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), 6057(b), 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

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

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;
- [ ] 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
B & B CORPORATE HOLDINGS 401(K) SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2005

2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)

B & B CORPORATE HOLDINGS, INC.

P.O. BOX 1808, 927 US HIGHWAY 301 S
TAMPA, FL 33601-1808

2b Employer Identification Number (EIN) 22-3410339

2c Sponsor's telephone number 813-621-6411

2d Business code (see instructions) 445110

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.	07/17/2012	J. ANDREW BEVER, JR.
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
B & B CORPORATE HOLDINGS, INC.

P.O. BOX 1808, 927 US HIGHWAY 301 S
TAMPA, FL 33601-1808

3b Administrator's EIN
22-3410339

3c Administrator's telephone number
813-621-6411

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**	372
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**	92
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	167
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	259
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f	Total. Add lines **6d** and **6e**	**6f**	260
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	233
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2011** **This Form is Open to Public Inspection.**

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
B & B CORPORATE HOLDINGS 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
B & B CORPORATE HOLDINGS, INC.

D Employer Identification Number (EIN)
22-3410339

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).. . . . . ☐ Yes ☒ No

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

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

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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)

CROWE HORWATH LLP

35-0921680

(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	AUDITOR	11350	Yes [X] No [ ]	Yes [X] No [ ]		Yes [X] No [ ]

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

MATTHEWS BENEFIT GROUP, INC.

59-3056586

(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	RECORDKEEPER	12691	Yes [X] No [ ]	Yes [X] No [ ]		Yes [X] No [ ]

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

CAP TRUST

56-1984030

(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	BROKER	26163	Yes [X] No [ ]	Yes [X] No [ ]		Yes [X] No [ ]

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)

SQUIRE, SANDERS & DEMPSEY

59-2143036

(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?
29	ATTORNEY	400	Yes [X] No [ ]	Yes [X] No [ ]		Yes [X] No [ ]

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
B & B CORPORATE HOLDINGS 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
B & B CORPORATE HOLDINGS, INC.

D Employer Identification Number (EIN)
22-3410339

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)	64221	38899
(2) Participant contributions	1b(2)	4233	4916
(3) Other	1b(3)	0	1288
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	178046	78719
(2) U.S. Government securities	1c(2)	939524	361468
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	24377	10720
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	1147365	937323
(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)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	1936262	617394
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	4294028	2050727
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	10133	
k	Total liabilities (add all amounts in lines 1g through1j)	1k	10133	
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	4283895	2050727

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)	38908	
	(B) Participants	2a(1)(B)	105301	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		144209
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	572	
	(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)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		572
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	86231	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		86231
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	4275087	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	3833206	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		441881

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-504120
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		168773
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2351338	
(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)		2351338
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	50603	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		50603
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2401941
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-2233168
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [X] Unqualified (2) [ ] Qualified (3) [ ] Disclaimer (4) [ ] Adverse

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

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

(1) Name: CROWE HORWATH, LLP (2) EIN: 35-0921680

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ **Yes** ☒ **No**

If "Yes," enter the amount of any plan assets that reverted to the employer this year **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

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
B & B CORPORATE HOLDINGS 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
B & B CORPORATE HOLDINGS, INC.

D Employer Identification Number (EIN)
22-3410339

Part I Distributions

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

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

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

EIN(s): 20-1896249

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 (include any prior year accumulated funding deficiency not waived) **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 or other authority 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. 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): _____

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):

B & B CORPORATE HOLDINGS
401(K) SAVINGS PLAN
Tampa, Florida

FINANCIAL STATEMENTS
December 31, 2011 and 2010

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
Tampa, Florida

FINANCIAL STATEMENTS
December 31, 2011 and 2010

CONTENTS

REPORT OF INDEPENDENT AUDITORS 1

FINANCIAL STATEMENTS

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS 2

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS 3

NOTES TO FINANCIAL STATEMENTS 4-10

SUPPLEMENTAL SCHEDULES

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) 11-16

SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS 17

Crowe Horwath

Crowe Horwath LLP
Independent Member Crowe Horwath International

REPORT OF INDEPENDENT AUDITORS

To the Plan Administrator
B & B Corporate Holdings 401(k) Savings Plan
Tampa, Florida

We have audited the accompanying statements of net assets available for benefits of B & B Corporate Holdings 401(k) Savings Plan (the Plan) as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2011 and 2010, and the changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The information included in the supplemental schedules of Schedule H, Line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4j – Schedule of Reportable Transactions is presented for the purpose of additional analysis and is not a required part of the 2011 financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the 2011 financial statements. The information has been subjected to the auditing procedures applied in the audit of the 2011 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the 2011 financial statements or to the 2011 financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the 2011 financial statements as a whole.

Crowe Horwath LLP

Crowe Horwath LLP

Lakeland, Florida
July 6, 2012

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010

	2011	2010
ASSETS		
Investments, at fair value (Notes 4 and 5)		
Money market	$ 78,719	$ 178,046
Mutual funds	617,394	1,936,262
Common stocks	937,323	1,147,365
Government securities	361,468	939,524
Corporate bonds	10,720	24,377
Total investments	2,005,624	4,225,574
Receivables		
Employer contributions receivable	38,899	64,221
Participant contributions receivable	4,916	4,233
Other receivables	1,288	-
Total receivables	45,103	68,454
Total assets	2,050,727	4,294,028
LIABILITIES		
Excess contributions	-	10,133
NET ASSETS AVAILABLE FOR BENEFITS	$ 2,050,727	$ 4,283,895

See accompanying notes to financial statements.

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years ended December 31, 2011 and 2010

	2011	2010
Additions to net assets attributed to		
Investment income		
Dividend income	$ 71,931	$ 140,533
Interest income	14,872	33,121
Net appreciation (depreciation) in fair value of investments	(62,239)	296,857
	24,564	470,511
Contributions		
Employer's	38,908	64,221
Participants'	105,301	193,720
Total contributions	144,209	257,941
Total additions	168,773	728,452
Deductions from net assets attributed to		
Benefits paid to participants	2,351,338	333,219
Administrative expenses	50,603	68,797
Total deductions	2,401,941	402,016
Net increase (decrease)	(2,233,168)	326,436
Net assets available for benefits		
Beginning of year	4,283,895	3,957,459
End of year	$ 2,050,727	$ 4,283,895

See accompanying notes to financial statements.

NOTE 1 - DESCRIPTION OF PLAN

The following description of the B & B Corporate Holdings 401(k) Savings Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering substantially all full-time, part-time and flex-time employees (the Employees) of B & B Corporate Holdings, Inc. (the Plan Sponsor), Handy Food Stores, Inc. and B & B Cash Grocery Stores, Inc. (collectively, the Employers) who have completed 1,000 hours of service during a one-year period and are age twenty one or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute 1 to 16 percent of pretax annual compensation, as defined in the Plan document subject to limitations established by the Internal Revenue Service. Participants age 50 or older are permitted to defer "catch-up" contributions under the Internal Revenue Code (IRC) Section 414(v). Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Plan Sponsor may contribute a discretionary matching contribution to eligible participants on an annual basis as determined by the Board. For the year ending December 31, 2011 and 2010, the Plan Sponsor matched 40 percent of each participant's deferrals limited to the first 7 percent of deferred compensation.

The Plan Sponsor also has the ability to contribute a profit sharing contribution (PSC) at the discretion of the Board. There was no discretionary PSC for the 2011 and 2010 Plan year. Additional qualified non-elective contributions (QNEC) may be made. No QNEC were made for the 2011 and 2010 Plan year.

Effective September 3, 2010, U-Save Supermarkets (a division of B & B Cash Grocery Stores, Inc.) was acquired by S&O U-Save Group, LLC. As a result, all participants previously employed by U-Save Supermarkets were terminated. Effective September 3, 2010, the Plan was amended to allow U-Save Supermarkets participants affected by the acquisition to share in the 2010 employer match contribution.

Participant Accounts: Each participant's account is credited with the participant's contributions and an allocation of (a) the Plan Sponsor's contributions, (b) Plan earnings, and (c) forfeitures of employer contributions if eligible to share in such contributions, and is charged with his or her withdrawals and an allocation of administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. All investments in the Plan are nonparticipant-directed.

Allocations: Plan Sponsor matching contributions are allocated annually at the rate previously stated, to eligible participants who are actively employed on the last day of the Plan year or who retired, became disabled or died during the Plan year. Discretionary PSC are allocated annually to eligible participants in the same proportion that each participant's compensation for the year bears to the total compensation of all participants for the Plan year.

Vesting: Participants are immediately vested in their contributions, employer matching contributions and QNEC plus actual earnings thereon. Vesting in any discretionary profit sharing contribution and forfeiture allocation, plus earnings thereon, is based on years of continuous service. A participant is 100% vested after three years of credited service.

Effective September 3, 2010, U-Save Supermarkets employees became 100 percent vested in all employer contribution accounts and all unallocated amounts were allocated to the accounts of the participants in accordance with Plan provisions as a result of the partial plan termination. $1,774,595 of the 2011 benefit payments were made to participants affected by this matter.

(Continued)

NOTE 1 - DESCRIPTION OF PLAN (Continued)

Payment of Benefits: On termination of service due to death, disability, retirement or termination of service, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or payments under a variety of installment options as described in the Plan document.

Forfeited Accounts: Participant forfeitures of discretionary employer profit sharing contributions are reallocated annually and shall first be made available to reinstate previously forfeited account balances of former participants, if any, in accordance with the Plan provisions. The remaining forfeitures, if any, shall be used first to reduce the employer contributions, then to pay Plan expenses.

Administrative Expenses: Administrative expenses of the Plan are paid by the Plan, unless otherwise assumed by the Plan Sponsor. The Plan Sponsor paid an insignificant amount in legal consultation fees on behalf of the Plan during 2011. There were no administrative fees paid by the Plan Sponsor on behalf of the Plan during 2010.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The financial statements of the Plan are prepared under the accrual basis of accounting.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value as further described in Note 5. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits: Benefits are recorded when paid.

Excess Contributions: Refunds of excess participant deferral contributions may be required to satisfy the relevant nondiscrimination provisions of the Plan. Such refunds are accrued as a liability and reduction in contributions in the Plan year in which the excess deferrals were made to the Plan.

Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures, and actual results may differ from these estimates.

Risks and Uncertainties: The Plan holds various investments. Investments are exposed to various risks such as interest rate, market, liquidity and credit risks. Due to the level of risk associated with certain investments and the sensitivity of certain fair value estimates to changes in valuation assumptions, it is at least reasonably possible that changes in the fair values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

(Continued)

NOTE 3 - RIGHTS UPON PLAN TERMINATION

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

NOTE 4 - INVESTMENTS

The following presents the fair values of investments that represent 5 percent or more of the Plan's net assets available for benefits.

	2011		2010
Nonparticipant directed:			
Allianz Global Inv Fixed Sh Ser C	$ 162,235		$ 321,058
Allianz Global Inv Fixed Sh Ser M	157,394		321,449
Loomis Sayles Invt Tr Bond Class I	100,745	*	329,083
American Fds Cap Income Builder R3	-		425,668
American Growth Fund Amer Class R-4	-		539,004

* Disclosure for comparative purposes only

During 2011 and 2010, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

	2011	2010
Investments at fair value as determined by quoted market price:		
Mutual funds	$ (21,221)	$ 113,159
Common stocks	(42,625)	(5,355)
Investments at estimated fair value:		
Government securities	3,786	2,429
Corporate bonds	(2,179)	186,624
Net appreciation (depreciation)	$ (62,239)	$ 296,857

(Continued)

NOTE 5 - FAIR VALUE MEASUREMENTS

Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability. Fair value measurements are determined by maximizing the use of observable inputs and minimizing the use of unobservable inputs. The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (level 1 measurements) and gives the lowest priority to unobservable inputs (level 3 measurements). The three levels of inputs within the fair value hierarchy are defined as follows:

> Level 1: Quoted prices (unadjusted) for identical assets or liabilities in active markets that the Plan has the ability to access as of the measurement date.
>
> Level 2: Significant other observable inputs other than level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.
>
> Level 3: Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The following descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments apply to investments held directly by the Plan

Mutual Funds: The fair values of mutual fund investments are determined by obtaining quoted prices on nationally recognized securities exchanges (level 1 inputs).

Common Stocks: The fair values of common stocks are determined by obtaining quoted prices from a nationally recognized exchange (level 1 inputs).

U.S Treasury: Fair values reflect the closing price reported in the active market in which the security is traded (level 1 inputs).

Government Asset-Backed Securities: Asset-backed securities are priced by a computerized pricing service based on average bid and asked prices currently available on comparable securities or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value (level 2 inputs).

Corporate Bonds: Corporate bonds are valued based upon yields currently available on comparable securities of issuers with similar credit ratings (level 2 inputs) and, if not available for identical or similar bonds, they are valued through matrix pricing models developed by sources considered by management to be reliable. Matrix pricing, which is a mathematical technique commonly used to price debt securities that are not actively traded, values debt securities without relying exclusively on quoted prices for the specific securities but rather by relying on the securities' relationship to other benchmark quoted securities (level 2 inputs).

Money Market Accounts: Fair values are estimated to approximate deposit account balances, payable on demand, as no discounts for credit quality or liquidity were determined to be applicable (level 2 inputs).

(Continued)

NOTE 5 - FAIR VALUE MEASUREMENTS (Continued)

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

Investments measured at fair value on a recurring basis are summarized below:

	Fair Value Measurements at December 31, 2011 using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Total
Mutual funds			
Fixed income	$ 319,629	$ -	$ 319,629
Multisector bond	200,662	-	200,662
World allocation	97,103	-	97,103
Common stocks			
Large cap value	473,267	-	473,267
International large cap value	191,520	-	191,520
Small/mid cap value	167,670	-	167,670
All-cap value	104,866	-	104,866
U.S. Treasury	156,664	-	156,664
Government asset-backed securities	-	204,804	204,804
Money market accounts	-	78,719	78,719
Corporate bonds	-	10,720	10,720
	$ 1,711,381	$ 294,243	$ 2,005,624

There were no significant transfers between Level 1 and Level 2 during 2011.

(Continued)

NOTE 5 - FAIR VALUE MEASUREMENTS (Continued)

	at December 31, 2010 using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Total
Mutual funds			
Large growth	$ 539,004	$ -	$ 539,004
Fixed income	642,507	-	642,507
World allocation	425,668	-	425,668
Multisector bond	329,083		329,083
Common stocks			
Large cap value	528,887	-	528,887
International large cap value	299,734	-	299,734
Small/mid cap value	318,744	-	318,744
U.S. Treasury	592,863	-	592,863
Government asset-backed securities		346,661	346,661
Corporate bonds	-	24,377	24,377
Money market accounts	-	178,046	178,046
	$ 3,676,490	$ 549,084	$ 4,225,574

NOTE 6 - PARTY-IN-INTEREST TRANSACTIONS

Parties in interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the Plan, the employer, and certain others. The Plan holds shares of Wells Fargo & Company common stock which is an affiliate of CapTrust Financial Advisors (CapTrust). CapTrust is the Plan's investment advisor and, therefore, these transactions and payment of investment management fees to CapTrust qualify as party-in-interest transactions. Certain administrative functions are performed by officers or employees of the Plan Sponsor. No such officer or employee receives compensation from the Plan. Some administrative expenses of the Plan are paid directly by the Plan Sponsor.

NOTE 7 - INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Plan Sponsor by letter dated January 31, 2012 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Plan management believes the Plan is designed and being operated in compliance with the applicable requirements of the IRC and, therefore, they believe that the Plan was qualified and the related trust was exempt as of the financial statement date.

(Continued)

NOTE 8 - SUBSEQUENT EVENT

In May 2012, the Plan Sponsor notified Matthews Benefit Group of their decision to terminate recordkeeping services provided to the Plan, and appoint Fidelity Management Trust Company as successor trustee and recordkeeper effective August 1, 2012.

Plan management has evaluated subsequent events for recognition and disclosure through July 6, 2012, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULES

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

Name of Plan Sponsor: B & B Corporate Holdings
Employer Identification Number: 22-3410339
Three-Digit Plan Number: 002

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
Money Market				
	JP Morgan	Bank Deposit Sweep .02%	$ 78,719	$ 78,719
	Total Money Market		78,719	78,719
Mutual Funds				
	PIMCO	Pimco All Asset Fnd Inst Cl	105,174	99,917
	The Royce Fund	Royce Fd Premier Fd Cl W	112,862	97,103
	Loomis Sayles	Loomis Sayles Invt Tr Bond Class I	98,464	100,745
	Allianz Global Investors	Allianz Global Inv Fixed Sh Ser C	165,138	162,235
	Allianz Global Investors	Allianz Global Inv Fixed Sh Ser M	149,795	157,394
	Total Mutual Funds		631,433	617,394
Common Stock				
	3M Co	Common stock	3,076	2,697
	Abercrombie & Fitch Co	Common stock	2,933	2,344
	Ace Limited	Common stock	3,069	3,226
	Aetna Inc	Common stock	2,650	3,966
	AGCO Corp	Common stock	1,495	1,805
	Ageas Sponsored Adr	Common stock	2,434	1,278
	Alexandria Real Estate reit Equities Inc	Common stock	3,584	3,035
	Allergan Inc	Common stock	2,940	3,510
	Alliant Techsystems Inc.	Common stock	3,390	2,972
	Amazon Com Inc	Common stock	1,693	1,558
	Ameren Corp	Common stock	4,247	5,566
	American Electric Power	Common stock	2,588	2,850
	American Express Company	Common stock	2,646	2,500
	Analog Devices Inc	Common stock	3,459	3,184
	Anglogold Ashanti Ltd Spon Adr	Common stock	11,931	10,018
	Anheuser Busch Inveb Sa/NV Sponsored Adr	Common stock	6,958	7,929
	Aon Corp	Common stock	12,612	12,028
	Apache Corp Common	Common stock	13,557	9,330
	Apple Inc	Common stock	18,116	20,250
	Arch Cap Group Ltd	Common stock	6,555	5,267
	Asml Holding Nv-Ny Reg Shares	Common stock	3,063	3,009
	Assa Abloy Ab - Adr	Common stock	4,454	5,146
	At & T Inc	Common stock	4,664	4,445
	Atlantia S.P.A.-Unspn Adr	Common stock	3,611	2,776
	Axa-Adr	Common stock	1,707	1,247
	Axis Capital Hldgs Ltd	Common stock	2,259	2,269
	Banro Corporation	Common stock	1,374	2,801
	Barrick Gold Corp	Common stock	9,795	8,190
	Baxter International Inc	Common stock	3,549	3,117
	Bayer Ag Sponsored Adr	Common stock	1,930	1,978
	Bayerische Motoren Werk Ab - Unspon Adr	Common stock	5,805	4,513

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Becton Dickinson & Co	Common stock	3,213	2,914
	Best Buy Co Inc	Common stock	3,044	2,828
	BG Group PLC Spon ADR	Common stock	5,910	6,634
	BHP Billiton Ltd Spon Adr	Common stock	5,797	5,368
	Biogen Idec Inc	Common stock	2,474	2,421
	BNP Paribas Adr	Common stock	5,103	2,790
	Boeing Co	Common stock	2,718	3,081
	Borg Warner Inc.	Common stock	3,118	2,868
	Bristow Group Inc	Common stock	855	1,185
	British Amern Tob PLC Spon ADR	Common stock	4,348	7,116
	British Sky Broadcastg Group Plc Sponsored Adr	Common stock	1,691	1,676
	C N A Financial Corp	Common stock	1,263	1,953
	CA Inc	Common stock	13,833	11,543
	Cameco Corp	Common stock	11,457	7,473
	Canadian Natural Resources Ltd	Common stock	9,238	6,913
	Canadian Pacific Railway Ltd	Common stock	1,736	2,571
	Canon Inc ADR Rep 5Shs	Common stock	3,409	3,920
	Cbiz Inc	Common stock	728	660
	Centrais Elec Braz Cl B Elbras PNB ADR Spon Shrs	Common stock	1,722	1,958
	Cerner Corp	Common stock	1,203	1,286
	Chesapeake Energy Corp	Common stock	4,618	4,503
	Cisco Systems Inc	Common stock	6,355	6,925
	Citigroup Inc New	Common stock	11,262	6,762
	Citrix System Inc	Common stock	3,132	3,643
	Coach Inc	Common stock	2,167	2,808
	Coca-Cola Company	Common stock	8,064	8,326
	Comerica Inc	Common stock	1,828	2,038
	Computer Sciences Corp	Common stock	3,284	2,702
	Consol Energy Inc	Common stock	2,744	2,606
	Covance Inc	Common stock	3,313	2,926
	Covidien Plc	Common stock	2,661	2,476
	Cresud S.A. Sponsored ADR	Common stock	716	831
	CVS Caremark Corp	Common stock	5,149	5,872
	Daito Trust Construction Unspon Adr	Common stock	3,718	4,537
	Daiwa Secs Group Inc Sponsored Adr	Common stock	5,608	3,363
	Danaher Corp	Common stock	2,030	2,305
	Danone Sponsored Adr	Common stock	2,777	2,793
	Dean Foods Co	Common stock	3,367	4,032
	Devon Energy Corp	Common stock	4,518	3,472
	Directv Class A Common	Common stock	2,668	2,395
	Dover Corp Common	Common stock	2,480	2,670
	E M C Corp Mass	Common stock	2,587	2,714
	Edwards Lifescience Corp	Common stock	2,507	2,616
	Endurance Specialty Hldg	Common stock	1,255	1,186
	Eog Resources Inc	Common stock	4,025	4,137
	Express Scripts Inc	Common stock	2,689	2,637
	Family Dollar Stores Inc.	Common stock	3,515	3,575
	Fanuc Ltd - Unsp Adr	Common stock	4,507	5,288
	Finmeccanica Spa-Uns Adr	Common stock	1,704	929

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Forest Labs Inc	Common stock	2,492	2,784
	Freeport-McMoran Copper & Gold Inc Class B	Common stock	2,958	2,391
	Fresh Del Monte Produce Inc	Common stock	2,433	2,901
	GEA Group Ag - Spon Adr	Common stock	1,084	984
	General Motors Co	Common stock	7,108	4,338
	Genl Dynamics Corp Com	Common stock	3,112	2,922
	Genworth Financial Inc Cl A	Common stock	7,482	3,694
	Glatfelter	Common stock	925	1,017
	Glaxosmithkline PLC-ADR	Common stock	6,004	7,483
	Gold Fields Ltd New ADR Rand	Common stock	3,239	3,874
	Goldman Sachs Group Inc	Common stock	7,352	4,522
	Goodrich Pete Corp	Common stock	360	384
	Google Inc Cl A	Common stock	9,771	12,272
	Guoco Group Ltd - Unsp Adr	Common stock	1,020	957
	Halliburton Company	Common stock	2,800	1,933
	Hartford Final Svcs Group Inc	Common stock	8,946	6,614
	Heinz H J Co Common	Common stock	2,907	3,080
	Hess Corporation	Common stock	3,165	3,635
	Honda Motor Ltd Nedw American Shares 10/76	Common stock	4,182	3,483
	Idacorp Inc	Common stock	1,640	1,993
	Illumina Inc	Common stock	3,293	2,134
	Impala Patinum Spon Adr	Common stock	1,123	1,010
	Informa Plc Unsponsored Adr	Common stock	3,841	3,225
	Ing Greop NV Spon Adr	Common stock	4,187	2,897
	Ingersol-Rand Plc Shares	Common stock	7,252	4,601
	Ingram Micro Inc Cl A	Common stock	3,595	3,893
	Intel Corp	Common stock	2,261	2,813
	International Business Machine Corp	Common stock	2,740	2,942
	Ivanhoe Mines Ltd	Common stock	1,386	1,630
	Japan Steel Works Unspon Adr	Common stock	1,250	1,094
	Johnson & Johnson	Common stock	3,626	3,738
	JPMorgan Chase & Co	Common stock	15,171	11,937
	JS Group Corp - Unspon Adr	Common stock	3,133	2,508
	Julius Baer Group Ltd Sponsored Adr	Common stock	2,083	1,953
	Juniper Network Inc	Common stock	1,935	1,980
	Keycorp New	Common stock	2,761	2,938
	Kimberly-Clark Corp	Common stock	2,355	2,427
	Kinross Gold Corp (New)	Common stock	9,818	7,535
	Kohls Corp	Common stock	4,857	4,886
	Kroger Company Common	Common stock	7,603	8,453
	Las Vegas Sands Corp	Common stock	3,500	3,504
	Lauder Estee Cos Inc Cl A	Common stock	2,712	3,370
	Layne Christenson Co	Common stock	4,059	4,114
	Lincoln Natl Corp Ind	Common stock	4,702	3,010
	Loews Corporation	Common stock	9,565	8,848
	Lorillard Inc	Common stock	2,395	2,394
	Lvmh Moet Hennessy Louis Vuitton Adr	Common stock	2,855	3,288
	McDonalds Corp	Common stock	4,224	4,816

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Mead Johnson Nutrition Co	Common stock	4,011	4,055
	Merck & Co Inc New	Common stock	3,537	3,996
	Merck Kgaa Adr	Common stock	2,800	2,891
	Metlife Inc	Common stock	10,408	7,203
	Microsoft Corp	Common stock	10,384	10,696
	Mitsubishi Estate Ltd Adr	Common stock	2,719	2,382
	Molson Coors Brewing Co Cl-B	Common stock	1,032	1,045
	Monsanto Co New	Common stock	5,549	5,676
	Motorola Solutions Inc. Com New	Common stock	4,530	4,814
	Murray & Roberts Hldgs Ltd-Sp;onsored Adr	Common stock	2,316	1,564
	National Oilwell Varco Inc	Common stock	3,136	3,400
	Netflix Com Inc	Common stock	3,156	2,425
	Nexen Inc	Common stock	7,507	5,855
	Noble Energy Inc	Common stock	5,904	5,663
	Northern Trust Corp	Common stock	986	1,110
	Novagold Res Inc New	Common stock	3,749	2,968
	Novartis AG Spon ADR	Common stock	6,090	7,375
	Nrg Energy Inc	Common stock	3,267	2,790
	Occidental Pete Corp	Common stock	4,010	3,654
	Old Republic Intl Corp	Common stock	980	1,205
	Omnicom Group	Common stock	3,271	2,987
	Oracle Corporation	Common stock	7,312	7,362
	Paccar Inc	Common stock	3,384	3,597
	People's United Financl	Common stock	3,560	3,765
	Pepsico Incorporated	Common stock	2,275	2,455
	Petrobras Argentina S A Sponsored Adr	Common stock	958	719
	Petrofac Ltd Unsponsored Adr	Common stock	3,125	2,842
	Pfizer Incorporated	Common stock	11,042	11,664
	Philip Morris International Inc	Common stock	3,290	3,924
	Piedmont Natural Gas Co	Common stock	3,939	4,281
	Pioneer Nat Res Co	Common stock	3,882	3,490
	Pitney Bowes Inc	Common stock	2,551	2,466
	Polyus Gold Adr	Common stock	-	5,750
	Potash Corp of Saskatchewan Inc	Common stock	2,651	2,270
	Praxair Inc	Common stock	2,483	2,673
	Precision Castparts Corp	Common stock	4,809	5,438
	Procter & Gamble Co	Common stock	3,355	3,669
	Prudential PLC Spon ADR	Common stock	3,756	4,066
	Qualcomm Inc	Common stock	3,600	3,884
	Range Resources Corp	Common stock	1,941	2,044
	Raytheon Company	Common stock	5,082	5,032
	Rexam Plc Sponsored Adr	Common stock	4,182	3,870
	Rockwell Automation Inc.	Common stock	3,674	3,522
	Rockwood Holdings Inc	Common stock	2,840	2,165
	Rogers Communctns Cl Rci	Common stock	2,028	2,234
	Royal Dutch Shell Plc Adr Cl A	Common stock	4,653	5,409
	Rushydro Sponsored Adr	Common stock	2,511	1,476
	Ryanair Hldgs Plc Sponsored Adr	Common stock	3,457	3,538
	Safeway Inc New	Common stock	3,656	3,198
	Saic Inc	Common stock	4,461	3,662
	Salesforce Com	Common stock	2,608	2,131
	Sampo Oyj-A Shs Unsp Adr	Common stock	2,712	2,750

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Sandisk Corporation	Common stock	3,075	3,002
	Sanofi-Aventis Adr	Common stock	16,236	17,174
	Sap Ag-Sponsored Adr	Common stock	6,299	6,884
	Schlumberger Ltd	Common stock	6,107	5,670
	Shaw Group Inc	Common stock	2,548	2,905
	Siemens A G - Adr	Common stock	3,055	2,199
	Sigma Aldrich Corp	Common stock	2,155	2,249
	Silver Standard Res Inc	Common stock	4,341	3,980
	SK Telecommunications Co Lmt Spon Adr	Common stock	3,480	2,844
	Skywest Inc	Common stock	4,167	3,865
	Southwest Airlines Co	Common stock	2,080	2,080
	St Barbara Ltd Spon Adr 1 Rcpt= 5 ord Shrs	Common stock	1,736	1,489
	Starbucks Corp	Common stock	3,538	4,509
	Starwood Hotels & Resorts Worldwide Inc	Common stock	3,073	3,742
	State Str Corp	Common stock	2,531	2,580
	Stericycle Inc	Common stock	1,204	1,169
	Stryker Corp	Common stock	3,635	3,231
	Sumitomo Mitsui Finl Group Inc ADR	Common stock	4,264	3,565
	Sumitomo Mitsui Trust Holdings Inc Spon Adr	Common stock	2,097	1,701
	Swedbank Ab-Adr	Common stock	3,766	2,763
	Talisman Energy Inc	Common stock	12,686	9,333
	Tech Data Corp	Common stock	772	1,038
	Technip - SA-Adr	Common stock	2,580	2,785
	Telstra Corporation Ltd Spon Adr	Common stock	5,790	6,650
	Telus Corp Non Voting Shares	Common stock	604	1,071
	Teradata Corp	Common stock	2,621	2,377
	Teva Pharmaceutical Adr Inds Ltd	Common stock	5,588	5,045
	Tidewater Inc	Common stock	4,119	3,599
	Time Warner Inc	Common stock	8,165	8,710
	Tnt Express Nv Adr	Common stock	1,274	1,325
	Total S.A. Spons ADR	Common stock	4,128	3,987
	Transocean Ltd Ordinary Shares	Common stock	923	883
	Tullow Oil Plc Unsponsored Adr	Common stock	2,037	2,407
	Turkcell Iletisim Hizmetleri	Common stock	2,175	1,846
	Tyco International Ltd Shs	Common stock	2,253	2,756
	Tyson Foods Inc Cl A	Common stock	2,806	3,426
	Unilever PLC Spons ADR	Common stock	5,214	6,469
	Union Pacific Corp	Common stock	8,176	9,323
	United Parcel Service-B	Common stock	3,084	3,074
	United Technologies Corp	Common stock	2,119	2,266
	UnitedHealth Group Inc	Common stock	2,810	3,244
	Unum Group	Common stock	7,595	6,026
	UPM-Kymmene Corp Spon Adr	Common stock	1,048	982
	V F Corporation	Common stock	2,662	3,175
	Valeo Sponsored Adr	Common stock	3,501	2,512
	Vectren Corp	Common stock	3,864	4,142
	Verifone Systems Inc	Common stock	1,894	1,705
	Viacom Inc Cl B	Common stock	15,070	14,259
	Visteon Corp New	Common stock	4,149	3,196
	Vodafone Group PLC Sponsored ADR New	Common stock	2,015	2,439

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Wal-Mart Stores Inc.	Common stock	4,040	4,482
	Waters Corporation	Common stock	2,999	3,036
*	Wells Fargo Company	Common stock	7,366	6,449
	West Japan Railway Co	Common stock	951	1,000
	Western Digital Corp	Common stock	2,838	2,847
	Wm Morrison Adr	Common stock	3,084	3,446
	Wolseley Plc Jersey Sponsored Adr	Common stock	1,524	1,755
	Xstrata Plc - Adr	Common stock	5,753	4,727
	Yahoo Japan Corporation Adr	Common stock	5,064	4,273
	Yum Brands Inc.	Common stock	2,718	3,187
	Zimmer Holdings Inc		2,938	3,142
	Total Common Stock		977,017	937,323
	Government Securities			
	FHLMC Gold Pass Thru Pool G04913	Government security 5.000% 03/01/38	2,303	2,262
	FHLMC Gold Pass Thru Pool G04688	Government security 5.500% 09/01/38	3,341	3,261
	FNMA Pass Thru Pool 687984	Government security 5.500% 02/01/33	2,149	1,875
	FNMA Pass Thru Pool AB1389	Government security 4.500% 08/01/40	64,289	57,221
	FNMA Pass Thru Pool AE0115	Government security 5.500% 12/01/35	15,922	13,620
	FNMA Pass Thru Pool AH5583	Government security 4.500% 02/01/41	29,227	28,260
	FNMA Pass Thru Pool 745275	Government security 5.000% 02/01/36	29,205	15,696
	FNMA Pass Thru Pool 889982	Government security 5.500% 11/01/38	92,028	38,208
	FNMA Pass Thru Pool 903812	Government security 5.500% 12/01/36	2,235	1,772
	FNMA Pass Thru Pool 934231	Government security 5.000% 01/01/39	21,055	19,512
	FNMA Pass Thru Pool 986761	Government security 5.500% 07/01/38	3,184	1,825
	FNMA Pass Thru Pool 995722	Government security 5.000% 05/01/38	2,413	2,177
	Federal Natl Mtg Assn Notes Cpn	Government security 1.750% 12/18/13	18,781	19,115
	US Treasury Infl Inx Note Cpn	Government security 2.500% 01/15/29	31,762	35,158
	US Treasury Inflation Protected Note	Government security 3.000% 07/15/12	25,736	25,730
	US Treasury Notes Cpn	Government security 1.500% 07/31/16	15,311	15,512
	US Treasury Notes Cpn	Government security 3.625% 04/15/28	12,675	14,559
	US Treasury Notes Cpn	Government security 2.125% 08/15/21	22,275	22,555
	US Treasury Notes Cpn	Government security 0.875% 02/29/12	36,089	36,050
	US Treasury Notes Cpn	Government security 1.375% 03/15/13	6,965	7,100
	Total Government Securities		436,945	361,468
	Corporate Bonds			
	Goodrich Petroleum Corp Conv Sr Unsecured Lnkd to Gdp Cpn	Corporate bonds 5.000% 10/01/29	3,709	3,650
	Lucent Technologies Convertible/Put/Call Debentures	Corporate bonds 2.875% 06/15/25	4,337	4,363
	Jetblue Airways Corp Conv Debentures Cpn	Corporate bonds 6.750% 10/15/39	1,188	1,343
	Usec Inc Convertible Senior Notes	Corporate bonds 3.000% 10/01/14	2,104	1,364
	Total Corporate Bonds		11,338	10,720
	Total Investments		$ 2,135,452	$ 2,005,624

* Denotes party-in-interest

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
Year ended December 31, 2011

Name of Plan Sponsor: B & B Corporate Holdings
Employer Identification Number: 22-3410339
Three-Digit Plan Number: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred With Transaction	(g) Cost of Asset	(h) Fair Value of Asset on Transaction Date	(i) Net Gain (Loss)
Category (i) -A single transaction in excess of 5% of the current value of Plan assets:								
	Cash Accumulation Fund	$ -	$ 209,972	$ -	$ -	$ 209,972	$ 209,972	$ -
	Cash Accumulation Fund	165,887	121,309	-	-	287,196	287,196	-
	American Cap Income Builder R3	-	435,144	-	-	366,583	435,144	68,561
	Royce FD Premier	125,550	-	-	-	125,550	125,550	-
	Growth Fund America Class R4	-	174,972	-	-	156,200	174,972	18,772
	Growth Fund America Class R4	-	265,972	-	-	221,775	265,972	44,197
	Alllianz Fixed Inc Ser C	-	198,932	-	-	171,413	198,932	27,519
	Allianz Fixed Inc Ser M	-	200,338	-	-	159,114	200,338	41,224
	Loomis Sayles Fixed Inc Class I	-	209,972	-	-	195,178	209,972	14,794
	PIMCO Low Duration Fund	125,550	115,596	-	-	242,304	241,146	(1,158)
	PIMCO All Asset Fund Inst	110,050	-	-	-	110,050	110,050	-
Category (iii) -A series of transactions in a security issue aggregating five percent of Plan assets:								
	Cash Accumulation Fund	$ 7,176,489	$ 7,276,383	$ -	$ -	$ 14,452,872	$ 14,452,872	$ -

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
Year ended December 31, 2011

Name of Plan Sponsor: B & B Corporate Holdings
Employer Identification Number: 22-3410339
Three-Digit Plan Number: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred With Transaction	(g) Cost of Asset	(h) Fair Value of Asset on Transaction Date	(i) Net Gain (Loss)
Category (i) -A single transaction in excess of 5% of the current value of Plan assets:								
	Cash Accumulation Fund	$ -	$ 209,972	$ -	$ -	$ 209,972	$ 209,972	$ -
	Cash Accumulation Fund	165,887	121,309	-	-	287,196	287,196	-
	American Cap Income Builder R3	-	435,144	-	-	366,583	435,144	68,561
	Royce FD Premier	125,550	-	-	-	125,550	125,550	-
	Growth Fund America Class R4	-	174,972	-	-	156,200	174,972	18,772
	Growth Fund America Class R4	-	265,972	-	-	221,775	265,972	44,197
	Alllianz Fixed Inc Ser C	-	198,932	-	-	171,413	198,932	27,519
	Allianz Fixed Inc Ser M	-	200,338	-	-	159,114	200,338	41,224
	Loomis Sayles Fixed Inc Class I	-	209,972	-	-	195,178	209,972	14,794
	PIMCO Low Duration Fund	125,550	115,596	-	-	242,304	241,146	(1,158)
	PIMCO All Asset Fund Inst	110,050	-	-	-	110,050	110,050	-
Category (iii) -A series of transactions in a security issue aggregating five percent of Plan assets:								
	Cash Accumulation Fund	$ 7,176,489	$ 7,276,383	$ -	$ -	$ 14,452,872	$ 14,452,872	$ -

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

Name of Plan Sponsor: B & B Corporate Holdings
Employer Identification Number: 22-3410339
Three-Digit Plan Number: 002

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
Money Market				
	JP Morgan	Bank Deposit Sweep .02%	$ 78,719	$ 78,719
	Total Money Market		78,719	78,719
Mutual Funds				
	PIMCO	Pimco All Asset Fnd Inst Cl	105,174	99,917
	The Royce Fund	Royce Fd Premier Fd Cl W	112,862	97,103
	Loomis Sayles	Loomis Sayles Invt Tr Bond Class I	98,464	100,745
	Allianz Global Investors	Allianz Global Inv Fixed Sh Ser C	165,138	162,235
	Allianz Global Investors	Allianz Global Inv Fixed Sh Ser M	149,795	157,394
	Total Mutual Funds		631,433	617,394
Common Stock				
	3M Co	Common stock	3,076	2,697
	Abercrombie & Fitch Co	Common stock	2,933	2,344
	Ace Limited	Common stock	3,069	3,226
	Aetna Inc	Common stock	2,650	3,966
	AGCO Corp	Common stock	1,495	1,805
	Ageas Sponsored Adr	Common stock	2,434	1,278
	Alexandria Real Estate reit Equities Inc	Common stock	3,584	3,035
	Allergan Inc	Common stock	2,940	3,510
	Alliant Techsystems Inc.	Common stock	3,390	2,972
	Amazon Com Inc	Common stock	1,693	1,558
	Ameren Corp	Common stock	4,247	5,566
	American Electric Power	Common stock	2,588	2,850
	American Express Company	Common stock	2,646	2,500
	Analog Devices Inc	Common stock	3,459	3,184
	Anglogold Ashanti Ltd Spon Adr	Common stock	11,931	10,018
	Anheuser Busch Inveb Sa/NV Sponsored Adr	Common stock	6,958	7,929
	Aon Corp	Common stock	12,612	12,028
	Apache Corp Common	Common stock	13,557	9,330
	Apple Inc	Common stock	18,116	20,250
	Arch Cap Group Ltd	Common stock	6,555	5,267
	Asml Holding Nv-Ny Reg Shares	Common stock	3,063	3,009
	Assa Abloy Ab - Adr	Common stock	4,454	5,146
	At & T Inc	Common stock	4,664	4,445
	Atlantia S.P.A.-Unspn Adr	Common stock	3,611	2,776
	Axa-Adr	Common stock	1,707	1,247
	Axis Capital Hldgs Ltd	Common stock	2,259	2,269
	Banro Corporation	Common stock	1,374	2,801
	Barrick Gold Corp	Common stock	9,795	8,190
	Baxter International Inc	Common stock	3,549	3,117
	Bayer Ag Sponsored Adr	Common stock	1,930	1,978
	Bayerische Motoren Werk Ab - Unspon Adr	Common stock	5,805	4,513

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Becton Dickinson & Co	Common stock	3,213	2,914
	Best Buy Co Inc	Common stock	3,044	2,828
	BG Group PLC Spon ADR	Common stock	5,910	6,634
	BHP Billiton Ltd Spon Adr	Common stock	5,797	5,368
	Biogen Idec Inc	Common stock	2,474	2,421
	BNP Paribas Adr	Common stock	5,103	2,790
	Boeing Co	Common stock	2,718	3,081
	Borg Warner Inc.	Common stock	3,118	2,868
	Bristow Group Inc	Common stock	855	1,185
	British Amern Tob PLC Spon ADR	Common stock	4,348	7,116
	British Sky Broadcastg Group Plc Sponsored Adr	Common stock	1,691	1,676
	C N A Financial Corp	Common stock	1,263	1,953
	CA Inc	Common stock	13,833	11,543
	Cameco Corp	Common stock	11,457	7,473
	Canadian Natural Resources Ltd	Common stock	9,238	6,913
	Canadian Pacific Railway Ltd	Common stock	1,736	2,571
	Canon Inc ADR Rep 5Shs	Common stock	3,409	3,920
	Cbiz Inc	Common stock	728	660
	Centrais Elec Braz Cl B Elbras PNB ADR Spon Shrs	Common stock	1,722	1,958
	Cerner Corp	Common stock	1,203	1,286
	Chesapeake Energy Corp	Common stock	4,618	4,503
	Cisco Systems Inc	Common stock	6,355	6,925
	Citigroup Inc New	Common stock	11,262	6,762
	Citrix System Inc	Common stock	3,132	3,643
	Coach Inc	Common stock	2,167	2,808
	Coca-Cola Company	Common stock	8,064	8,326
	Comerica Inc	Common stock	1,828	2,038
	Computer Sciences Corp	Common stock	3,284	2,702
	Consol Energy Inc	Common stock	2,744	2,606
	Covance Inc	Common stock	3,313	2,926
	Covidien Plc	Common stock	2,661	2,476
	Cresud S.A. Sponsored ADR	Common stock	716	831
	CVS Caremark Corp	Common stock	5,149	5,872
	Daito Trust Construction Unspon Adr	Common stock	3,718	4,537
	Daiwa Secs Group Inc Sponsored Adr	Common stock	5,608	3,363
	Danaher Corp	Common stock	2,030	2,305
	Danone Sponsored Adr	Common stock	2,777	2,793
	Dean Foods Co	Common stock	3,367	4,032
	Devon Energy Corp	Common stock	4,518	3,472
	Directv Class A Common	Common stock	2,668	2,395
	Dover Corp Common	Common stock	2,480	2,670
	E M C Corp Mass	Common stock	2,587	2,714
	Edwards Lifescience Corp	Common stock	2,507	2,616
	Endurance Specialty Hldg	Common stock	1,255	1,186
	Eog Resources Inc	Common stock	4,025	4,137
	Express Scripts Inc	Common stock	2,689	2,637
	Family Dollar Stores Inc.	Common stock	3,515	3,575
	Fanuc Ltd - Unsp Adr	Common stock	4,507	5,288
	Finmeccanica Spa-Uns Adr	Common stock	1,704	929

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Forest Labs Inc	Common stock	2,492	2,784
	Freeport-McMoran Copper & Gold Inc Class B	Common stock	2,958	2,391
	Fresh Del Monte Produce Inc	Common stock	2,433	2,901
	GEA Group Ag - Spon Adr	Common stock	1,084	984
	General Motors Co	Common stock	7,108	4,338
	Genl Dynamics Corp Com	Common stock	3,112	2,922
	Genworth Financial Inc Cl A	Common stock	7,482	3,694
	Glatfelter	Common stock	925	1,017
	Glaxosmithkline PLC-ADR	Common stock	6,004	7,483
	Gold Fields Ltd New ADR Rand	Common stock	3,239	3,874
	Goldman Sachs Group Inc	Common stock	7,352	4,522
	Goodrich Pete Corp	Common stock	360	384
	Google Inc Cl A	Common stock	9,771	12,272
	Guoco Group Ltd - Unsp Adr	Common stock	1,020	957
	Halliburton Company	Common stock	2,800	1,933
	Hartford Final Svcs Group Inc	Common stock	8,946	6,614
	Heinz H J Co Common	Common stock	2,907	3,080
	Hess Corporation	Common stock	3,165	3,635
	Honda Motor Ltd Nedw American Shares 10/76	Common stock	4,182	3,483
	Idacorp Inc	Common stock	1,640	1,993
	Illumina Inc	Common stock	3,293	2,134
	Impala Patinum Spon Adr	Common stock	1,123	1,010
	Informa Plc Unsponsored Adr	Common stock	3,841	3,225
	Ing Greop NV Spon Adr	Common stock	4,187	2,897
	Ingersol-Rand Plc Shares	Common stock	7,252	4,601
	Ingram Micro Inc Cl A	Common stock	3,595	3,893
	Intel Corp	Common stock	2,261	2,813
	International Business Machine Corp	Common stock	2,740	2,942
	Ivanhoe Mines Ltd	Common stock	1,386	1,630
	Japan Steel Works Unspon Adr	Common stock	1,250	1,094
	Johnson & Johnson	Common stock	3,626	3,738
	JPMorgan Chase & Co	Common stock	15,171	11,937
	JS Group Corp - Unspon Adr	Common stock	3,133	2,508
	Julius Baer Group Ltd Sponsored Adr	Common stock	2,083	1,953
	Juniper Network Inc	Common stock	1,935	1,980
	Keycorp New	Common stock	2,761	2,938
	Kimberly-Clark Corp	Common stock	2,355	2,427
	Kinross Gold Corp (New)	Common stock	9,818	7,535
	Kohls Corp	Common stock	4,857	4,886
	Kroger Company Common	Common stock	7,603	8,453
	Las Vegas Sands Corp	Common stock	3,500	3,504
	Lauder Estee Cos Inc Cl A	Common stock	2,712	3,370
	Layne Christenson Co	Common stock	4,059	4,114
	Lincoln Natl Corp Ind	Common stock	4,702	3,010
	Loews Corporation	Common stock	9,565	8,848
	Lorillard Inc	Common stock	2,395	2,394
	Lvmh Moet Hennessy Louis Vuitton Adr	Common stock	2,855	3,288
	McDonalds Corp	Common stock	4,224	4,816

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Mead Johnson Nutrition Co	Common stock	4,011	4,055
	Merck & Co Inc New	Common stock	3,537	3,996
	Merck Kgaa Adr	Common stock	2,800	2,891
	Metlife Inc	Common stock	10,408	7,203
	Microsoft Corp	Common stock	10,384	10,696
	Mitsubishi Estate Ltd Adr	Common stock	2,719	2,382
	Molson Coors Brewing Co Cl-B	Common stock	1,032	1,045
	Monsanto Co New	Common stock	5,549	5,676
	Motorola Solutions Inc. Com New	Common stock	4,530	4,814
	Murray & Roberts Hldgs Ltd-Sp;onsored Adr	Common stock	2,316	1,564
	National Oilwell Varco Inc	Common stock	3,136	3,400
	Netflix Com Inc	Common stock	3,156	2,425
	Nexen Inc	Common stock	7,507	5,855
	Noble Energy Inc	Common stock	5,904	5,663
	Northern Trust Corp	Common stock	986	1,110
	Novagold Res Inc New	Common stock	3,749	2,968
	Novartis AG Spon ADR	Common stock	6,090	7,375
	Nrg Energy Inc	Common stock	3,267	2,790
	Occidental Pete Corp	Common stock	4,010	3,654
	Old Republic Intl Corp	Common stock	980	1,205
	Omnicom Group	Common stock	3,271	2,987
	Oracle Corporation	Common stock	7,312	7,362
	Paccar Inc	Common stock	3,384	3,597
	People's United Financl	Common stock	3,560	3,765
	Pepsico Incorporated	Common stock	2,275	2,455
	Petrobras Argentina S A Sponsored Adr	Common stock	958	719
	Petrofac Ltd Unsponsored Adr	Common stock	3,125	2,842
	Pfizer Incorporated	Common stock	11,042	11,664
	Philip Morris International Inc	Common stock	3,290	3,924
	Piedmont Natural Gas Co	Common stock	3,939	4,281
	Pioneer Nat Res Co	Common stock	3,882	3,490
	Pitney Bowes Inc	Common stock	2,551	2,466
	Polyus Gold Adr	Common stock	-	5,750
	Potash Corp of Saskatchewan Inc	Common stock	2,651	2,270
	Praxair Inc	Common stock	2,483	2,673
	Precision Castparts Corp	Common stock	4,809	5,438
	Procter & Gamble Co	Common stock	3,355	3,669
	Prudential PLC Spon ADR	Common stock	3,756	4,066
	Qualcomm Inc	Common stock	3,600	3,884
	Range Resources Corp	Common stock	1,941	2,044
	Raytheon Company	Common stock	5,082	5,032
	Rexam Plc Sponsored Adr	Common stock	4,182	3,870
	Rockwell Automation Inc.	Common stock	3,674	3,522
	Rockwood Holdings Inc	Common stock	2,840	2,165
	Rogers Communctns Cl Rci	Common stock	2,028	2,234
	Royal Dutch Shell Plc Adr Cl A	Common stock	4,653	5,409
	Rushydro Sponsored Adr	Common stock	2,511	1,476
	Ryanair Hldgs Plc Sponsored Adr	Common stock	3,457	3,538
	Safeway Inc New	Common stock	3,656	3,198
	Saic Inc	Common stock	4,461	3,662
	Salesforce Com	Common stock	2,608	2,131
	Sampo Oyj-A Shs Unsp Adr	Common stock	2,712	2,750

(Continued)

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Sandisk Corporation	Common stock	3,075	3,002
	Sanofi-Aventis Adr	Common stock	16,236	17,174
	Sap Ag-Sponsored Adr	Common stock	6,299	6,884
	Schlumberger Ltd	Common stock	6,107	5,670
	Shaw Group Inc	Common stock	2,548	2,905
	Siemens A G - Adr	Common stock	3,055	2,199
	Sigma Aldrich Corp	Common stock	2,155	2,249
	Silver Standard Res Inc	Common stock	4,341	3,980
	SK Telecommunications Co Lmt Spon Adr	Common stock	3,480	2,844
	Skywest Inc	Common stock	4,167	3,865
	Southwest Airlines Co	Common stock	2,080	2,080
	St Barbara Ltd Spon Adr 1 Rcpt= 5 ord Shrs	Common stock	1,736	1,489
	Starbucks Corp	Common stock	3,538	4,509
	Starwood Hotels & Resorts Worldwide Inc	Common stock	3,073	3,742
	State Str Corp	Common stock	2,531	2,580
	Stericycle Inc	Common stock	1,204	1,169
	Stryker Corp	Common stock	3,635	3,231
	Sumitomo Mitsui Finl Group Inc ADR	Common stock	4,264	3,565
	Sumitomo Mitsui Trust Holdings Inc Spon Adr	Common stock	2,097	1,701
	Swedbank Ab-Adr	Common stock	3,766	2,763
	Talisman Energy Inc	Common stock	12,686	9,333
	Tech Data Corp	Common stock	772	1,038
	Technip - SA-Adr	Common stock	2,580	2,785
	Telstra Corporation Ltd Spon Adr	Common stock	5,790	6,650
	Telus Corp Non Voting Shares	Common stock	604	1,071
	Teradata Corp	Common stock	2,621	2,377
	Teva Pharmaceutical Adr Inds Ltd	Common stock	5,588	5,045
	Tidewater Inc	Common stock	4,119	3,599
	Time Warner Inc	Common stock	8,165	8,710
	Tnt Express Nv Adr	Common stock	1,274	1,325
	Total S.A. Spons ADR	Common stock	4,128	3,987
	Transocean Ltd Ordinary Shares	Common stock	923	883
	Tullow Oil Plc Unsponsored Adr	Common stock	2,037	2,407
	Turkcell Iletisim Hizmetleri	Common stock	2,175	1,846
	Tyco International Ltd Shs	Common stock	2,253	2,756
	Tyson Foods Inc Cl A	Common stock	2,806	3,426
	Unilever PLC Spons ADR	Common stock	5,214	6,469
	Union Pacific Corp	Common stock	8,176	9,323
	United Parcel Service-B	Common stock	3,084	3,074
	United Technologies Corp	Common stock	2,119	2,266
	UnitedHealth Group Inc	Common stock	2,810	3,244
	Unum Group	Common stock	7,595	6,026
	UPM-Kymmene Corp Spon Adr	Common stock	1,048	982
	V F Corporation	Common stock	2,662	3,175
	Valeo Sponsored Adr	Common stock	3,501	2,512
	Vectren Corp	Common stock	3,864	4,142
	Verifone Systems Inc	Common stock	1,894	1,705
	Viacom Inc Cl B	Common stock	15,070	14,259
	Visteon Corp New	Common stock	4,149	3,196
	Vodafone Group PLC Sponsored ADR New	Common stock	2,015	2,439

(Continued)

B & B CORPORATE HOLDINGS 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2011

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest collateral, par or maturity value	(d) Cost	(e) Current value
	Wal-Mart Stores Inc.	Common stock	4,040	4,482
	Waters Corporation	Common stock	2,999	3,036
*	Wells Fargo Company	Common stock	7,366	6,449
	West Japan Railway Co	Common stock	951	1,000
	Western Digital Corp	Common stock	2,838	2,847
	Wm Morrison Adr	Common stock	3,084	3,446
	Wolseley Plc Jersey Sponsored Adr	Common stock	1,524	1,755
	Xstrata Plc - Adr	Common stock	5,753	4,727
	Yahoo Japan Corporation Adr	Common stock	5,064	4,273
	Yum Brands Inc.	Common stock	2,718	3,187
	Zimmer Holdings Inc		2,938	3,142
	Total Common Stock		977,017	937,323
	Government Securities			
	FHLMC Gold Pass Thru Pool G04913	Government security 5.000% 03/01/38	2,303	2,262
	FHLMC Gold Pass Thru Pool G04688	Government security 5.500% 09/01/38	3,341	3,261
	FNMA Pass Thru Pool 687984	Government security 5.500% 02/01/33	2,149	1,875
	FNMA Pass Thru Pool AB1389	Government security 4.500% 08/01/40	64,289	57,221
	FNMA Pass Thru Pool AE0115	Government security 5.500% 12/01/35	15,922	13,620
	FNMA Pass Thru Pool AH5583	Government security 4.500% 02/01/41	29,227	28,260
	FNMA Pass Thru Pool 745275	Government security 5.000% 02/01/36	29,205	15,696
	FNMA Pass Thru Pool 889982	Government security 5.500% 11/01/38	92,028	38,208
	FNMA Pass Thru Pool 903812	Government security 5.500% 12/01/36	2,235	1,772
	FNMA Pass Thru Pool 934231	Government security 5.000% 01/01/39	21,055	19,512
	FNMA Pass Thru Pool 986761	Government security 5.500% 07/01/38	3,184	1,825
	FNMA Pass Thru Pool 995722	Government security 5.000% 05/01/38	2,413	2,177
	Federal Natl Mtg Assn Notes Cpn	Government security 1.750% 12/18/13	18,781	19,115
	US Treasury Infl Inx Note Cpn	Government security 2.500% 01/15/29	31,762	35,158
	US Treasury Inflation Protected Note	Government security 3.000% 07/15/12	25,736	25,730
	US Treasury Notes Cpn	Government security 1.500% 07/31/16	15,311	15,512
	US Treasury Notes Cpn	Government security 3.625% 04/15/28	12,675	14,559
	US Treasury Notes Cpn	Government security 2.125% 08/15/21	22,275	22,555
	US Treasury Notes Cpn	Government security 0.875% 02/29/12	36,089	36,050
	US Treasury Notes Cpn	Government security 1.375% 03/15/13	6,965	7,100
	Total Government Securities		436,945	361,468
	Corporate Bonds			
	Goodrich Petroleum Corp Conv Sr Unsecured Lnkd to Gdp Cpn	Corporate bonds 5.000% 10/01/29	3,709	3,650
	Lucent Technologies Convertible/Put/Call Debentures	Corporate bonds 2.875% 06/15/25	4,337	4,363
	Jetblue Airways Corp Conv Debentures Cpn	Corporate bonds 6.750% 10/15/39	1,188	1,343
	Usec Inc Convertible Senior Notes	Corporate bonds 3.000% 10/01/14	2,104	1,364
	Total Corporate Bonds		11,338	10,720
	Total Investments		$ 2,135,452	$ 2,005,624

* Denotes party-in-interest