

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 <u>01/01/2011</u> and ending <u>12/31/2011</u>	
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 <u>XLHEALTH CORPORATION 401(K) P/S PLAN</u>	1b Three-digit plan number (PN) ► <u>001</u> 1c Effective date of plan <u>01/01/2000</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>XLHEALTH CORPORATION</u> <u>THE WAREHOUSE AT CAMDEN YARDS</u> <u>351 W. CAMDEN ST., STE. 100</u> <u>BALTIMORE, MD 21201</u>	2b Employer Identification Number (EIN) <u>52-2102846</u> 2c Sponsor's telephone number <u>410-625-2200</u> 2d Business code (see instructions) <u>524140</u>

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	<u>Filed with authorized/valid electronic signature.</u>	<u>07/30/2012</u>	<u>JAMES F COPPENS</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2011)
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3a Plan administrator's name and address (if same as plan sponsor, enter "Same") XLHEALTH CORPORATION THE WAREHOUSE AT CAMDEN YARDS 351 W. CAMDEN ST., STE. 100 BALTIMORE, MD 21201	3b Administrator's EIN 52-2102846 3c Administrator's telephone number 410-625-2200
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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
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5 Total number of participants at the beginning of the plan year	5	767
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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	813
b Retired or separated participants receiving benefits.....	6b	1
c Other retired or separated participants entitled to future benefits.....	6c	114
d Subtotal. Add lines 6a , 6b , and 6c	6d	928
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	928
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	709
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	70

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

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

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

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ 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) ☒ Trust (4) ☐ General assets of the sponsor
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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) ☒ **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) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information)
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 <u>XLHEALTH CORPORATION 401(K) P/S PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>XLHEALTH CORPORATION</u>	D Employer Identification Number (EIN) <u>52-2102846</u>

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
CAPITAL RESEARCH & MANAGEMENT CO.

95-1411037

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

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

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

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95-1411037

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 52 60 62 25 49 72 37	RECORDKEEPER	2319	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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)

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		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 <u>XLHEALTH CORPORATION 401(K) P/S PLAN</u>	B Three-digit plan number (PN) <u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>XLHEALTH CORPORATION</u>	D Employer Identification Number (EIN) <u>52-2102846</u>

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: EB MAGIC 95 STABLE VALUE FUND

b Name of sponsor of entity listed in (a): KEYBANK, NA EB MAGIC FUND

c EIN-PN <u>34-6903863-002</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>8307</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2011</div> This Form is Open to Public Inspection
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011		
A Name of plan XLHEALTH CORPORATION 401(K) P/S PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 XLHEALTH CORPORATION	D Employer Identification Number (EIN) 52-2102846	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	652250	609350
(2) U.S. Government securities.....	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	323262	360610
(9) Value of interest in common/collective trusts.....	1c(9)	0	8307
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	8014721	10088754
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	8990233	11067021

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h		
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	8990233	11067021
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	998882	
(B) Participants	2a(1)(B)	2036288	
(C) Others (including rollovers)	2a(1)(C)	384210	
(2) Noncash contributions	2a(2)	0	3419380
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	11582
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	11582	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		11582
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	200985
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	200985	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		200985
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	0
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		20
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-655227
c Other income.....	2c		852
d Total income. Add all income amounts in column (b) and enter total.....	2d		2977592

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	898485	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		898485
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		0
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	2319	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		2319
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		900804

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2076788
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ 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 ☐ No

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

(1) Name: HERTZBACH & COMPANY, P.A.

(2) EIN: 52-1158459

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.).....	☒		227775
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.).....		☒	
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.)		☒	
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.).....		☒	
e Was this plan covered by a fidelity bond?.....	☒		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?		☒	
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?		☒	
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?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	☒		
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.).....		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		☒	
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.		☒	

- 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)

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>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).</div> <div>▶ File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2011</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011		
A Name of plan XLHEALTH CORPORATION 401(K) P/S PLAN		B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 XLHEALTH CORPORATION		D Employer Identification Number (EIN) 52-2102846
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): 20-3691658		
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 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		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2011 v.012611		

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): _____

XLHealth Corporation 401(k) P/S Plan

Financial Statements

As Of December 31, 2011 And 2010 And
For The Year Ended December 31, 2011



H E R T Z B A C H
C O M P A N Y, P.A.
Certified Public Accountants & Consultants

XLHealth Corporation 401(k) P/S Plan

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As Of December 31, 2011 And 2010 And For The Year Ended December 31, 2011

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*Other schedules required by Section 2520.103.10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.



H E R T Z B A C H
&
C O M P A N Y , P . A .
Certified Public Accountants & Consultants
Independent Auditors' Report

To The Plan Administrator
XLHealth Corporation 401(k) P/S Plan
351 West Camden Street, Suite 100
Baltimore, Maryland 21201

We were engaged to audit the accompanying statements of net assets available for benefits of XLHealth Corporation 401(k) P/S Plan as of December 31, 2011 and 2010, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011, and the supplemental schedules of Schedule H, Line 4a-Schedule of Delinquent Contributions and Schedule H, Part IV, Line 4i-Schedule Of Assets (Held At End Of Year) as of December 31, 2011. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by Capital Bank and Trust Company, the trustee and custodian, except for comparing such information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that Capital Bank and Trust Company holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from Capital Bank and Trust Company as of December 31, 2011, and 2010 and for the year ended December 31, 2011, that the information provided to the plan administrator by Capital Bank and Trust Company is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The supplemental schedules are presented for the purpose of additional analysis and are not a required part of the financial statements but are required by the Department of Labor's Rule and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by Capital Bank and Trust Company have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Hertzbach & Company P.A.

Owings Mills, Maryland
July 30, 2012

Baltimore

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Maryland Association of Certified Public Accountants

**FINANCIAL
STATEMENTS**

XLHealth Corporation 401(k) Profit Sharing Plan
Statements Of Net Assets Available For Benefits

December 31,	2011	2010
Assets		
Investments, At Fair Value	<u>\$ 10,706,411</u>	<u>\$ 8,666,971</u>
Receivables:		
Employer Contribution	39,832	27,303
Participant Contribution	65,766	70,578
Notes Receivable From Participants	<u>360,610</u>	<u>323,262</u>
Total Receivables	<u>466,208</u>	<u>421,143</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 11,172,619</u></u>	<u><u>\$ 9,088,114</u></u>

See Independent Auditors' Report And Notes To The Financial Statments

XLHealth Corporation 401(k) Profit Sharing Plan
Statement Of Changes In Net Assets Available For Benefits

For The Year Ended December 31, 2011

ADDITIONS:

Dividends And Interest	\$ 200,985
Interest On Notes Receivable From Participants	11,582
Contributions:	
Participant	2,031,476
Employer	1,011,411
Rollover	384,210
Total Contributions	3,427,097
TOTAL ADDITIONS	3,639,664

DEDUCTIONS:

Net Depreciation In Fair Value Of Investments	654,355
Administrative Expenses	2,319
Benefits Paid To Participants	898,485
TOTAL DEDUCTIONS	1,555,159

INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	2,084,505
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NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	9,088,114
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NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	\$ 11,172,619
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XLHealth Corporation 401(k) P/S Plan

Notes To Financial Statements

As Of December 31, 2011 And 2010 And For The Year Ended December 31, 2011

1. DESCRIPTION OF PLAN

The following description of the XLHealth Corporation 401(k) P/S 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 eligible employees of XLHealth Corporation (the Company). The Plan is subject to the Employee Retirement Income Security Act of 1974 (ERISA).

CONTRIBUTIONS - Each year, the participants may contribute an amount up to the maximum dollar amount permissible under the Internal Revenue Code (the Code). Elective deferrals include pre-tax deferrals, Roth deferrals and employee contributions. A Roth deferral is an elective deferral the participant irrevocably designates as a Roth deferral and which is subject to income tax when made to the Plan. Participants who have attained age 50 before the end of the Plan year may make additional catch-up contributions, subject to limitations imposed by the Code.

The Company may make a discretionary match to the employee's contribution in an amount to be determined by the employer. The Company may, in its discretion, contribute an additional amount to the plan, to be distributed among participants pro rata based upon compensation within limitations as determined by Internal Revenue Service regulations. The Company is required to make a Safe Harbor Matching Contribution equal to 100% of applicable contributions up to 4% of compensation as defined in the plan documents.

PARTICIPANT ACCOUNTS AND FORFEITURES - Each participant's account is credited with the participant's contribution and an allocation of the Company's discretionary contribution, if any, and Plan earnings. 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 account. Any forfeiture of participants' accounts shall serve to reduce the employer contribution. At December 31, 2011 and 2010, forfeited non-vested accounts totaled \$862 and \$1,971, respectively. These accounts are used to reduce future employer contributions.

VESTING - Participants are immediately vested in their salary deferral, safe harbor contributions, rollover contributions, and related earnings. Participants vest in the Company's matching and profit sharing contributions according to the following schedule:

Years of Continuous <u>Service</u>	Percent <u>Vested</u>
Less than 1	0%
1	25%
2	50%
3	75%
4 or more	100%

INVESTMENT CLASSIFICATION - All investments are participant directed. Participants have the right to individually select the percentage of their accounts to be invested among different classifications of investments made available to them through a registered investment company.

PAYMENT OF BENEFITS - Upon retirement (age 65), termination of employment, death, attainment of age 59 1/2 or disability, the participant or beneficiary will receive the benefits in a lump-sum amount equal to the value of the participant's vested interest in his or her account. The Plan allows for automatic lump-sum distributions of participant vested account balances which do not exceed \$5,000. If the lump-sum distributions of participant vested account balances exceed \$5,000, then the participant must consent to the lump-sum distribution.

See Accompanying Independent Auditors' Report

XLHealth Corporation 401(k) P/S Plan

Notes To Financial Statements

(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

1. DESCRIPTION OF PLAN (CONTINUED)

NOTES RECEIVABLE FROM PARTICIPANTS - The Plan allows participants to borrow not less than \$1,000 and up to the lesser of \$50,000 or 50% of their vested account balance. The notes are secured by the participant's vested balance and no more than one outstanding loan is permitted at any time. Such notes bear interest at the available market financing rates and must be repaid to the Plan within a five year period, unless the note is used to purchase a principal residence. The specific terms and conditions of the loan are established by the plan administrator.

2. SUMMARY OF ACCOUNTING POLICIES

BASIS OF PRESENTATION - The accompanying financial statements of the Plan have been presented on the accrual basis of accounting. All expenses of administration may be paid from the Plan unless paid by the employer. These expenses include any expenses incidental to the functioning of the plan administrator.

INVESTMENT VALUATION - Investments are reported 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 5 for discussion of fair value measurements.

USE OF ESTIMATES - The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

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.

PAYMENT OF BENEFITS - Benefits are recorded when paid.

NEW ACCOUNTING STANDARD NOT YET EFFECTIVE - In May 2011, the FASB issued ASU No. 2011-04, Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs, which amends ASC 820. ASU 2011-04 also requires the categorization by level for items that are only required to be disclosed at fair value and information about transfers between Level 1 and Level 2. In addition, the ASU provides guidance on measuring the fair value of financial instruments managed within a portfolio and the application of premiums and discounts on fair value measurements. The ASU requires additional disclosure for Level 3 measurements regarding the sensitivity of fair value to changes in unobservable inputs and any interrelationships between those inputs. The new guidance is effective for reporting periods beginning after December 15, 2011. The adoption will not have a material effect on the statement of net assets available for benefits and statement of changes in net assets available for benefits. Plan management has not determined the impact on the disclosures in the financial statements.

RECLASSIFICATIONS - Certain prior year amounts have been reclassified to conform to the current year presentation.

3. INVESTMENT IN COMMON/COLLECTIVE TRUST FUND

The Plan currently invests in a common/collective trust fund (the Fund) which holds guaranteed investment contracts. The objective of the Fund is to preserve capital and provide stability of principal while earning current income that exceeds money market rates over the long term. The Fund strives to maintain a stable \$1/unit price. The Fund announces its crediting rate in advance of each month. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Fund. The Fund then announces its crediting rate for each month. The Fund is contractually obligated to repay the principal and the announced credit rate to the Plan.

XLHealth Corporation 401(k) P/S Plan

Notes To Financial Statements

(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

3. INVESTMENT IN COMMON/COLLECTIVE TRUST FUND (CONTINUED)

Because the Fund's guaranteed investment contracts are fully benefit-responsive investments, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to guaranteed investment contracts. Contract value, as reported to the Plan by the Trustee, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or the transfer of all or a portion of their investment at contract value. The Plan has reported its investment in the common/collective trust fund at fair value on the statements of net assets available for benefits with an adjustment from fair value to contract value reported, if material. As of December 31, 2011 the fair value approximated contract value and no such adjustment was necessary.

4. INCOME TAX

The Company adopted a prototype standardized Plan which received a favorable opinion letter dated March 31, 2008, which stated that the Plan and related Trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Company is aware of certain operational issues impacting the Plan. The Company will take all action necessary to correct the issues to maintain the Plan's qualified status.

Effective January 1, 2009, the Plan adopted FASB Accounting Standards Codification (ASC) 740, *Income Taxes*, which clarified the accounting for uncertainty in income taxes. Based on its evaluation, the Plan has concluded that there are no significant uncertain tax positions requiring recognition in the financial statements. No interest or penalties have been recorded as a result of tax uncertainties. The tax years ended December 31, 2008 through December 31, 2011 remains open to examination by tax jurisdictions to which the Plan is subject.

5. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures* establishes a 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 ASC 820 are described as follows:

Level 1	Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the plan has the ability to access.
Level 2	Inputs to the valuation methodology include: <ul style="list-style-type: none">• 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.

XLHealth Corporation 401(k) P/S Plan
Notes To Financial Statements
(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

5. FAIR VALUE MEASUREMENTS (CONTINUED)

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.

Mutual Funds: Valued at the net asset value (NAV) of shares held by the Plan at year end.

Common/Collective Trust Fund: Valued based on NAV calculated based on the contract value of the fund. Contract value approximates fair value.

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:

Assets At Fair Value As Of December 31, 2011

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual Funds:				
Blended	\$ 577,374	\$ -	\$ -	\$ 577,374
Growth	920,220	-	-	920,220
Value	1,596,099	-	-	1,596,099
Fixed Income	961,704	-	-	961,704
Money Market	609,350	-	-	609,350
World Stock	1,145,543	-	-	1,145,543
Emerging Market Equity	632,466	-	-	632,466
Target-Date	<u>4,255,348</u>	<u>-</u>	<u>-</u>	<u>4,255,348</u>
Total Mutual Funds	<u>10,698,104</u>	<u>-</u>	<u>-</u>	<u>10,698,104</u>
Common / Collective Trust	<u>-</u>	<u>8,307</u>	<u>-</u>	<u>8,307</u>
Total Assets At Fair Value	<u>\$ 10,698,104</u>	<u>\$ 8,307</u>	<u>\$ -</u>	<u>\$ 10,706,411</u>

XLHealth Corporation 401(k) P/S Plan
Notes To Financial Statements
(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

5. FAIR VALUE MEASUREMENTS (CONTINUED)

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

Assets At Fair Value As Of December 31, 2010

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual Funds:				
Blended	\$ 455,574	\$ -	\$ -	\$ 455,574
Growth	774,196	-	-	774,196
Value	1,229,159	-	-	1,229,159
Fixed Income	729,446	-	-	729,446
Money Market	652,500	-	-	652,500
World Stock	1,084,660	-	-	1,084,660
Emerging Market Equity	629,967	-	-	629,967
Target-Date	<u>3,111,469</u>	<u>-</u>	<u>-</u>	<u>3,111,469</u>
Total Mutual Funds	<u>8,666,971</u>	<u>-</u>	<u>-</u>	<u>8,666,971</u>
Total Assets At Fair Value	<u>\$ 8,666,971</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 8,666,971</u>

6. INVESTMENTS CERTIFIED BY TRUSTEE AND CUSTODIAN

The plan administrator has elected the alternative method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Accordingly, as permitted under such election, information certified by the Plan's trustee and custodian, Capital Bank and Trust Company, as of December 31, 2011 and 2010 and for the year ended December 31, 2011, was not audited, except for comparing such information to the related information included in the accompanying financial statements and supplemental schedule.

A summary of the Plan's financial information, which has been certified by the Plan's trustee and custodian, is presented as follows:

<u>December 31,</u>	<u>2011</u>	<u>2010</u>
Investments, At Fair Value	\$ 10,706,411	\$ 8,666,971
Notes Receivable From Participants	\$ 360,610	\$ 323,262
<u>For The Year Ended December 31,</u>		<u>2011</u>
Interest Income On Notes Receivable From Participants		\$ 11,582
Net Depreciation In Fair Value Of Investments		\$ 654,355
Dividends And Interest		\$ 200,985

XLHealth Corporation 401(k) P/S Plan
Notes To Financial Statements
(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

7. INVESTMENTS

The Plan's investments which exceeded 5% of net assets available for benefits as of December 31, 2011 and 2010 are as follows:

	<u>2011</u>	<u>2010</u>
American Funds Cap World Growth & Income	\$ 730,455	\$ 679,479
American Funds EuroPacific Growth Fund	*	\$ 446,217
American Funds Growth Fund Of America	\$ 564,340	\$ 553,877
American Funds Money Market Fund	\$ 609,350	\$ 650,529
American Funds Target Date 2025 Fund	\$ 607,597	\$ 537,715
American Funds Target Date 2030 Fund	\$ 558,868	*
American Funds Target Date 2035 Fund	\$ 714,467	*
American Funds Target Date 2040 Fund	\$ 628,032	\$ 451,410
American Funds Target Date 2045 Fund	\$ 560,912	*
Franklin Templeton Mutual Shares Fund	*	\$ 444,486
Oppenheimer Developing Markets Fund	\$ 632,466	\$ 629,967
Victory Small Co Opportunity	\$ 589,328	\$ 450,486

* Represents less than 5% of net assets available for benefits in the respective year.

8. PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become fully vested in their accounts.

9. PLAN EXPENSES

During the year ended December 31, 2011, the Plan Sponsor, XLHealth Corporation, absorbed the expenses relating to the administration of the Plan with the exception of certain loan and distributions fees which are paid by the participant through the reduction of participant account balances.

10. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2011:

	<u>2011</u>	<u>2010</u>
Net assets available for benefits per the financial statements	\$11,172,619	\$ 9,088,114
Less: employer contribution receivable	(39,832)	(27,303)
Less: participant contribution receivable	<u>(65,766)</u>	<u>(70,578)</u>
Net assets available for benefits per the Form 5500	<u>\$ 11,067,021</u>	<u>\$ 8,990,233</u>

XLHealth Corporation 401(k) P/S Plan
Notes To Financial Statements
(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

10. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (CONTINUED)

The following is a reconciliation of the change in net assets available for benefits for the year ended December 31, 2011 per the financial statements to the net income reported in the 2011 Form 5500:

	2011
Increase in net assets available for benefits per the financial statements	\$ 2,084,505
Add: 2010 participant contribution receivable	70,578
Add: 2010 employer contribution receivable	27,303
Less: 2011 participant contribution receivable	(65,766)
Less: 2011 employer contribution receivable	(39,832)
	<hr/>
Net income per the Form 5500	\$ 2,076,788
	<hr/>

The following is a reconciliation of contributions per the financial statements to the Form 5500 for the year ended December 31, 2011:

	2011
Employer contributions per the financial statements	\$ 1,011,411
Add: 2010 employer contribution receivable	27,303
Less: 2011 employer contribution receivable	(39,832)
	<hr/>
Employer contributions per the Form 5500	\$ 998,882
	<hr/>
Participant contributions per the financial statements	\$ 2,031,476
Add: 2010 participant contribution receivable	70,578
Less: 2011 participant contribution receivable	(65,766)
	<hr/>
Participants' contributions per the Form 5500	\$ 2,036,288
	<hr/>

11. NON-EXEMPT TRANSACTIONS

For the years ended December 31, 2011 and 2010, Plan management identified certain instances of untimely remittances of participant contributions to the Plan. These untimely remittances have not been corrected as of December 31, 2011. Plan management intends to correct this deficiency by remitting lost earnings to the Plan.

12. RISK AND UNCERTANTIES

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

XLHealth Corporation 401(k) P/S Plan
Notes To Financial Statements
(Continued)

As Of December 31, 2011 and 2010 And For The Year Ended December 31, 2011

13. SUBSEQUENT EVENTS

Management has evaluated events and transactions subsequent to the statement of net assets available for benefits date for potential recognition or disclosure through the independent auditors' report date, the date the financial statements were available to be issued. There were no events that required recognition or disclosure in the financial statements, except as noted below.

Effective July 1, 2012 the Plan was amended to freeze participation and contributions to the Plan. Participants are eligible to continue to request in-service withdrawals in accordance with the terms of the plan document.

**SUPPLEMENTARY
INFORMATION**

XLHealth Corporation 401(k) Profit Sharing Plan
52-2102846
Plan Number: 001
Schedule H, Line 4a - Schedule Of Delinquent Contributions

December 31, 2011

		<i>Total That Constitute Nonexempt Prohibited Transactions</i>			
<u>Year</u>	<u>Participant Contributions And Loan Repayments Transferred Late To Plan</u>	<u>Contributions</u>	<u>Contributions</u>	<u>Contributions</u>	<u>Total Fully Corrected</u>
		<u>Not Corrected</u>	<u>Corrected Outside VFCP</u>	<u>Pending Correction In VCFP</u>	<u>Under VFCP And PTE 2002-51</u>
2011	Participant Contributions	\$ -	\$ 227,775	\$ -	\$ -

See Accompanying Independent Auditors' Report

**XLHealth Corporation 401(k) Profit Sharing Plan
52-2102846**

Plan Number: 001

Schedule H, Part IV, Line 4i - Schedule Of Assets (Held At End Of Year)

December 31, 2011

(a)	(b)	(c)	(d)	(e)
Identity of issuer, borrower, lessor, or similar party	Description of Investments	Cost	Current Value	
American Funds AMCAP Fund	Mutual Fund	**	\$ 355,880	
American Funds American Mutual Fund	Mutual Fund	**	5,626	
American Funds Capital World Growth & Income	Mutual Fund	**	730,455	
American Funds Europacific Growth Fund	Mutual Fund	**	509,788	
American Funds Fundamental Investors	Mutual Fund	**	67,586	
American Funds Growth Fund of America	Mutual Fund	**	564,340	
American Funds High Income Trust	Mutual Fund	**	203,511	
American Funds Income Fund of America	Mutual Fund	**	280,851	
American Funds Money Market Fund	Mutual Fund	**	609,350	
American Funds Smallcap World Fund	Mutual Fund	**	415,087	
American Funds Target Date 2010 Fund	Mutual Fund	**	161,152	
American Funds Target Date 2015 Fund	Mutual Fund	**	232,167	
American Funds Target Date 2020 Fund	Mutual Fund	**	443,409	
American Funds Target Date 2025 Fund	Mutual Fund	**	607,597	
American Funds Target Date 2030 Fund	Mutual Fund	**	558,868	
American Funds Target Date 2035 Fund	Mutual Fund	**	714,467	
American Funds Target Date 2040 Fund	Mutual Fund	**	628,032	
American Funds Target Date 2045 Fund	Mutual Fund	**	560,912	
American Funds Target Date 2050 Fund	Mutual Fund	**	343,978	
American Funds Target Date 2055 Fund	Mutual Fund	**	4,766	
Columbia MidCap Value Fund	Mutual Fund	**	245,425	
KeyBank EB MaGIC 95 Stable Value Fund	Common/Collective Trust	**	8,307	
Oppenheimer Developing Markets Fund	Mutual Fund	**	632,466	
PIMCO Total Return Fund	Mutual Fund	**	458,523	
Templeton Global Bond Fund	Mutual Fund	**	299,671	
Templeton Mutual Shares Fund A	Mutual Fund	**	474,869	
Victory Small Company Opportunity	Mutual Fund	**	589,328	
* Notes Receivable From Participants	Interest rate from 4.25% to 7.00%	-	360,610	
Total assets held at end of year			<u><u>\$ 11,067,021</u></u>	

* Party-in-interest as defined by ERISA.

** Cost omitted for participant directed investments.

Information certified as complete and accurate by Capital Bank & Trust Company, the Trustee and Custodian.

ASSETS HELD FOR INVESTMENT PURPOSES

**XLHealth Corporation 401(k) P/S Plan
01-JAN-11 to 31-DEC-11**

19-JAN-12 17:50:41

INVESTMENT OPTION	MATURITY DATE	INTEREST RATE	COST OF ASSETS	CURRENT VALUE
IRAF CX			342,624.62	355,880.02
IRER CX			576,017.62	509,788.01
IRGACX			574,768.23	564,340.42
IRSLCX			434,307.72	415,087.35
INATMCV			245,230.91	245,425.51
IODVNX			660,570.09	632,465.64
IGOGFX			492,631.78	589,328.20
IRMFCX			5,481.33	5,625.57
IRWICX			806,968.16	730,455.09
IRFNCX			70,605.91	67,585.50
IFR-MSF			499,910.58	474,869.27
IRIDCX			276,966.71	280,850.64
IRITCX			208,794.78	203,510.69
IPTRRX			453,174.33	458,523.15
ITPINX			310,083.87	299,670.55
IRACXX			608,488.48	608,488.48
IEBM95			8,286.91	8,307.40
IRCATX			159,081.62	161,151.92
IRCJTX			230,659.56	232,166.50
IRCCTX			435,347.60	443,409.37
IRCDTX			591,753.30	607,597.30
IRCETX			549,896.95	558,867.62
IRCFTX			718,907.59	714,466.76
IRCKTX			620,312.25	628,032.11
IRCHTX			548,793.98	560,912.17
IRCITX			345,869.15	343,977.85
IRCMTX			4,968.68	4,766.04
			10,780,502.71	10,705,549.13
PARTICIPANT LOANS	VARIOUS	4.250-7.000	359,768.86	360,610.09
FORFEITURES			861.62	861.62

ASSETS HELD FOR INVESTMENT PURPOSES

XLHealth Corporation 401(k) P/S Plan
01-JAN-11 to 31-DEC-11

19-JAN-12 17:50:41

INVESTMENT OPTION	MATURITY DATE	INTEREST RATE	COST OF ASSETS	CURRENT VALUE
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LEGEND

INVESTMENT OPTION:

IRAFCX American Funds AMCAP Fund R3
 IRGACX American Funds Growth Fund of America R3
 INATMCV Columbia Mid Cap Value Fund A
 IGOGFX Victory Small Company Opportunity R
 IRWICX American Funds Capital World Gr & Inc R3
 1FR-MSF Mutual Shares Fund A
 IRITCX American Funds High Income Trust R3
 1TPINX Templeton Global Bond Fund - A
 1EBM95 EB MaGIC 95 Stable Value Fund
 1RCJTX American Funds 2015 Target Date Fund R3
 1RCDTX American Funds 2025 Target Date Fund R3
 1RCFTX American Funds 2035 Target Date Fund R3
 1RCHTX American Funds 2045 Target Date Fund R3
 1RCMTX American Funds 2055 Target Date Fund R3

1RERCX American Funds EuroPacific Growth Fd R3
 1RSLCX American Funds SMALLCAP World Fund R3
 1ODVNX Oppenheimer Developing Markets Fund - N
 1RMFCX American Funds American Mutual Fund R3
 1RFNCX American Funds Fundamental Investors R3
 1RIDCX American Funds Income Fund of America R3
 1PTRRX PIMCO Total Return Fund - R
 1RACXX American Funds Money Market Fund R3
 1RCATX American Funds 2010 Target Date Fund R3
 1RCCTX American Funds 2020 Target Date Fund R3
 1RCETX American Funds 2030 Target Date Fund R3
 1RCKTX American Funds 2040 Target Date Fund R3
 1RCITX American Funds 2050 Target Date Fund R3

COST OF ASSETS: The original cost of the assets in each investment option as of the last day of the plan year

CURRENT VALUE: The value of all assets in each investment option as of the last day of the plan year

Attachment to 2011 Form 5500
Schedule H, line 4a - Schedule of Delinquent Participant Contributions

Plan Name XLHEALTH CORPORATION 401(K) P/S PLAN

EIN: 52-2102846

Plan Sponsor's Name XLHEALTH CORPORATION

PN: 001

Total that Constitute Nonexempt Prohibited Transactions				
Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: ☒	227,775	0	0	0