2011 financial statement presentation. Such reclassifications had no effect on net assets as previously reported.

SUPPLEMENTAL SCHEDULES

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
ATTACHMENT - FORM 5500, SCHEDULE H (LINE 4a)

EIN: 59-0904473
PN: 001 June 30, 2011

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			
Check here if Late Participant Loan Repayments are included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
11,038			11,038	

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
ATTACHMENT - FORM 5500, SCHEDULE H (LINE 4i)

EIN: 59-0904473
PN: 001 June 30, 2011

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(d) Cost	(e) Current Value
	Common Trust Funds		
*	Wells Fargo Enhanced Stock Market Fund		46,612
*	Wells Fargo Total Return Bond Fund		100,294
*	Wells Fargo Stable Return Fund		18,923
		N/A	165,829
	Mutual Funds		
*	Wells Fargo Treasury Plus Money Market		7,185,598
*	Wells Fargo International Bond Fund I		81,116
	Pimco Real Return Fund		67,276
	American Funds - The Growth Fund of Amer R4		2,883,402
	Goldman Sachs Large Value Fund		82,699
	Vanguard Institutional Index Fund		6,458,495
*	Wells Fargo Large Cap Growth Fund		70,652
	T. Rowe Price Real Estate		35,174
	Dreyfus Premier Small Cap Equity		49,674
	Alger Funds Small Cap Growth		44,855
	Pimco High Yield Fund		14,654
	JP Morgan High Yield		40,470
	T. Rowe Price Equity Income Fund		69,898
	T. Rowe Price Growth		70,529
	Pimco Total Return		118,242
	Harbor International		70,747
	Janus Overseas Fund Class I		55,276
	Thorburg International Value Fund		80,985
	Gate Petroleum Unitized Fund Balance		13,128,842
	Vanguard Total Bond Market Index Signal		2,237,708
	Goldman Sachs Large Cap Value		2,695,794
		N/A	35,542,086
	Participant Loans (4.25% - 8.75%)	0	146,134
	Total Investments	N/A	35,854,049

* = Party-in-interest

Note: Cost information may be omitted when reporting investments of an individual account plan that a participant or beneficiary directed with respect to assets allocated to his or her account.

GATE PETROLEUM COMPANY
PROFIT SHARING AND 401(k) PLAN AND TRUST

SCHEDULE OF REPORTABLE TRANSACTIONS IN EXCESS OF
FIVE PERCENT OF PLAN ASSETS
ATTACHMENT- FORM 5500, SCHEDULE H (LINE 4J)

EIN: 59-0904473
PN: 001 June 30, 2011

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset	Net Gain/ Loss

NONE