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
- ☒ 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:
- ☐ Form 5558;
- ☐ automatic extension;
- ☐ the DFVC program;
- ☐ special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 07/01/1979

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

DUNLOP MANUFACTURING, INC.

170 INDUSTRIAL WAY
BENICIA, CA 94510

2b Employer Identification Number (EIN) 94-2440675

2c Sponsor's telephone number 707-745-2722

2d Business code (see instructions) 339900

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	07/20/2012	JASMIN POWELL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/20/2012	JASMIN POWELL
	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")
DUNLOP MANUFACTURING, INC.

170 INDUSTRIAL WAY
BENICIA, CA 94510

3b Administrator's EIN
94-2440675

3c Administrator's telephone number
707-745-2722

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**	265
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**	264
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	36
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	300
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	300
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	255
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	13
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**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
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
94-2440675

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)

PENSION SPECIALISTS, INC.

35 IRON POINT CIRCLE, SUITE 100
FOLSOM, CA 95630

27-2037969

(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?
13		29719	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

TITAN CAPITAL MANAGEMENT, LLC

1500 J STREET
MODESTO, CA 95354

(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?
28		19048	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

FIRST REPUBLIC INVESTMENT MGMT

111 PINE STREET
SAN FRANCISCO, CA 94111

(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?
28		10485	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] 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)

TD AMERITRADE

PO BOX 2209
OMAHA, NE 68103-2209

(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?
19		8338	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

SOUTHLAND INVESTMENTS

18685 A-MAIN STREET 606
HUNTINGTON BEACH, CA 92648

(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?
28		7813	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

PATRICK & BUZARELLOS LLP

1900 POINT WEST WAY 102
SACRAMENTO, CA 95815

68-0197298

(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		5850	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] 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)

EXPERTPLAN

11880 COLLEGE BLVD, SUITE 200
OVERLAND PARK, KS 66210

52-2269494

(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		2174	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
94-2440675

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	54577	81109
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	120000
(2) Participant contributions	1b(2)	4224	7461
(3) Other	1b(3)	55	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1295794	1847258
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	1780585	1774460
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	162125	225673
(B) Common	1c(4)(B)	2549630	213905
(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)	727929	739112
(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)	1616171	1513984
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	2523653

		(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	8191090	9046615
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	137	709
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	137	709
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	8190953	9045906

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)	1080000	
(B) Participants	2a(1)(B)	93151	
(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)		1173151
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1387	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)	83089	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	52137	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		136613
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	12170	
(B) Common stock	2b(2)(B)	7931	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	25009	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		45110
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	4914675	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	5135388	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-220713

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	-21612	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-21612
(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)		-18856
c Other income	2c		67124
d Total income. Add all **income** amounts in column (b) and enter total	2d		1160817
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	222254	
(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)		222254
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)	5850	
(2) Contract administrator fees	2i(2)	31893	
(3) Investment advisory and management fees	2i(3)	45684	
(4) Other	2i(4)	183	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		83610
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		305864
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		854953
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: PATRICK & BUZARELLOS LLP (2) EIN: 68-0197298

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		10533
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.) **4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) **4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) **4d**		X	
e	Was this plan covered by a fidelity bond? **4e**	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? **4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? **4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? **4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) **4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) **4j**	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? **4k**		X	
l	Has the plan failed to provide any benefit when due under the plan? **4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) **4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. **4n**			

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

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

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
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
94-2440675

Part I Distributions

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

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

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

EIN(s): 68-6098129 52-2269494

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):

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

DECEMBER 31, 2011 AND 2010

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

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PATRICK
&
BUZARELLOS
Certified Public Accountants, LLP

INDEPENDENT AUDITOR'S REPORT

The Trustees and Participants
Dunlop Manufacturing, Inc.
401(k) Profit Sharing Plan

We have audited the statements of net assets available for benefits of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the year and six months then ended and the supplemental schedules as of December 31, 2011. These financial statements and schedules are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements and schedules 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 audits 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 Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of December 31, 2011 and 2010, and the changes in its net assets available for benefits for the year and six months then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements as a whole. The supplemental schedules of Assets Held for Investment, Assets Acquired and Disposed of Within the Year and Reportable Transactions are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. 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 financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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 basic financial statements as a whole.

Patrick & Buzarellos LLP

Sacramento, California
July 13, 2012

1900 Point West Way, Suite 102
Sacramento, CA 95815
Fax: 916.920.1055
Phone: 916.920.1604
www.pbcpasllp.com

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31,

	2011	2010
ASSETS		
INVESTMENTS, at fair value		
Cash and cash equivalents	$ 2,603,479	$ 1,370,570
Common and preferred stocks	439,578	336,136
Fixed income	1,774,460	1,858,223
Mutual and exchange traded funds	3,362,525	3,893,953
Total investments	8,180,042	7,458,882
RECEIVABLES		
Notes receivable from participants	739,112	727,929
Employer contributions	120,000	-
Participant contributions	7,461	4,224
Other	-	55
Total receivables	866,573	732,208
TOTAL ASSETS	9,046,615	8,191,090
LIABILITIES		
Accounts and benefits payable	709	137
TOTAL LIABILITIES	709	137
NET ASSETS AVAILABLE FOR BENEFITS	$ 9,045,906	$ 8,190,953

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year Ended December 31, 2011	Six Months Ended December 31, 2010
ADDITIONS TO NET ASSETS		
INVESTMENT INCOME		
Interest and dividends	$ 129,586	$ 83,953
Net appreciation (decline) in fair value of investments	(205,798)	335,982
Other	11,741	3,920
Total investment income (loss)	(64,471)	423,855
Interest from notes receivable from participants	52,137	29,140
CONTRIBUTIONS		
Employer	1,080,000	487,576
Participants	93,151	46,464
Rollover	-	6,928
	1,173,151	540,968
TOTAL ADDITIONS	1,160,817	993,963
DEDUCTIONS FROM NET ASSETS		
BENEFITS PAID TO PARTICIPANTS	222,254	50,487
INVESTMENT ADVISORY AND ADMINISTRATIVE FEES	83,610	26,189
TOTAL DEDUCTIONS	305,864	76,676
INCREASE IN NET ASSETS	854,953	917,287
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	8,190,953	7,273,666
END OF YEAR	$ 9,045,906	$ 8,190,953

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2011 AND 2010

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing 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 all full-time eligible employees of Dunlop Manufacturing, Inc. (the Company), as defined in the Plan document and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Employees represented by collective bargaining agreements and leased employees are not eligible to participate in the Plan.

Effective July 1, 2010, the Company elected to be treated as an S-corporation for tax purposes. This required a change to December 31 for its reporting year-end. To coincide with the Company's year-end, the Plan also changed its year-end to December 31.

Employees are eligible to participate in the salary deferral provisions immediately upon hire. Employees are eligible to participate in the profit sharing contributions on the first day of the plan year after the completion of one year (at least 1,000 hours) of service.

Administration: Under the terms of the Plan, a group of officers of the Company act as the trustee. The Company has contracted with a third-party administrator who processes and maintains the records of participant data and ExpertPlan to act as the custodian of the participants' self-directed salary deferral and rollover accounts.

Contributions to the Plan: Participants may contribute a portion of their eligible annual salary to the Plan subject to certain Internal Revenue Code limitations. Participants may also contribute amounts representing distributions from other defined contribution plans. The Plan provides for discretionary profit sharing and matching contributions by the Company.

The Company made profit sharing contributions of $1,080,000 for the year ended December 31, 2011 and $487,576 for the six months ended December 31, 2010. The Company made no discretionary matching contributions during the periods ended December 31, 2011 and 2010.

Participant Accounts: Each participant's account is credited with the participant's contributions, an allocation of the Company's contribution, and Plan earnings and are charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures: Participants are immediately vested in their contributions. Discretionary Company matching and profit sharing contributions vest as follows:

NOTE A - DESCRIPTION OF THE PLAN - CONTINUED

Years of Service	Percentage Vested
Less Than 2	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

At December 31, 2011 and 2010 there were no forfeited Company contributions. During the periods ended December 31, 2011 and 2010, $6,272 and $1,796, respectively, of forfeited Company contributions were allocated to participants' accounts as additional Company contributions.

During the periods ended December 31, 2011 and 2010, no forfeited Company contributions were used to reduce Company contributions.

Notes Receivable from Participants: A participant may borrow up to the lesser of $50,000 or 50% of the participant's vested account balance subject to the approval of the Plan administrator. The minimum loan amount is $1,000 and a participant may not have more than four loans outstanding at any time. All borrowings bear a fixed rate of interest commensurate with local prevailing rates as determined on the date of advance by the Plan administrator. Borrowings generally must be repaid within a five-year period through regular payroll deductions. Loans are segregated investments and to the extent a participant borrows, his or her account will not share in the earnings and gains in value attributable to other plan investments. Accordingly, the interest participants pay on their loans will be directly credited to their account.

Payment of Benefits: The Plan provides for the payment to the participant (or, if applicable, the beneficiary) at retirement (age 62), disability, death, or termination of employment. In-service distributions are also permitted if the participant is at least age 59 ½ and 100% vested. Participants who qualify for retirement benefits will receive their benefits in the form of a lump sum in cash. The benefit to which a participant is entitled is the benefit that can be provided directly from the participant's vested account balance. Participants who separate from service and have a vested account balance of $1,000 or less are subject to an administrative distribution at the discretion of the Plan administrator.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The accompanying financial statements are prepared on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America. Employee contributions are recorded in the year in which the Company makes payroll deductions from participant earnings. Benefit payments and expenses are recorded when paid.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Investment Valuation and Income Recognition: Investments are recorded at fair value. *Fair value* is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note D for a discussion of fair value measurements.

The net appreciation or decline in fair value of investments includes the realized gain or loss on the sale of securities and unrealized appreciation or depreciation arising from the differences between the fair value at the beginning of the year and at the end of the year.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date.

Brokerage fees are added to the acquisition costs of assets purchased and subtracted from the proceeds of assets sold.

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

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

Risks and Uncertainties: The Plan provides for various investment options in any combination of mutual funds, fixed income securities and other investment securities offered by the Plan. Investment securities are exposed to various risks, such as interest rate, market fluctuations and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

NOTE C - INVESTMENTS

The following table presents the individual investment securities that exceeded 5 percent of the Plan's net assets available for benefits at December 31, 2011 and 2010.

NOTE C – INVESTMENTS - CONTINUED

Investments at Fair Value as Determined By Quoted Market Price:

	December 31, 2011
Charles Schwab – Government Money Fund	$642,487
TD Ameritrade Insured Deposit Account	$1,193,583
Westamerica Bank – Checking and Savings Accounts	$731,383

	December 31, 2010
Macerich Co. Common Stock	$410,534
Charles Schwab Permanent Portfolio	$493,578
Westamerica Bank – Checking and Savings Accounts	$723,583

All the above investments are non-participant directed.

During the periods ended December 31, 2011 and 2010, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (declined) in value by $(205,798) and $335,982, respectively, as follows:

	Year Ended December 31, 2011	Six Months Ended December 31, 2010
Common and preferred stock	$(2,217)	$291,698
Mutual and exchange traded funds	$(179,827)	$60,441
Fixed income	$(23,754)	$(16,157)
	$(205,798)	$335,982

NOTE D – FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets in active markets that the plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Mutual funds and exchange traded funds The fair value of mutual funds and exchange traded funds is based on quoted net asset values of the shares held by the Plan at year-end.

Common and preferred stocks and corporate bonds The fair value of common and preferred stocks and corporate bonds is based on the closing price reported on the active market on which the individual securities are traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2011 and 2010:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2011	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$2,603,479	$2,603,479	$ -	$ -
Common and preferred stocks				
Financial	414,108	414,108	-	-
Other	25,470	25,470	-	-
Corporate bonds	1,774,460	1,774,460	-	-
Exchange traded funds				
Fixed	1,642,514	1,642,514	-	-
Foreign	96,178	96,178	-	-
Growth	197,567	197,567	-	-
Other	384,210	384,210	-	-
Value	238,803	238,803	-	-
Mutual funds				
Asset allocation	154,432	154,432	-	-
Blend	36,166	36,166	-	-
Fixed	471,259	471,259	-	-
Foreign	94,735	94,735	-	-
Growth	44,975	44,975	-	-
Value	1,686	1,686	-	-
	$8,180,042	$8,180,042	$ -	$ -

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2010	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$1,370,570	$1,370,570	$ -	$ -
Common and preferred stocks				
Financial	292,902	292,902	-	-
Other	43,234	43,234	-	-
Corporate bonds	1,858,223	1,858,223	-	-
Exchange traded funds				
Blend	282,249	282,249	-	-
Fixed	527,975	527,975	-	-
Foreign	789,416	789,416	-	-
Growth	273,863	273,863	-	-
Other	775,847	775,847	-	-
Value	181,279	181,279	-	-
Mutual funds				
Asset allocation	616,355	616,355	-	-
Blend	23,401	23,401	-	-
Fixed	337,008	337,008	-	-
Foreign	48,279	48,279	-	-
Growth	36,885	36,885	-	-
Value	1,396	1,396	-	-
	$7,458,882	$7,458,882	$ -	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the periods ended December 31, 2011 and 2010 are reported in net appreciation (decline) in fair value of investments.

NOTE E - PLAN TERMINATION

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

NOTE F – INCOME TAX STATUS

The Plan obtained its latest determination letter on September 3, 2010, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provisions for income taxes have been included in the Plan's financial statements.

The Plan is subject to routine audits by taxing jurisdictions for the prior three years; however, there are currently no audits for any tax periods in progress.

NOTE G - RELATED PARTY TRANSACTIONS

Since the inception of the Plan, the Company has absorbed some of the administrative expenses of operating the Plan.

NOTE H - NONEXEMPT TRANSACTIONS

During the year ended December 31, 2011, the Company failed to remit to the Plan's custodian certain employee contributions totaling approximately $10,183 within the period prescribed by the Department of Labor regulations. Delays in remitting contributions to the custodian were due to administrative errors, and the Company will make contributions to the affected participants' accounts to compensate those participants for potential lost earnings due to the delay.

NOTE I – SUBSEQUENT EVENTS

Amendments to the Plan were executed in May, 2012, with an effective date of August 1, 2012, to allow for Roth elective deferrals and to change the custodian of the participant directed accounts from ExpertPlan to Verisight Trust Company.

Subsequent events have been evaluated through July 13, 2012, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULES

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2011

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
Charles Schwab - Cash	$ 1,334	$ 1,334
Charles Schwab - Government Money Fund	642,487	642,487
Charles Schwab - Ishares DJ Select Dividend Fund	46,242	46,834
Charles Schwab - Sector Spdr Trust Consumer Staples	46,440	48,995
Charles Schwab - Vanguard Bond Index Fund	186,318	186,963
TD Ameritrade - Abbott Labs	106,175	117,311
TD Ameritrade - Artio Funds Global High Income	64,498	53,490
TD Ameritrade - Autozone Inc Sr. Unsecured 5.875%	40,099	38,290
TD Ameritrade - Avalonbay	20,927	22,855
TD Ameritrade - Bell South Corp.	103,136	103,348
TD Ameritrade - BioMed Realty Trust Inc.	19,207	18,080
TD Ameritrade - Boeing Co.	105,228	109,446
TD Ameritrade - Boston Properties	20,162	19,920
TD Ameritrade - Caplease Inc.	10,848	14,140
TD Ameritrade - Cash	2,067	2,067
TD Ameritrade - ConocoPhillips Corp.	101,458	110,599
TD Ameritrade - DBC Powershares DB Comm. Ind. Fd. ETF	31,467	34,570
TD Ameritrade - Digital Realty Trust	17,257	20,001
TD Ameritrade - Emerson Electric Co.	79,263	77,390
TD Ameritrade - General Electric Cap Corp. 5.875%	21,378	25,470
TD Ameritrade - General Electric Cap Corp. SR	105,285	102,248
TD Ameritrade - GlaxoSmithKline Cap Inc.	78,875	79,375
TD Ameritrade - HCP Inc.	14,478	20,715
TD Ameritrade - HCP Inc. Preferred 7.25%	19,622	25,500
TD Ameritrade - Insured Deposit Account	1,193,583	1,193,583
TD Ameritrade - Ishares Barclays 7-10 Year Treasury Bond	190,751	195,199
TD Ameritrade - Ishares Barclays 10-20 Year Treasury Bond	28,825	33,897
TD Ameritrade - Ishares Barclays MBS Bond Fund	292,249	298,381
TD Ameritrade - Ishares Barclays Short Treasury Bond Fund	254,830	254,851
TD Ameritrade - Ishares Tips Bond Fund	173,483	186,237
TD Ameritrade - Ishares Iboxx Hi Yield Cap Bond	66,470	67,340
TD Ameritrade - Ishares JPM USB Emerging Markets	48,987	50,046
TD Ameritrade - Ishares MSCI EAFE Index Fund	94,251	80,536
TD Ameritrade - Ishares MSCI EAFE Small Cap Index	19,375	15,642

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2011

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade - Ishares Russell Mid Cap Value	9,439	9,201
TD Ameritrade - Ishares S&P Small Cap 600 Growth	16,271	18,841
TD Ameritrade - Ishares S&P/Citigroup International Treasury Fund	150,752	146,754
TD Ameritrade - Ishares US Preferred Stock Index	39,398	35,620
TD Ameritrade - ITE Spdr Lehman Intermediate Term ETF	260,738	272,893
TD Ameritrade - IWS Ishares Russell Mid Cap Value	23,815	26,648
TD Ameritrade - JP Morgan Chase & Co	98,761	105,589
TD Ameritrade - Kimco Realty Corp	12,528	16,240
TD Ameritrade - Macerich Co.	13,005	20,493
TD Ameritrade - Medtronic Inc SR 1.625%	50,375	50,375
TD Ameritrade - Merck & Co.	104,236	111,659
TD Ameritrade - Morgan Stanley Capital Preferred 5.75%	41,913	40,840
TD Ameritrade - Morgan Stanley Dean Witter	100,943	100,971
TD Ameritrade - Omega Healthcare Investors	21,185	17,415
TD Ameritrade - Oracle Corp Ozark Holdings	102,978	115,470
TD Ameritrade - Pimco Funds Emerging Local Bond	60,155	54,184
TD Ameritrade - Pitney Bowes Inc.	103,652	105,774
TD Ameritrade - Powershares FTSE RAFE Emerging	46,493	37,912
TD Ameritrade - Prologis Inc.	12,618	17,154
TD Ameritrade - Prologis Preferred 6.75%	24,234	24,100
TD Ameritrade - Public Storage	13,520	26,892
TD Ameritrade - Saturn Preferred 5.75%	41,713	34,293
TD Ameritrade - SL Green Realty Corp. Preferred 7.625%	21,508	25,000
TD Ameritrade - Spdr Gold Tr Gold SHS ETF	185,990	177,068
TD Ameritrade - Spdr S&P 400 Mid Cap Growth ETF	31,626	35,814
TD Ameritrade - TD Ameritrade Holding Corp.	37,546	37,463
TD Ameritrade - Teva Pharmaceutical Fin III	47,707	47,243
TD Ameritrade - USB Capital XI Preferred 6.6%	22,871	25,150
TD Ameritrade - Vanguard Growth ETF US Prime Mkt	141,268	142,912
TD Ameritrade - Vanguard Short Term US Treasury	394,203	391,278
TD Ameritrade - Vanguard Small Cap Value ETF	17,266	17,861
TD Ameritrade - Vanguard Value ETF MSCI US Prime Mkt	141,292	138,259
TD Ameritrade - Verizon Communications	101,735	103,916
TD Ameritrade - Verizon Virginia SR	49,598	48,935

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2011

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade - Vornado Realty Trust 6.625%	18,358	25,320
TD Ameritrade - Wells Fargo Company	100,305	103,350
TD Ameritrade - Wyeth	105,611	105,710
Westamerica Bank – Savings Account #6	653,675	653,675
Westamerica Bank – Checking Account #5	77,708	77,708
ExpertPlan - AllianceBerger International Growth Fund	*	6,325
ExpertPlan - Blackrock Large Cap Value Fund	*	925
ExpertPlan - Federated Automated Cash Management Fund	*	32,623
ExpertPlan - Janus Overseas Fund	*	34,920
ExpertPlan - Neuberger Berman Socially Responsible Fund	*	5,122
ExpertPlan - Nuveen Mid Cap Index	*	11,563
ExpertPlan - Oppenheimer Core Bond Fund	*	7,108
ExpertPlan - Oppenheimer Main Street Small Cap Fund	*	3,348
ExpertPlan - Pimco Real Return Bond Fund	*	18,689
ExpertPlan - RS S&P 500 Index Fund	*	16,133
ExpertPlan - T. Rowe Price Growth Stock Fund	*	44,975
ExpertPlan - T. Rowe Price Retirement 2010 Fund	*	8,282
ExpertPlan - T. Rowe Price Retirement 2020 Fund	*	80,704
ExpertPlan - T. Rowe Price Retirement 2030 Fund	*	10,768
ExpertPlan - T. Rowe Price Retirement 2040 Fund	*	46,594
ExpertPlan - T. Rowe Price Retirement Income Fund	*	8,082
ExpertPlan - Victory Special Value Fund	*	761
Participant loans - rates ranging from 4.25% to 9.39%**		739,112
	$ 7,744,044	$ 8,919,154

* Cost not provided for participant directed investments.
** Parties-in-interest.

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE YEAR
FORM 5500, SCHEDULE H, PART IV, LINE 4i
DECEMBER 31, 2011

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	**Cost**	**Proceeds**
Schwab/Southland - Sector Spdr Health Fund	$ 50,360	$ 46,605
Schwab/Southland - Proshares Short S&P 500	309,972	291,066
TD Ameritrade - Amex Spdr Technology Select Industries Fund	147,072	139,275
TD Ameritrade - Ishares Dow Jones US Telecom Sector	211,623	193,646
TD Ameritrade - Ishares MSCI South Korea Closed	191,534	166,508
TD Ameritrade - Ishares S&P 500 Index Fund	194,547	185,146
TD Ameritrade - Market Vectors Indonesia Index ETF	166,160	145,280
TD Ameritrade - Market Vectors Russia ETF	201,204	183,673
TD Ameritrade - Vanguard REIT ETF Index	254,822	218,057
TD Ameritrade - Pimco Funds Commodities Plus	272,688	266,855
TD Ameritrade - Templeton Income Global Bond	104,000	102,383
	$ 2,103,982	$ 1,938,494

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF REPORTABLE TRANSACTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4j
DECEMBER 31, 2011

Identity of Party and Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value	Net Gain or (Loss)
Charles Schwab - Permanent Portfolio	$ 166,873	$ 657,232	$ 620,163	$ 657,232	$ 37,069
Charles Schwab - Proshares Short S&P 500	309,972	291,065	309,972	291,065	(18,907)
Charles Schwab - Vanguard Total Stock	269,960	304,261	317,658	304,261	(13,397)
TD Ameritrade - Pimco Commodities Plus	272,688	266,855	272,688	266,855	(5,833)
TD Ameritrade - Vanguard REIT ETF Index	254,822	218,057	254,822	218,057	(36,765)
	$ 1,274,315	$ 1,737,470	$ 1,775,303	$ 1,737,470	$ (37,833)

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF DELINQUENT CONTRIBUTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4a
DECEMBER 31, 2011

Amount Withheld	Date Withheld	Date Remitted	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	Total Fully Corrected Under VFCP & PTE 2002-51
$283	8/28/09	1/21/11	$-	$283	$-	$-
$3,078	5/31/11	6/15/11	$-	$3,078	$-	$-
$3,542	9/15/11	10/3/11	$-	$3,542	$-	$-
$3,563	11/30/11	12/16/11	$-	$3,563	$-	$-

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

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

DECEMBER 31, 2010 AND JUNE 30, 2010

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

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PATRICK
&
BUZARELLOS
Certified Public Accountants, LLP

INDEPENDENT AUDITOR'S REPORT

The Trustees and Participants
Dunlop Manufacturing, Inc.
401(k) Profit Sharing Plan

We have audited the statements of net assets available for benefits of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of December 31, 2010 and June 30, 2010, and the related statements of changes in net assets available for benefits for the six months and year then ended and the supplemental schedules as of December 31, 2010. These financial statements and schedules are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements and schedules 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 audits 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 Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of December 31, 2010 and June 30, 2010, and the changes in its net assets available for benefits for the six months and year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of Assets Held for Investment, Assets Acquired and Disposed of Within the Year and Reportable Transactions are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. 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 financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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 basic financial statements taken as a whole.

Patrick & Buzarellos LLP

Sacramento, California
July 13, 2012

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Sacramento, CA 95815
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DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31, 2010	June 30, 2010
ASSETS		
INVESTMENTS, at fair value		
Cash and cash equivalents	$ 1,370,570	$ 1,719,434
Common and preferred stocks	336,136	307,023
Fixed income	1,858,223	1,874,380
Mutual and exchange traded funds	3,893,953	2,573,781
Total investments	7,458,882	6,474,618
RECEIVABLES		
Notes receivable from participants	727,929	772,173
Employer contributions	-	-
Participant contributions	4,224	6,168
Other	55	29,608
Total receivables	732,208	807,949
TOTAL ASSETS	8,191,090	7,282,567
LIABILITIES		
Accounts and benefits payable	137	8,901
TOTAL LIABILITIES	137	8,901
NET ASSETS AVAILABLE FOR BENEFITS	$ 8,190,953	$ 7,273,666

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Six Months Ended December 31, 2010	Year Ended June 30, 2010
ADDITIONS TO NET ASSETS		
INVESTMENT INCOME		
Interest and dividends	$ 83,953	$ 134,434
Net appreciation in fair value of investments	335,982	71,865
Other	3,920	7,179
Total investment income	423,855	213,478
Interest from notes receivable from participants	29,140	54,439
CONTRIBUTIONS		
Employer	487,576	831,033
Participants	46,464	98,190
Rollover	6,928	-
	540,968	929,223
TOTAL ADDITIONS	993,963	1,197,140
DEDUCTIONS FROM NET ASSETS		
BENEFITS PAID TO PARTICIPANTS	50,487	293,906
INVESTMENT ADVISORY AND ADMINISTRATIVE FEES	26,189	53,602
TOTAL DEDUCTIONS	76,676	347,508
INCREASE IN NET ASSETS	917,287	849,632
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	7,273,666	6,424,034
END OF YEAR	$ 8,190,953	$ 7,273,666

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2010 AND JUNE 30, 2010

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing 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 all full-time eligible employees of Dunlop Manufacturing, Inc. (the Company), as defined in the Plan document and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Employees represented by collective bargaining agreements and leased employees are not eligible to participate in the Plan.

Effective July 1, 2010, the Company elected to be treated as an S-corporation for tax purposes. This required a change to December 31 for its reporting year-end. To coincide with the Company's year-end, the Plan also changed its year-end to December 31.

Effective July 1, 2009, employees are eligible to participate in the salary deferral provisions immediately upon hire. Employees are eligible to participate in the profit sharing contributions on the first day of the plan year after the completion of one year (at least 1,000 hours) of service.

Administration: Under the terms of the Plan, a group of officers of the Company act as the trustee. The Company has contracted with a third-party administrator who processes and maintains the records of participant data and ExpertPlan to act as the custodian of the participants' self-directed salary deferral and rollover accounts.

Contributions to the Plan: Participants may contribute a portion of their eligible annual salary to the Plan subject to certain Internal Revenue Code limitations. Participants may also contribute amounts representing distributions from other defined contribution plans. The Plan provides for discretionary profit sharing and matching contributions by the Company.

The Company made profit sharing contributions of $487,576 for the six months ended December 31, 2010 and $831,033 the year ended June 30, 2010. The Company made no discretionary matching contributions during the periods ended December 31, 2010 and June 30, 2010.

Participant Accounts: Each participant's account is credited with the participant's contributions, an allocation of the Company's contribution, and Plan earnings and are charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures: Participants are immediately vested in their contributions. Discretionary Company matching and profit sharing contributions vest as follows:

NOTE A - DESCRIPTION OF THE PLAN - CONTINUED

Years of Service	Percentage Vested
Less Than 2	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

At December 31, 2010 and June 30, 2010 there were no forfeited Company contributions. During the six months ended December 31, 2010, $1,798 of forfeited Company contributions were allocated to participants' accounts as additional Company contributions. During the year ended June 30, 2010, $12,808 of forfeited Company contributions were used to reduce the Company's contribution.

Notes Receivable from Participants: A participant may borrow up to the lesser of $50,000 or 50% of the participant's vested account balance subject to the approval of the Plan administrator. The minimum loan amount is $1,000 and a participant may not have more than four loans outstanding at any time. All borrowings bear a fixed rate of interest commensurate with local prevailing rates as determined on the date of advance by the Plan administrator. Borrowings generally must be repaid within a five-year period through regular payroll deductions. Loans are segregated investments and to the extent a participant borrows, his or her account will not share in the earnings and gains in value attributable to other plan investments. Accordingly, the interest participants pay on their loans will be directly credited to their account.

Payment of Benefits: The Plan provides for the payment to the participant (or, if applicable, the beneficiary) at retirement (age 62), disability, death, or termination of employment. In-service distributions are also permitted if the participant is at least age 59 ½ and 100% vested. Participants who qualify for retirement benefits will receive their benefits in the form of a lump sum in cash. The benefit to which a participant is entitled is the benefit that can be provided directly from the participant's vested account balance. Participants who separate from service and have a vested account balance of $1,000 or less are subject to an administrative distribution at the discretion of the Plan administrator.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The accompanying financial statements are prepared on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America. Employee contributions are recorded in the year in which the Company makes payroll deductions from participant earnings. Benefit payments and expenses are recorded when paid.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Investment Valuation and Income Recognition: Investments are recorded at fair value. *Fair value* is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note D for a discussion of fair value measurements.

The net appreciation or decline in fair value of investments includes the realized gain or loss on the sale of securities and unrealized appreciation or depreciation arising from the differences between the fair value at the beginning of the year and at the end of the year.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date.

Brokerage fees are added to the acquisition costs of assets purchased and subtracted from the proceeds of assets sold.

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

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

Risks and Uncertainties: The Plan provides for various investment options in any combination of mutual funds, fixed income securities and other investment securities offered by the Plan. Investment securities are exposed to various risks, such as interest rate, market fluctuations and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

NOTE C - INVESTMENTS

The following table presents the individual investment securities that exceeded 5 percent of the Plan's net assets available for benefits at December 31, 2010 and June 30, 2010.

NOTE C – INVESTMENTS - CONTINUED

Investments at Fair Value as Determined By Quoted Market Price:

	December 31, 2010
Macerich Co. Common Stock	$410,534
Charles Schwab Permanent Portfolio	$493,578
Westamerica Bank – Checking and Savings Accounts	$723,583
	June 30, 2010
TD Ameritrade Insured Deposit Account	$1,040,863
Vanguard Bond Index Fund	$411,701
Westamerica Bank – Checking and Savings Accounts	$639,522

All the above investments are non-participant directed.

During the periods ended December 31, 2010 and June 30, 2010, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $335,982 and $71,865, respectively, as follows:

	Six Months Ended December 31, 2010	Year Ended June 30, 2010
Common and preferred stock	$276,997	$39,292
Mutual and exchange traded funds	75,142	(42,802)
Fixed income	(16,157)	75,375
	$335,982	$71,865

NOTE D – FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets in active markets that the plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010 and June 30, 2010.

Mutual funds and exchange traded funds. The fair value of mutual funds and exchange traded funds is based on quoted net asset values of the shares held by the Plan at year-end.

Common and preferred stocks and corporate bonds. The fair value of common and preferred stocks and corporate bonds is based on the closing price reported on the active market on which the individual securities are traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010 and June 30, 2010:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2010	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$1,370,570	$1,370,570	$ -	$ -
Common and preferred stocks				
Financial	292,902	292,902	-	-
Other	43,234	43,234	-	-
Corporate bonds	1,858,223	1,858,223	-	-
Exchange traded funds				
Blend	282,249	282,249	-	-
Fixed	527,975	527,975	-	-
Foreign	789,416	789,416	-	-
Growth	273,863	273,863	-	-
Other	775,847	775,847	-	-
Value	181,279	181,279	-	-
Mutual funds				
Asset allocation	616,355	616,355	-	-
Blend	23,401	23,401	-	-
Fixed	337,008	337,008	-	-
Foreign	48,279	48,279	-	-
Growth	36,885	36,885	-	-
Value	1,396	1,396	-	-
	$7,458,882	$7,458,882	$ -	$ -

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
June 30, 2010	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$1,719,434	$1,719,434	$ -	$ -
Common and preferred stocks				
Financial	269,864	269,864	-	-
Other	37,159	37,159	-	-
Corporate bonds	1,874,380	1,874,380	-	-
Exchange traded funds				
Blend	300,546	300,546	-	-
Fixed	1,174,484	1,174,484	-	-
Foreign	71,532	71,532	-	-
Growth	96,300	96,300	-	-
Other	459,280	459,280	-	-
Value	148,295	148,295	-	-
Mutual funds				
Asset allocation	241,140	241,140	-	-
Blend	12,629	12,629	-	-
Fixed	10,320	10,320	-	-
Foreign	34,961	34,961	-	-
Growth	23,368	23,368	-	-
Value	926	926	-	-
	$6,474,618	$6,474,618	$ -	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the periods ended December 31, 2010 and June 30, 2010 are reported in net appreciation (decline) in fair value of investments.

NOTE E - PLAN TERMINATION

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

NOTE F – INCOME TAX STATUS

The Plan obtained its latest determination letter on September 3, 2010, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provisions for income taxes have been included in the Plan's financial statements.

The Plan is subject to routine audits by taxing jurisdictions for the prior three years; however, there are currently no audits for any tax periods in progress.

NOTE G - RELATED PARTY TRANSACTIONS

Since the inception of the Plan, the Company has absorbed some of the administrative expenses of operating the Plan.

NOTE H - NONEXEMPT TRANSACTIONS

During the year ended June 30, 2010, the Company failed to remit to the Plan's custodian certain employee contributions totaling approximately $283 within the period prescribed by the Department of Labor regulations. Delays in remitting contributions to the custodian were due to administrative errors, and the Company has made contributions to the affected participants' accounts to compensate those participants for potential lost earnings due to the delay.

NOTE I – SUBSEQUENT EVENTS

Amendments to the Plan were executed in May, 2012, with an effective date of August 1, 2012, to allow for Roth elective deferrals and to change the custodian of the participant directed accounts from ExpertPlan to Verisight Trust Company.

Subsequent events have been evaluated through July 13, 2012, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULES

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
Charles Schwab - Cash	$ 331	$ 331
Charles Schwab - Government Money Fund	23,063	23,063
Charles Schwab - Permanent Portfolio	453,290	493,578
Charles Schwab - Ishares MSCI Hong Kong Index Fund	48,196	45,900
Charles Schwab - Ishares MSCI Malaysia Index Fund	48,533	48,921
Charles Schwab - Ishares MSCI Singapore Free Index Fund	48,339	46,398
Charles Schwab - Ishares Trust DJ US Telecom	47,769	47,838
Charles Schwab - Market Vectors ETF	47,999	45,163
Charles Schwab - Market Vectors ETF Trust	48,392	45,925
Charles Schwab - Powershares DB Commodity Index	47,849	49,562
Charles Schwab - Vanguard Energy	47,829	48,639
Charles Schwab - Vanguard Small Cap	28,691	28,616
Charles Schwab - Vanguard Total Stock Market	47,698	48,048
TD Ameritrade - Abbott Labs	106,175	174,420
TD Ameritrade - AMB Property Corp.	12,618	39,781
TD Ameritrade - Amex Spdr Industrial Select Index	154,412	192,859
TD Ameritrade - Artio Funds Global High Income	56,073	139,392
TD Ameritrade - Autozone Inc Sr. Unsecured 5.875%	40,099	131,002
TD Ameritrade - Bell South Corp.	103,136	191,685
TD Ameritrade - BioMed Realty Trust Inc.	19,207	192,783
TD Ameritrade - Boeing Co.	105,228	213,349
TD Ameritrade - Caplease Inc.	10,848	150,473
TD Ameritrade - Cash	184,914	184,914
TD Ameritrade - ConocoPhillips Corp.	101,458	37,858
TD Ameritrade - DBC Powershares DB Comm. Ind. Fd. ETF	29,946	144,881
TD Ameritrade - Ishares MSCI EAFE Index Fund	85,594	115,440
TD Ameritrade - Emerson Electric Co.	79,263	19,026
TD Ameritrade - FR TR DJ Select Micro Cap	10,044	53,443
TD Ameritrade - General Electric Cap Corp. 5.875%	21,378	106,670
TD Ameritrade - General Electric Cap Corp. SR	105,285	18,650
TD Ameritrade - GlaxoSmithKline Cap Inc.	78,875	109,698
TD Ameritrade - Goldman Sachs Group Inc.	105,896	20,370
TD Ameritrade - HCP Inc.	14,478	2
TD Ameritrade - HCP Inc. Preferred 7.25%	19,622	108,994

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade - Honeywell International Inc.	108,066	37,909
TD Ameritrade - Ishares Iboxx Hi Yield Cap Bond	60,269	89,542
TD Ameritrade - Ishares S&P Smallcap 600 Growth	20,112	80,000
TD Ameritrade - Insured Deposit Account	37,803	37,803
TD Ameritrade - Ishares Cohen & Steers Realty	137,994	106,901
TD Ameritrade - Ishares MSCI Hong Kong	134,422	81,435
TD Ameritrade - Ishares MSCI Malaysia	164,994	100,162
TD Ameritrade - Ishares Russell 2000 Index Fund	158,224	18,395
TD Ameritrade - ITE Spdr Lehman Intermediate Term ETF	210,381	24,730
TD Ameritrade - IWS Ishares Russell Mid Cap Value	50,217	107,367
TD Ameritrade - JP Morgan Chase & Co	98,761	63,022
TD Ameritrade - Kimco Realty Corp	12,528	26,568
TD Ameritrade - Macerich Co.	13,005	410,534
TD Ameritrade - Mdyg Spdr S&P 400 Mid Cap Growth ETF	35,002	213,253
TD Ameritrade - Merck & Co.	104,236	63,149
TD Ameritrade - Morgan Stanley Capital Preferred 5.75%	24,859	106,739
TD Ameritrade - Morgan Stanley Dean Witter	100,943	18,040
TD Ameritrade - Nationwide Health Properties	16,949	19,185
TD Ameritrade - Oracle Corp Ozark Holdings	102,978	47,193
TD Ameritrade - Pimco Funds Emerging Local Bond	56,154	110,120
TD Ameritrade - Pimco High Yield Fund	211,997	27,338
TD Ameritrade - Pitney Bowes Inc.	103,652	108,048
TD Ameritrade - Powershares QQQ	146,806	21,828
TD Ameritrade - Public Storage	13,520	112,428
TD Ameritrade - Powershares FTSE RAFE Emerging	40,399	53,433
TD Ameritrade - Saturn Preferred 5.75%	17,908	105,079
TD Ameritrade - Ishares Barclays Short Treasury Bond Fund	149,876	20,284
TD Ameritrade - SL Green Realty Corp. Preferred 7.625%	21,508	47,770
TD Ameritrade - Spdr Gold Tr Gold SHS ETF	147,779	11,757
TD Ameritrade - Starwood Hotels & Resorts	13,542	149,926
TD Ameritrade - TD Ameritrade Holding Corp.	37,546	25,000
TD Ameritrade - Ishares Barclays 10-20 Year Treasury Bond	100,255	18,234
TD Ameritrade - USB Capital XI Preferred 6.6%	22,871	101,772
TD Ameritrade - Vanguard Small Cap Value ETF	45,105	25,100

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade - Verizon Communications	101,735	55,360
TD Ameritrade - Vanguard REIT ETF Index	34,870	106,341
TD Ameritrade - Vornado Realty Trust 6.625%	18,358	45,403
TD Ameritrade - Vanguard Value ETF MSCI US Prime Mkt	54,864	23,200
TD Ameritrade - Vanguard Growth ETF US Prime Mkt	40,024	62,769
TD Ameritrade - Wells Fargo Company	100,305	49,627
TD Ameritrade - Wisdomtree India Earnings Fund	139,859	105,825
TD Ameritrade - Wyeth	105,611	109,338
Westamerica Bank – Checking Account #5	54,245	54,245
Westamerica Bank – Savings Account #6	669,338	669,338
ExpertPlan - AllianceBerger International Growth Fund	*	5,865
ExpertPlan - Blackrock Large Cap Value Fund	*	724
ExpertPlan - Federated Automated Cash Management Fund	*	20,199
ExpertPlan - Janus Overseas Fund	*	42,414
ExpertPlan - Neuberger Berman Socially Responsible Fund	*	3,093
ExpertPlan - Nuveen Mid Cap Index	*	7,976
ExpertPlan - Oppenheimer Core Bond Fund	*	4,181
ExpertPlan - Oppenheimer Main Street Small Cap Fund	*	2,679
ExpertPlan - Pimco Real Return Bond Fund	*	12,602
ExpertPlan - RS S&P 500 Index Fund	*	9,653
ExpertPlan - T. Rowe Price Growth Stock Fund	*	36,885
ExpertPlan - T. Rowe Price Retirement 2010 Fund	*	6,826
ExpertPlan - T. Rowe Price Retirement 2020 Fund	*	62,623
ExpertPlan - T. Rowe Price Retirement 2030 Fund	*	8,381
ExpertPlan - T. Rowe Price Retirement 2040 Fund	*	39,633
ExpertPlan - T. Rowe Price Retirement Income Fund	*	5,314
ExpertPlan - Victory Special Value Fund	*	672
Participant loans - rates ranging from 5.25% to 9.33%**		727,929
	$ 6,422,398	$ 8,186,811

* Cost not provided for participant directed investments.

** Parties-in-interest.

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE YEAR
FORM 5500, SCHEDULE H, PART IV, LINE 4i
DECEMBER 31, 2010

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest	Cost	Proceeds
Schwab/Southland - Eaton Vance LTD Duration	$ 93,302	$ 87,634
Schwab/Southland - Ishares Trust Barclays Bond 7-10	51,462	52,306
Schwab/Southland - Proshares Short S&P 500	79,266	71,276
Schwab/Southland - Vanguard International Equity Index	70,363	68,823
	$ 294,393	$ 280,039

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF REPORTABLE TRANSACTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4j
DECEMBER 31, 2010

Identity of Party and Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value	Net Gain or (Loss)
Charles Schwab - Vanguard Bond Index Fund	$ 93,450	$ 505,691	$ 500,393	$ 505,691	$ 5,298

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF DELINQUENT CONTRIBUTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4a
DECEMBER 31, 2010

Amount Withheld	Date Withheld	Date Remitted	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	Total Fully Corrected Under VFCP & PTE 2002-51
$283	8/28/09	1/21/11	$-	$283	$-	$-

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2011 and ending 12/31/2011
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	EXPERTPLAN	EXPERTPLAN ALLIANCEBER INTL GROWTH A	N/A	6,325
	EXPERTPLAN	EXPERTPLAN BLACKROCK LARGE CAP VALUE A	N/A	925
	EXPERTPLAN	EXPERTPLAN FEDERATED AUTOMATED CASH MGMT K	N/A	32,623
	EXPERTPLAN	EXPERTPLAN JANUS OVERSEAS S	N/A	34,920
	EXPERTPLAN	EXPERTPLAN NEUBERGER BERMAN SOCIALLY RESP TR	N/A	5,122
	EXPERTPLAN	EXPERTPLAN NUVEEN MID CAP INDEX R3	N/A	11,563
	EXPERTPLAN	EXPERTPLAN OPPENHEIMER CORE BOND A	N/A	7,108
	EXPERTPLAN	EXPERTPLAN OPPENHEIMER MAIN ST SMALL CAP A	N/A	3,348
	EXPERTPLAN	EXPERTPLAN PIMCO REAL RETURN BOND A	N/A	18,689
	EXPERTPLAN	EXPERTPLAN RS S&P 500 INDEX K	N/A	16,133
	EXPERTPLAN	EXPERTPLAN T. ROWE PRICE GROWTH STOCK R	N/A	44,975
	EXPERTPLAN	EXPERTPLAN T. ROWE PRICE RETIREMENT 2010 R	N/A	8,282
	EXPERTPLAN	EXPERTPLAN T. ROWE PRICE RETIREMENT 2020 R	N/A	80,704
	EXPERTPLAN	EXPERTPLAN T. ROWE PRICE RETIREMENT 2030 R	N/A	10,768
	EXPERTPLAN	EXPERTPLAN T. ROWE PRICE RETIREMENT 2040 R	N/A	46,594
	EXPERTPLAN	EXPERTPLAN T. ROWE PRICE RETIREMENT INCOME R	N/A	8,082
	EXPERTPLAN	EXPERTPLAN VICTORY SPECIAL VALUE A	N/A	761
	TD AMERITRADE	TDA FIRST REP 911-061114 INSURED DEPOSIT ACCOUNT	208,702	208,702
	TD AMERITRADE	TDA FIRST REP 911-061114 GENERAL ELEC CAP CORP 5.875 NTS	21,378	25,470
	TD AMERITRADE	TDA FIRST REP 911-061114 HCP INC PFD 7.25% SER E	19,622	25,500
	TD AMERITRADE	TDA FIRST REP 911-061114 MORGAN STANLEY CAPITAL TR V PFD 5.75%	41,913	40,840
	TD AMERITRADE	TDA FIRST REP 911-061114 PROLOGIS PFD 6.75% PRM	24,234	24,100
	TD AMERITRADE	TDA FIRST REP 911-061114 SATURNS PFD 5.75% SER GS 2004-2	41,713	34,293
	TD AMERITRADE	TDA FIRST REP 911-061114 SL GREEN REALTY CORP PFD 7.625 SER C	21,508	25,000
	TD AMERITRADE	TDA FIRST REP 911-061114 USB CAPITAL XI PFD 6.6% CALLABLE	22,871	25,150
	TD AMERITRADE	TDA FIRST REP 911-061114 VORNADO REALTY TRUST 6.625% CUM PFD	18,358	25,320
	TD AMERITRADE	TDA FIRST REP 911-061114 AVALONBAY COM	20,927	22,855
	TD AMERITRADE	TDA FIRST REP 911-061114 BIOMED REALTY TRUST INC COM	19,207	18,080
	TD AMERITRADE	TDA FIRST REP 911-061114 BOSTON PROP INC COM	20,162	19,920
	TD AMERITRADE	TDA FIRST REP 911-061114 CAPLEASE INC	10,848	14,140
	TD AMERITRADE	TDA FIRST REP 911-061114 DIGITL REALTY TRUST INC COM	17,257	20,001
	TD AMERITRADE	TDA FIRST REP 911-061114 HCP INC COM	14,478	20,715
	TD AMERITRADE	TDA FIRST REP 911-061114 KIMCO REALTY CORP	12,528	16,240
	TD AMERITRADE	TDA FIRST REP 911-061114 MACERICH CO COM	13,005	20,493
	TD AMERITRADE	TDA FIRST REP 911-061114 OMEGA HEALTHCARE INVESTORS INC	21,185	17,415
	TD AMERITRADE	TDA FIRST REP 911-061114 PROLOGIS COM	12,618	17,154
	TD AMERITRADE	TDA FIRST REP 911-061114 PUBLIC STORAGE	13,520	26,892
	TD AMERITRADE	TDA FIRST REP 911-061114 ABBOTT LABS NT	106,175	117,311
	TD AMERITRADE	TDA FIRST REP 911-061114 BELL SOUTH CORP NT	103,136	103,348
	TD AMERITRADE	TDA FIRST REP 911-061114 BOEING CO SR NT	105,228	109,446
	TD AMERITRADE	TDA FIRST REP 911-061114 CONOCOPHILLIPS CORP GTD	101,458	110,599
	TD AMERITRADE	TDA FIRST REP 911-061114 EMERSON ELEC CO NT	79,263	77,390
	TD AMERITRADE	TDA FIRST REP 911-061114 GENERAL ELECTRIC CAP CORP SR	105,285	102,248
	TD AMERITRADE	TDA FIRST REP 911-061114 GLAXOSMITHKLINE CAP INC GTD	78,875	79,375
	TD AMERITRADE	TDA FIRST REP 911-061114 JP MORGAN CHASE & CO SR NT	98,761	105,589
	TD AMERITRADE	TDA FIRST REP 911-061114 MERCK & OC INC NT	104,236	111,659
	TD AMERITRADE	TDA FIRST REP 911-061114 MORGAN STANLEY DEAN W MS SR NT	100,943	100,971
	TD AMERITRADE	TDA FIRST REP 911-061114 ORACLE CORP OZARK HLDG SR	102,978	115,470
	TD AMERITRADE	TDA FIRST REP 911-061114 PITNEY BOWES INC NT NT	103,652	105,774
	TD AMERITRADE	TDA FIRST REP 911-061114 VERIZON COMMUNICATIONS NT	101,735	103,916
	TD AMERITRADE	TDA FIRST REP 911-061114 WELLS FARGO COMPANY SR	100,305	103,350
	TD AMERITRADE	TDA FIRST REP 911-061114 WYETH SR	105,611	105,710
	TD AMERITRADE	TDA FIRST REP 911-061114 ARTIO FDS GLOBAL HIGH INCOME	64,498	53,490
	TD AMERITRADE	TDA FIRST REP 911-061114 PIMCO FDS EMERGING LOCAL BOND	60,155	54,184
	TD AMERITRADE	TDA FIRST REP 911-061114 ISHARES US PDF STOCK INDEX FD	39,398	35,620
	TD AMERITRADE	TDA 759-234316 INSURED DEPOSIT ACCOUNT	32,985	32,985

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2011 and ending 12/31/2011
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	TD AMERITRADE	TDA 759-234316 DBC POWERSHARES DB COMM IND FD ETF	14,783	16,829
	TD AMERITRADE	TDA 759-234316 EFA ISHARES MSCI EAFE INDEX FUND	55,877	48,044
	TD AMERITRADE	TDA 759-234316 EMB ISHARES JPM USB EMRG MKT	19,603	20,084
	TD AMERITRADE	TDA 759-234316 HYG ISHARES IBOXX HI YIELD CAP BOND	27,853	28,349
	TD AMERITRADE	TDA 759-234316 IGOV ISHARES S&P/CITIGROUP INTL TREAS FUND	65,457	64,436
	TD AMERITRADE	TDA 759-234316 IJT ISHARES S&P SMALLCAP 600 GROWTH	7,571	9,309
	TD AMERITRADE	TDA 759-234316 ITE SPDR LEHMAN INT TERM ETF	115,330	121,306
	TD AMERITRADE	TDA 759-234316 IWS ISHARES RUSSELL MIDCAP VALUE	23,815	26,648
	TD AMERITRADE	TDA 759-234316 MBB ISHARES BARCLAYS MBS BOND FUND	135,827	139,086
	TD AMERITRADE	TDA 759-234316 MDYG SPDR S&P 400 MID CAP GROWTH ETF	22,545	26,676
	TD AMERITRADE	TDA 759-234316 PXH POWERSHARES FTSE RAFE EMRGIN	36,099	30,042
	TD AMERITRADE	TDA 759-234316 SCZ ISHARES MSCI EAFE SMALL CAP INDEX	9,593	7,786
	TD AMERITRADE	TDA 759-234316 SHV ISHARES BARCLAYS SHORT TREA BOND FUND	116,608	116,623
	TD AMERITRADE	TDA 759-234316 TIP ISHARES BARCLAYS TIPS BOND FUND	76,062	81,916
	TD AMERITRADE	TDA 759-234316 TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	9,584	11,432
	TD AMERITRADE	TDA 759-234316 VBR VANGUARD SMALL CAP VALUE ETF	8,152	8,711
	TD AMERITRADE	TDA 759-234316 VTV VANGUARD VALUE ETF MSCI US PRIME MKT	81,505	81,727
	TD AMERITRADE	TDA 759-234316 VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	81,505	84,858
	TD AMERITRADE	TDA 759-234321 INSURED DEPOSIT ACCOUNT	42,869	42,869
	TD AMERITRADE	TDA 759-234321 DBC POWERSHARES DB COMM IND FD ETF	16,684	17,741
	TD AMERITRADE	TDA 759-234321 EFA ISHARES MSCI EAFE INDEX FUND	38,374	32,492
	TD AMERITRADE	TDA 759-234321 EMB ISHARES JPM USB EMRG MKT BD	29,384	29,962
	TD AMERITRADE	TDA 759-234321 HYG ISHARES IBOXX HI YIELD CAP BOND	38,617	38,991
	TD AMERITRADE	TDA 759-234321 IGOV ISHARES S&P/CITIGROUP INTL TREAS FUND	85,295	82,318
	TD AMERITRADE	TDA 759-234321 IJT ISHARES S&P SMALLCAP 600 GROWTH	8,700	9,532
	TD AMERITRADE	TDA 759-234321 ITE SPDR LEHMAN INT TERM ETF	145,408	151,587
	TD AMERITRADE	TDA 759-234321 IWS ISHARES RUSSELL MIDCAP VALUE	9,439	9,201
	TD AMERITRADE	TDA 759-234321 MBB ISHARES BARCLAYS MBS BOND FUND	156,422	159,295
	TD AMERITRADE	TDA 759-234321 MDYG SPDR S&P 400 MID CAP GROWTH ETF	9,081	9,138
	TD AMERITRADE	TDA 759-234321 PXH POWERSHARES FTSE RAFE EMRGIN	10,394	7,869
	TD AMERITRADE	TDA 759-234321 SCZ ISHARES MSCI EAFE SMALL CAP INDEX	9,782	7,856
	TD AMERITRADE	TDA 759-234321 SHV ISHARES BARCLAYS SHORT TREA BOND FUND	138,222	138,228
	TD AMERITRADE	TDA 759-234321 TIP ISHARES BARCLAYS TIPS BOND FUND	97,421	104,321
	TD AMERITRADE	TDA 759-234321 TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	19,241	22,465
	TD AMERITRADE	TDA 759-234321 VBR VANGUARD SMALL CAP VALUE ETF	9,114	9,150
	TD AMERITRADE	TDA 759-234321 VTV VANGUARD VALUE ETF MSCI US PRIME MKT	59,787	56,532
	TD AMERITRADE	TDA 759-234321 VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	59,763	58,054
	TD AMERITRADE	TDA/TITAN 912-038408 CASH	2,067	2,067
	TD AMERITRADE	TDA/TITAN 912-038408 INSURED DEPOSIT ACCOUNT	909,027	909,027
	TD AMERITRADE	TDA/TITAN 912-038408 ISHARES BARCLAYS7-10YEAR TREAS BOND FD	190,751	195,199
	TD AMERITRADE	TDA/TITAN 912-038408 SPDR GOLD TR GOLD SHS ETF	185,990	177,068
	TD AMERITRADE	TDA/TITAN 912-038408 AUTOZONE INC SR UNSECURED 5.875%	40,099	38,290
	TD AMERITRADE	TDA/TITAN 912-038408 MEDTRONIC INC SR NT CV 1.625%	50,375	50,375
	TD AMERITRADE	TDA/TITAN 912-038408 TD AMERITRADE HOLDING CORP	37,546	37,463
	TD AMERITRADE	TDA/TITAN 912-038408 TEVA PHARMACEUTICAL FIN III B CO GUARNT M-W	47,707	47,243
	TD AMERITRADE	TDA/TITAN 912-038408 VERIZON VIRGINIA INC SR UNSECURED M-W	49,598	48,935
	TD AMERITRADE	TDA/TITAN 912-038408 VANGUARD SHT TM US TREA	394,203	391,278
	CHARLES SCHWAB	SCHWAB/SOUTHLAND 39257865 CASH	1,334	1,334
	CHARLES SCHWAB	SCHWAB/SOUTHLAND 39257865 GOVT MONEY FUND	642,487	642,487
	CHARLES SCHWAB	SCHWAB/SOUTHLAND 39257865 ISHARES DJ SELECT DIV FD	46,242	46,834
	CHARLES SCHWAB	SCHWAB/SOUTHLAND 39257865 SECTOR SPDR TR CON STPLS	46,440	48,995
	CHARLES SCHWAB	SCHWAB/SOUTHLAND 39257865 VANGUARD BOND INDEX FUND	186,318	186,963
	WEST AMERICA BANK	WESTAMERICA BANK ACCT -5	77,708	77,708
	WEST AMERICA BANK	WESTAMERICA BANK ACCT -6	653,675	653,675
*	PARTICIPANT LOANS	PARTICIPANT LOANS INT RATES 4.25% TO 9.39%	0	739,112

Schedule H, line 4i

Schedule of Assets (Acquired and Disposed of Within Year).

For the plan year beginning 01/01/2011 and ending 12/31/2011

Name of plan

DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN

Employer Identification Number

94-2440675

Three-digit plan number ► 001

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
SCHWAB/SOUTHLAND	PROSHARES SHORT S&P 500	309,972	291,066
SCHWAB/SOUTHLAND	SECTOR SPDR HEALTH FUND	50,360	46,605
TDA/TITAN	AMEX SPDR TECHNOLOGY SELECT INDEX	147,072	139,275
TDA/TITAN	ISHARES DOW JONES US TELECOM SEC	211,623	193,646
TDA/TITAN	ISHARES MSCI SOUTH KOREA CLOSED EN	191,534	166,508
TDA/TITAN	ISHARES S&P 500 INDEX	194,547	185,146
TDA/TITAN	MARKET VECTORS INDONESIA INDEX ETF	166,160	145,280
TDA/TITAN	MARKET VECTORS RUSSIA	201,204	183,673
TDA/TITAN	VANGUARD REIT ETF INDEX	254,822	218,057
TDA/TITAN	PIMCO FDS COMMODITIES PLUS STRAT I	272,688	266,855
TDA/TITAN	TEMPLETON INCOME TRU GLOBAL BD FD	104,000	102,383

Schedule H, Line 4

Schedule of Delinquent Participant Contributions

For the Plan Year Beginning 01/01/2011 and Ending 12/31/2011

Name of Plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN

Employer Identification Number: 94-2440675 Three-digit plan number: 001

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: X	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$283		$283		
$3,078	$3,078			
$29	$29			
$3,542	$3,542			
$29	$29			
$3,563	$3,563			
$29	$29			

Schedule H, line 4j
Schedule of Reportable Transactions.

Name of Employer: DUNLOP MANUFACTURING, INC.

Employer identification number: 94-2440675

Plan Year 01/01/2011 to 12/31/2011

Three-digit plan number ▶ 001

(a) Identity of party involved	(b) Description of asset (include interest rate and maturity in case of a loan)	(c) Purchase Price	(d) Selling price	(e) Lease rental	(f) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
SCHWAB/SOUTHLAND	PERMANENT PORTFOLIO	166873	657232			620163	657232	37069
SCHWAB/SOUTHLAND	PROSHARES SHORT S&P 500	309972	291065			309972	291065	-18907
SCHWAB/SOUTHLAND	VANGUARD TOTAL STOCK MKT	269960	304261			317658	304261	-13397
TDA/TITAN	PIMCO FDS COMMODITIES PLUS ST	272688	266855			272688	266855	-5833
TDA/TITAN	VANGUARD REIT ETF INDEX	254822	218057			254822	218057	-36765