

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>RETIREMENT PLAN FOR EMPLOYEES OF JAMESON HEALTH SYSTEM INC.</u>	1b Three-digit plan number (PN) ► <u>001</u> 1c Effective date of plan <u>07/01/1968</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>JAMESON HEALTH SYSTEM INC.</u> <u>1211 WILMINGTON AVENUE</u> <u>NEW CASTLE, PA 16105-2516</u>	2b Employer Identification Number (EIN) <u>25-1536036</u> 2c Sponsor's telephone number <u>724-658-9001</u> 2d Business code (see instructions) <u>622000</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>10/10/2012</u>	<u>NEIL CHESSIN</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)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") HUMAN RESOURCE COMMITTEE 1211 WILMINGTON AVENUE NEW CASTLE, PA 16105-2516	3b Administrator's EIN 25-1637970 3c Administrator's telephone number 724-658-9001
--	---

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	1528
---	----------	------

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	842
b Retired or separated participants receiving benefits.....	6b	340
c Other retired or separated participants entitled to future benefits.....	6c	297
d Subtotal. Add lines 6a , 6b , and 6c	6d	1479
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	13
f Total. Add lines 6d and 6e	6f	1492
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
--	----------	--

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

1A 1G 1I 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
---	---

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) ☐ 0 **A** (Insurance Information)
- (4) ☒ **C** (Service Provider Information)
- (5) ☐ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>RETIREMENT PLAN FOR EMPLOYEES OF JAMESON HEALTH SYSTEM INC.</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>JAMESON HEALTH SYSTEM INC.</u>	D Employer Identification Number (EIN) <u>25-1536036</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2011</u>	
2 Assets:	
a Market value	2a <u>35516799</u>
b Actuarial value	2b <u>33270636</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment	3a (1) Number of participants <u>347</u> (2) Funding Target <u>16962088</u>
b For terminated vested participants	3b <u>298</u> <u>4881178</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>22441</u>
(2) Vested benefits	3c(2) <u>23941958</u>
(3) Total active	3c(3) <u>883</u> <u>23964399</u>
d Total	3d <u>1528</u> <u>45807665</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>6.22 %</u>
6 Target normal cost	6 <u>0</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<u>10/02/2012</u>
Signature of actuary	Date
<u>ROBERT CRNJARICH</u>	<u>11-05141</u>
Type or print name of actuary	Most recent enrollment number
<u>COWDEN ASSOCIATES, INC.</u>	<u>412-394-9951</u>
Firm name	Telephone number (including area code)
<u>444 LIBERTY AVENUE, SUITE 1900</u> <u>PITTSBURGH, PA 15222-1222</u>	
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2011
v.012611

Part II		Beginning of year carryover and prefunding balances	
		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of <u>13.29</u> %	0	0
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38 from prior year)		43
b	Interest on (a) using prior year's effective rate of <u>6.64</u> % except as otherwise provided (see instructions)		3
c	Total available at beginning of current plan year to add to prefunding balance.....		46
d	Portion of (c) to be added to prefunding balance.....		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	0	0

Part III		Funding percentages	
14	Funding target attainment percentage.....	14	72.63 %
15	Adjusted funding target attainment percentage.....	15	72.63 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	80.24 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV		Contributions and liquidity shortfalls	
18 Contributions made to the plan for the plan year by employer(s) and employees:			
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	
04/15/2011	321020	0	
07/15/2011	321020	0	
10/14/2011	321020	0	
01/13/2012	321020	0	
09/14/2012	373353	0	
Totals ►		18(b)	1657433
		18(c)	0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a	Contributions allocated toward unpaid minimum required contributions from prior years.	19a 0
b	Contributions made to avoid restrictions adjusted to valuation date	19b 0
c	Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 1571071
20	Quarterly contributions and liquidity shortfalls:	
a	Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b	If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c	If 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: 3.78%	2nd segment: 6.31%	3rd segment: 6.57 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	0	
b Excess assets, if applicable, but not greater than 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	12537029	1571071	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	1571071	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....			0
36 Additional cash requirement (line 34 minus line 35)	36	1571071	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	1571071	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension funding relief under Pension Relief Act of 2010 (see instructions)

41 If a shortfall amortization base is being amortized pursuant to an alternative amortization schedule:			
a Schedule elected	☒ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☒ 2010 ☒ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

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>RETIREMENT PLAN FOR EMPLOYEES OF JAMESON HEALTH SYSTEM INC.</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>JAMESON HEALTH SYSTEM INC.</u>	D Employer Identification Number (EIN) <u>25-1536036</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

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

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

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

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

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

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

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

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

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

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

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

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

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

HUNTINGTON BANK

25-3429877

(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?
21 28 51	TRUSTEE AND INVESTMENT M	294585	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 ☐

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 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
--	--	---

For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>		
A Name of plan <u>RETIREMENT PLAN FOR EMPLOYEES OF JAMESON HEALTH SYSTEM INC.</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>JAMESON HEALTH SYSTEM INC.</u>	D Employer Identification Number (EIN) <u>25-1536036</u>	

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	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	579125	694435
(2) Participant contributions	1b(2)	0	0
(3) Other.....	1b(3)	85801	85440
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1111275	927686
(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)	7337236	7078131
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	1635810	1539380
(B) Common	1c(4)(B)	15108430	14882826
(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)	0	0
(9) Value of interest in common/collective trusts.....	1c(9)	0	0
(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)	8302378	7775024
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	1371491	1230249

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	35531546	34213171

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	77882	73269
k Total liabilities (add all amounts in lines 1g through 1j)	1k	77882	73269

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	35453664	34139902
---	-----------	----------	----------

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)	1657495	
(B) Participants	2a(1)(B)	0	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1657495
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	306092	
(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)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		306092
(2) Dividends: (A) Preferred stock	2b(2)(A)	113338	
(B) Common stock	2b(2)(B)	247331	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	308142	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		668811
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	22818136	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	23289894	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-471758

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other	2b(5)(B)	-410401	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-410401
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(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)		-201012
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		1549227

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2568404	
(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)		2568404
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)	294585	
(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)		294585
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		2862989

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-1313762
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: CARBIS WALKER, LLP

(2) EIN: 25-0988255

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.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		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.)		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.).....		X	
e Was this plan covered by a fidelity bond?.....	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?		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?		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?		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.).....	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.).....	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?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		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)

<div>SCHEDULE R (Form 5500) <div>Department of the Treasury Internal Revenue Service</div><div>Department of Labor Employee Benefits Security Administration</div><div>Pension Benefit Guaranty Corporation</div></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 RETIREMENT PLAN FOR EMPLOYEES OF JAMESON HEALTH SYSTEM INC.				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 JAMESON HEALTH SYSTEM INC.				D Employer Identification Number (EIN) 25-1536036	
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): 25-3429877					
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	59
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: 49.0% Investment-Grade Debt: 0.0% High-Yield Debt: 0.0% Real Estate: 0.0% Other: 51.0%

- 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): NO DEBT

RETIREMENT PLAN FOR EMPLOYEES OF JAMESON HEALTH SYSTEM, INC.

Financial Report
December 31, 2011



Carbis Walker LLP

Certified Public Accountants & Consultants

Members: Carbis Walker Group ■ McGladrey Alliance ■ AICPA Alliance for CPA Firms

"WE HELP YOU"

800.452.3003

www.carbis.com

CONTENTS

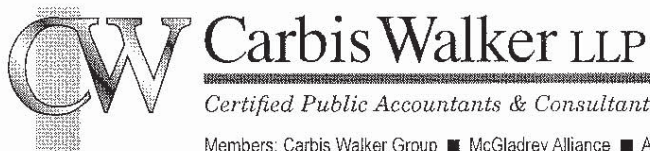
INDEPENDENT AUDITORS' REPORT	1
------------------------------	---

FINANCIAL STATEMENTS

Statements of net assets available for benefits	2
Statements of changes in net assets available for benefits	3
Notes to financial statements	4 - 13

SUPPLEMENTAL SCHEDULES

Form 5500, Schedule H, Part IV, Line 4i - Schedule of assets held at end of year	14
Form 5500, Schedule H, Part IV, Line 4j - Schedule of reportable transactions	15 - 16



Members: Carbis Walker Group ■ McGladrey Alliance ■ AICPA Alliance for CPA Firms

Meadville, PA
New Castle, PA
Pittsburgh, PA

INDEPENDENT AUDITORS' REPORT

Human Resources Committee of the Board of Directors of
Jameson Health System, Inc.
Retirement Plan for Employees of Jameson Health System, Inc.
New Castle, Pennsylvania

We were engaged to audit the accompanying statements of net assets available for benefits of the Retirement Plan for Employees of Jameson Health System, Inc. (Plan) as of December 31, 2011 and 2010, the related statements of changes in net assets available for benefits for the years then ended, and supplemental schedules of assets held at the end of the year as of December 31, 2011, and reportable transactions for the year ended December 31, 2011. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR Section 2520.103-8 of the United States Department of Labor's (DOL) 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 3, which was certified by Huntington Bank, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and the supplemental schedules. We have been informed by the Plan Administrator that the Trustee holds the Plan's assets and executes transactions. The Plan Administrator has obtained certifications from the Trustee as of and for the years ended December 31, 2011 and 2010, that the information provided to the Plan Administrator by the Trustee, is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The 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 Rules 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 the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Carbis Walker LLP
Certified Public Accountants

New Castle, Pennsylvania
October 1, 2012

"WE HELP YOU"

an independently owned member
McGLADREY ALLIANCE  **McGladrey**

The McGladrey Alliance is a premier affiliation of independent accounting and consulting firms. The McGladrey Alliance member firms maintain their name, autonomy, and independence and are responsible for their own client fee arrangements, delivery of services and maintenance of client relations.

RETIREMENT PLAN FOR EMPLOYEES OF
JAMESON HEALTH SYSTEM, INC.

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010

	2011	2010
ASSETS		
Investments at fair value:		
Common stocks	\$ 14,882,826	\$ 15,108,430
Mutual funds	7,775,024	8,302,378
Fixed income securities	7,078,131	7,337,236
Collateralized mortgage obligations	1,230,249	1,371,491
Money market investment	927,686	1,111,275
Preferred stocks	1,539,380	1,635,810
Total investments	33,433,296	34,866,620
Receivables:		
Employer contributions	694,435	579,125
Accrued interest and dividends	85,440	85,801
Total receivables	779,875	664,926
Total assets	34,213,171	35,531,546
LIABILITIES		
Accrued administrative expenses	73,269	77,882
Net assets available for benefits	\$ 34,139,902	\$ 35,453,664

See Notes to Financial Statements.

RETIREMENT PLAN FOR EMPLOYEES OF
JAMESON HEALTH SYSTEM, INC.

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2011 and 2010

	2011	2010
Additions to net assets attributed to:		
Investment income:		
Interest and dividend income	\$ 974,903	\$ 863,546
Net appreciation in fair value of investments	-	3,256,780
Total investment income	974,903	4,120,326
Employer contributions	1,657,495	1,360,322
Total additions	2,632,398	5,480,648
Deductions from net assets attributed to:		
Net depreciation in fair value of investments	1,083,171	-
Benefits paid to participants	2,568,404	2,393,294
Administrative expenses	294,585	290,744
Total deductions	3,946,160	2,684,038
Net increase (decrease)	(1,313,762)	2,796,610
Net assets available for benefits:		
Beginning of year	35,453,664	32,657,054
End of year	\$ 34,139,902	\$ 35,453,664

See Notes to Financial Statements.

**RETIREMENT PLAN FOR EMPLOYEES OF
JAMESON HEALTH SYSTEM, INC.**

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of the Plan

The following is a brief description of the Retirement Plan for Employees of Jameson Health System, Inc. (Plan) and is provided for general information purposes only. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General: The Plan is a noncontributory defined benefit retirement plan covering approximately 1,600 employees and retirees of the Plan Sponsor, Jameson Health System, Inc. (the "System"). The Plan is intended to satisfy all requirements for a qualified retirement plan under appropriate provisions of the Internal Revenue Code (IRC) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was most recently amended and restated effective January 1, 2011 (Note 10).

Eligibility: The Plan provided for participation after completion of 1,000 hours of service in a Plan year and employees were 100% vested after three years of credited service.

The Plan was established July 1, 1968, and was restated on April 25, 2000, effective May 1, 2000, to include a cash accumulation option. Active participants as of April 30, 2000, were given a one-time irrevocable election to remain under the traditional retirement structure or to participate in the cash accumulation option. New employees on and/or after May 1, 2000, were only able to participate in the cash accumulation provision of the Plan.

Effective November 1, 2006, participation in the Plan was frozen. In addition, participants no longer accrue credited service subsequent to November 1, 2006.

Benefits: Under the traditional retirement structure, employees with five or more years of service are entitled to monthly pension benefits beginning at normal retirement age of 65. The amount of the normal monthly pension benefit is equal to the greater of (a) 1.25% of average compensation for each year of service, or (b) \$ 10 for each year of service. The Plan permits early retirement after age 55 and five years of service.

Under the cash accumulation structure, employees with five or more years of service are entitled to benefits that are determined through the accumulation of an account balance. The account accrues interest based on the average interest rate on 30-year treasury securities in effect for the month of November of the previous Plan year. Each participant is credited with a monthly contribution derived as a percentage of compensation based on their attained age varying between 3% and 6%.

During the year beginning January 1, 2011, lump sum payments were limited to 50 percent of the accrued benefit value due to the funding status of the Plan since the Funding Target Attainment Percentage fell below 80 percent. If the benefit due to a participant is less than the de minimis lump sum limit, a lump sum payment is allowed.

The vested benefits liability (Note 2) equals the present value, on the valuation date, of accumulated Plan benefits that are nonforfeitable under the Plan.

The calculations of the present value of accumulated Plan benefits under the Plan and of the actuarially determined prior service costs were made by consulting enrolled actuaries, Cowden Associates, Inc., as of January 1, 2011 and 2010.

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of the Plan (Continued)

Death and disability benefits: If an active or terminated employee dies before retirement benefits commence, a death benefit equal to the value of the employee's accumulated pension benefit is paid to the employee's beneficiary. Active employees who become totally disabled receive annual disability benefits that are equal to the normal retirement benefits they have accumulated as of the time they become disabled. Disability benefits are paid until normal retirement age at which time disabled participants begin receiving normal retirement benefits computed as though they had been employed to normal retirement age with their annual compensation remaining the same as at the time they became disabled.

Note 2. Summary of Significant Accounting Policies

The accounting policies followed by the Plan and the method of applying those policies which materially affect the determination of net assets available for benefits and changes in net assets available for benefits are as follows:

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

Investment valuation and income recognition: Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade date basis. Dividend income is recorded on the ex-dividend date and interest income is recorded on the accrual basis. Net appreciation includes the Plan's gains on investments bought and sold as well as held during the year.

Contributions: Contributions to the Plan are made at various times throughout the year. In the event that a contribution of the current Plan year is not received by the end of the Plan year (December 31), the financial statements would recognize a receivable from the System for Plan contributions.

Payments of benefits: Benefits are recorded when paid.

Administrative expenses: The Plan's administrative expenses are paid by either the Plan or the Plan Sponsor as provided by the Plan document. Typically the Plan pays for trustee and paying agent fees.

Use of estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated Plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Actuarial present value of accumulated Plan benefits: The actuarial present value of accumulated Plan benefits presented below is based upon actuarial valuation as of January 1, 2011 and 2010, prepared by the Plan's actuary, Cowden Associates, Inc., using the projected unit credit cost method.

Accumulated Plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to service rendered by employees up to November 1, 2006. Calculated benefits for participants who opted under the cash accumulation structure increased by an interest factor based on the number of months worked each year. Accumulated Plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees who have died, and (3) present employees or their beneficiaries. The actuarial present value of accumulated Plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated Plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Significant Accounting Policies (Continued)

Actuarial present value of accumulated Plan benefits (continued):

The actuarial present value of accumulated Plan benefits as of January 1 is as follows:

	2011	2010
Actuarial present value of accumulated Plan benefits:		
Vested benefits:		
Retired participants and beneficiaries	\$ 14,615,173	\$ 14,490,751
Other participants	23,711,488	22,945,952
Total vested benefits	38,326,661	37,436,703
Nonvested benefits	79,177	408,937
Actuarial present value of accumulated Plan benefits	\$ 38,405,838	\$ 37,845,640

The changes in actuarial present value of accumulated Plan benefits during 2011 and 2010 are as follows:

	2011	2010
Actuarial present value of accumulated Plan benefits as of January 1:		
Beginning of year	\$ 37,845,640	\$ 37,705,030
Increase (decrease) during the year attributable to:		
Benefits accumulated	20,002	33,239
Increase for interest due to decrease in discounted period	2,933,751	2,906,588
Benefits paid	(2,393,555)	(2,799,217)
Actuarial present value of accumulated Plan benefits at end of year	\$ 38,405,838	\$ 37,845,640

Significant assumptions underlying the actuarial computations are:

Assumed rate of return on investments – 8% for 2011 and 2010.

Mortality rates – based in accordance with IRS 2011 Static Mortality Table for 2011 and the RP-2000 current liability combined Annuity Mortality Table for 2010.

The rates of retirement used in the 2011 calculation are shown in the following table:

Attained Age	Percentage Assumed to Retire Per Year	
	Traditional Structure	Cash Accumulation Structure
55 - 61	2 %	2 %
62	40	40
63 - 64	10	10
65	100	100

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits.

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Significant Accounting Policies (Continued)

Subsequent events: In preparing these financial statements, the System evaluated events that occurred through October 1, 2012, the date of the financial statements were available to be issued, for potential recognition or disclosure.

Recent accounting pronouncements: In January 2010, the Financial Accounting Standards Board (FASB) issued authoritative guidance on improving disclosures about fair value measurements to add additional disclosures about the different classes of assets and liabilities measured at fair value, the valuation techniques and inputs used, the activity in Level III fair value measurements, and the transfers between Levels I, II, and III. This guidance also clarified the level of disaggregation for each class of assets and liabilities disclosed. The Plan adopted this new accounting standards update in the year ended December 31, 2010, except for the provisions of this update that were effective in the year ended December 31, 2011. The Plan adopted the remaining provisions of this update during the year ended December 31, 2011. The adoption of this guidance did not have a material impact on the Plan's net assets available for benefits or changes in net assets available for benefits.

In May 2011, the FASB issued revised guidance related to fair value measurement and the related disclosures. This guidance changes the wording used to describe many of the requirements in accounting principles generally accepted in the United States for measuring fair value and for disclosing information about fair value measurements. The new guidance also establishes additional disclosures for assets and liabilities reported at fair value. For many requirements, the FASB does not intend for the amendments in this update to result in a change in the application of the requirements in Topic 820 of the Codification. This guidance is effective for all entities with fiscal years beginning after December 15, 2011. The Plan is currently evaluating the impact, if any, that adoption will have on its financial statements.

Note 3. Information Certified and Provided by Huntington Bank

The following is a summary of the investment information as of and for the years ended December 31, 2011 and 2010, included throughout the Plan's financial statements and supplemental schedules, that was prepared by or derived from information provided by the Trustee, Huntington Bank, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the Trustee that information provided to the Plan Administrator by the Trustee related to the following investments is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under the ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedules related to the following investments:

	2011	2010
Investments at fair value:		
Common stocks	\$ 14,882,826	\$ 15,108,430
Mutual funds	7,775,024	8,302,378
Fixed income securities	7,078,131	7,337,236
Collateralized mortgage obligations	1,230,249	1,371,491
Money market investment	927,686	1,111,275
Preferred stocks	1,539,380	1,635,810
	<u>\$ 33,433,296</u>	<u>\$ 34,866,620</u>

NOTES TO FINANCIAL STATEMENTS

Note 3. Information Certified and Provided by Huntington Bank (Continued)

Huntington Bank also certified to the completeness and accuracy of \$ (1,083,171) of net (depreciation) and \$ 3,256,780 of net appreciation in fair value of investments, and \$ 974,903 and \$ 863,546 of interest and dividends related to the aforementioned investments for the years ended December 31, 2011 and 2010, respectively.

During 2011 and 2010 the Plan's investments (including investments purchased, sold, as well as held during the year) had net appreciation (depreciation) in fair values for the years ended December 31 as follows:

	2011	2010
Common stocks	\$ (1,164,274)	\$ 2,054,599
Mutual funds	(195,028)	957,963
Fixed income securities	303,426	113,327
Collateralized mortgage obligations	29,385	30,261
Preferred stocks	(56,680)	100,630
	<u>\$ (1,083,171)</u>	<u>\$ 3,256,780</u>

Note 4. Investments and Fair Value Measurements

Authoritative guidance regarding *Fair Value Measurements* establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes 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 I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy under the authoritative guidance are described below:

Level I 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 II 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 II input must be observable for substantially the full term of the asset or liability.

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

The asset's 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.

NOTES TO FINANCIAL STATEMENTS

Note 4. Investments and Fair Value Measurements (Continued)

Following are descriptions of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used as of December 31, 2011 or 2010.

Common stocks: Valued at the closing price reported in the active market in which the individual securities are traded. Investments in certain restricted stocks are valued at the quoted market price of the issuer's unrestricted stock less an appropriate discount. If a quoted market price for unrestricted stock of the issuer is not available, restricted stocks are valued at a multiple of current earnings less an appropriate discount. The multiple chosen is consistent with multiples of similar companies based on current market prices.

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

Fixed income securities: Valued at the closing price reported in the active market in which the individual securities are traded.

Collateralized mortgage obligations: Valued based on characteristics of a given tranche, a volatility-driven, multi-dimensional, single cash flow stream or option-adjusted spread model.

Money market investment: Valued at \$ 1 per unit based on number of units held by the Plan at year end.

Preferred stocks: Valued pursuant to the taxable high yield methodology. This valuation includes seeking quote information from market sources for these stocks on a daily basis and may include accrued interest.

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

NOTES TO FINANCIAL STATEMENTS

Note 4. Investments and 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, 2011. Aside from the iShares S&P 500 Index Fund included below, there are no other assets that represent five percent or more of the Plan's net assets:

	Total	Assets at Fair Value as of December 31, 2011		
		Level I	Level II	Level III
Common stock:				
Common stock, domestic:				
Financials	\$ 1,107,976	\$ 1,107,976	\$ -	\$ -
Telecommunication Services	10,030	10,030	-	-
Health Care	1,326,580	1,326,580	-	-
Consumer Staples	766,688	766,688	-	-
Consumer Discretionary	1,432,610	1,432,610	-	-
Information Technology	2,371,927	2,371,927	-	-
Industrials	1,877,485	1,877,485	-	-
Energy	1,218,957	1,218,957	-	-
Materials	503,928	503,928	-	-
Utilities	181,721	181,721	-	-
Common stock, international:				
Financials	518,339	518,339	-	-
Telecommunication Services	175,357	175,357	-	-
Health Care	613,285	613,285	-	-
Consumer Staples	438,333	438,333	-	-
Consumer Discretionary	708,398	708,398	-	-
Information Technology	527,192	527,192	-	-
Industrials	408,031	408,031	-	-
Energy	452,683	452,683	-	-
Materials	118,980	118,980	-	-
Utilities	31,407	31,407	-	-
Miscellaneous	92,919	92,919	-	-
Mutual funds:				
iShares S&P 500 Index Fund	4,912,440	4,912,440	-	-
All other domestic mutual funds	2,862,584	2,862,584	-	-
Fixed income securities, domestic				
U.S. Government Obligations	2,438,391	2,438,391	-	-
U.S. Government Mortgage Backed Securities	280,094	280,094	-	-
U.S. Government Agencies	428,912	428,912	-	-
Corporate Obligations	3,930,734	3,930,734	-	-
Collateralized mortgage obligations, domestic	1,230,249	-	1,230,249	-
Money market investment, domestic	927,686	927,686	-	-
Preferred stocks, domestic:				
Financials	1,539,380	-	1,539,380	-
	<u>\$ 33,433,296</u>	<u>\$ 30,663,667</u>	<u>\$ 2,769,629</u>	<u>\$ -</u>

NOTES TO FINANCIAL STATEMENTS

Note 4. Investments and 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. Aside from the iShares S&P 500 Index Fund included below, there are no other assets that represent five percent or more of the Plan's net assets:

	Assets at Fair Value as of December 31, 2010			
	Total	Level I	Level II	Level III
Common stock:				
Common stock, domestic:				
Financials	\$ 1,587,880	\$ 1,587,880	\$ -	\$ -
Telecommunication Services	95,864	95,864	-	-
Health Care	797,809	797,809	-	-
Consumer Staples	761,395	761,395	-	-
Consumer Discretionary	1,645,895	1,645,895	-	-
Information Technology	2,137,231	2,137,231	-	-
Industrials	1,546,578	1,546,578	-	-
Energy	1,132,563	1,132,563	-	-
Materials	625,425	625,425	-	-
Utilities	183,260	183,260	-	-
Common stock, international:				
Financials	568,091	568,091	-	-
Telecommunication Services	195,809	195,809	-	-
Health Care	748,926	748,926	-	-
Consumer Staples	555,626	555,626	-	-
Consumer Discretionary	727,209	727,209	-	-
Information Technology	574,360	574,360	-	-
Industrials	453,618	453,618	-	-
Energy	464,661	464,661	-	-
Materials	160,582	160,582	-	-
Utilities	80,377	80,377	-	-
Miscellaneous	65,271	65,271	-	-
Mutual funds:				
iShares S&P 500 Index Fund	5,365,625	5,365,625	-	-
All other domestic mutual funds	2,936,753	2,936,753	-	-
Fixed income securities, domestic				
U.S. Government Obligations	2,153,026	2,153,026	-	-
U.S. Government Mortgage Backed Securities	70,950	70,950	-	-
U.S. Government Agencies	1,001,494	1,001,494	-	-
Corporate Obligations	4,111,766	4,111,766	-	-
Collateralized mortgage obligations, domestic	1,371,491	-	1,371,491	-
Money market investment, domestic	1,111,275	1,111,275	-	-
Preferred stocks, domestic:				
Unclassified	841,080	-	841,080	-
Financials	754,980	-	754,980	-
Consumer Discretionary	39,750	-	39,750	-
	<u>\$ 34,866,620</u>	<u>\$ 31,859,319</u>	<u>\$ 3,007,301</u>	<u>\$ -</u>

NOTES TO FINANCIAL STATEMENTS

Note 5. Funding Policy

Contributions required to fund benefits are determined using the projected unit credit cost method. The System's contributions to the Plan are designed to annually fund current service costs and to fund prior service costs over approximately 30 years. In addition, the contribution includes interest at 6.6% for the years ended December 31, 2011 and 2010, from the beginning of the Plan year to the date of the payment. The System's contributions for 2011 and 2010 exceeded or met the minimum funding requirements of the Employee Retirement Income Security Act of 1974 (ERISA).

Note 6. Plan Termination

Although it has not expressed any intent to do so, the System has the right under the Plan to terminate the Plan at any time subject to the provisions of the ERISA. In the event of Plan termination, the net assets of the Plan will be allocated as prescribed by the ERISA and its regulations, generally to provide the following benefits in the order indicated:

1. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The annuity amount is limited to the lowest benefits that would be payable under the Plan provisions in effect at any time during the five years preceding Plan termination.
2. Other vested benefits insured by the Pension Benefit Guaranty Corporation (PBGC), a U.S. government agency, up to applicable limits.
3. All other uninsured, vested benefits.
4. All non-vested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivors' pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees. That ceiling applies to those participants who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or Plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceiling is actuarially adjusted downward.

Whether all participants receive their benefits should the Plan be terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan Sponsor and the level of benefits guaranteed by the PBGC.

Note 7. Tax Status

The Internal Revenue Service has determined and informed the System by a letter dated December 5, 2008, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan Administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the IRC.

NOTES TO FINANCIAL STATEMENTS

Note 8. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. 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 the amounts reported on the statements of net assets available for benefits. During 2011, the credit and liquidity environment in the United States and throughout the global financial system resulted in substantial volatility in financial markets and the banking system.

Plan contributions are made and the actuarial present value of accumulated Plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Note 9. Related Party Transactions

Certain Plan investments are managed by Huntington Bank. Huntington Bank is the Trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Certain administrative functions are performed by officers or employees of the System. No such officers or employees receive compensation from the Plan.

Note 10. Plan Amendment

Effective January 1, 2011, the Plan was amended and restated to comply with the Internal Revenue Code Section 436, which generally places restrictions on lump sum payments from the Plan when the Plan's funding level falls below a 60% or 80% threshold.

RETIREMENT PLAN FOR EMPLOYEES OF
JAMESON HEALTH SYSTEM, INC.

EIN 25-1536036, Plan No. 001

FORM 5500, SCHEDULE H, PART IV, LINE 4i
SCHEDULE OF ASSETS HELD AT END OF YEAR
December 31, 2011
See Independent Auditors' Report

See Attached Schedules

RETIREMENT PLAN FOR EMPLOYEES OF
JAMESON HEALTH SYSTEM, INC.

EIN 25-1536036, PLAN No. 001

FORM 5500, SCHEDULE H, PART IV, LINE 4j
SCHEDULE OF REPORTABLE TRANSACTIONS
Year Ended December 31, 2011
See Independent Auditors' Report

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset
Category (i), Individual Transactions in Excess of 5% of Plan Assets				
Huntington Bank	Huntington Conservative Deposit Account	\$ -	\$ 9,416,140	\$ 9,416,140
Huntington Bank	Huntington Conservative Deposit Account	9,232,551	-	9,232,551

There were no Category (ii), (iii), or (iv) Reportable Transactions.

Current Value of Asset on Transaction Date	Net Gain (Loss)
\$ 9,416,140	\$ -
9,232,551	-

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
SHORT TERM INVESTMENT								
	ACCRUED INCOME		85,440	85,440	0		0.00	
	CASH MANAGEMENT FUNDS-TAXABLE							
927,686.13	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT		927,686	927,686	0	916	0.10	93
	TOTAL SHORT TERM INVESTMENT		1,013,126	1,013,126	0	916		93
FIXED INCOME								
	U. S. GOVT OBLIGATIONS							
420,000	US TREASURY 1.375% 10/15/2012	NR	424,583	424,087	496-	5,775	1.36	1,231
365,000	US TREASURY 2.875% 01/31/2013	NR	377,340	375,622	1,719-	10,494	2.79	4,391
25,000	US TREASURY 2.25% 05/31/2014	NR	24,218	26,154	1,936	563	2.15	49
200,000	US TREASURY 2.125% 11/30/2014	NR	200,712	210,062	9,350	4,250	2.02	372
310,000	US TREASURY 2.5% 04/30/2015	NR	315,873	330,829	14,956	7,750	2.34	1,320
165,000	US TREASURY N/B 4.25% 11/15/2017	NR	173,256	194,893	21,637	7,013	3.60	905
280,000	US TREASURY N/B 3.125% 05/15/2019	NR	298,672	313,950	15,278	8,750	2.79	1,130
90,000	US TREASURY N/B 2.125% 08/15/2021		90,025	92,307	2,282	1,913	2.07	722
280,000	US TREASURY 5.375% 02/15/2031	NR	312,004	399,087	87,083	15,050	3.77	5,665
55,000	US TREASURY 4.375% 11/15/2039	NR	63,770	71,405	7,635	2,406	3.37	311
	TOTAL U. S. GOVT OBLIGATIONS		2,280,453	2,438,396	157,943	63,964		16,116
	U. S. GOVT MTG BACKED SECURITIES							
4,421.99	FNMA FEDERAL NATIONAL MTGE ASSOC 5.5% 01/01/2029		4,781	4,784	3	243	5.08	20
33,628.89	FNMA 5% 06/01/2033		33,577	36,316	2,739	1,681	4.63	140
36,473.74	FHLMC GOLD POOL #G05256 4% 03/01/2039		37,749	38,310	561	1,459	3.81	122

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
73,328.4	FHLMC GOLD POOL #G05449 4.5% 05/01/2039		76,926	77,769	843	3,300	4.24	275
42,746.85	FHLMC POOL #A87714 4% 08/01/2039		44,423	44,899	475	1,710	3.81	142
49,910	FGLMC POOL #A93505 4.5% 08/01/2040		52,351	52,917	566	2,246	4.24	187
23,871.21	FNMA POOL #AE6083 4% 10/01/2040		24,848	25,099	250	955	3.80	80
	TOTAL U. S. GOVT MTG BACKED SECURITIES		274,655	280,094	5,439	11,594		966
	U. S. GOVT AGENCIES							
110,000	FHLMC 5.125% 07/15/2012	AA+	116,040	112,968	3,072-	5,638	4.99	2,600
240,000	FHLMC 1.375% 01/09/2013	AA+	244,436	242,770	1,667-	3,300	1.36	1,577
70,000	FHLMC 2.5% 04/23/2014	AA+	72,782	73,174	392	1,750	2.39	331
	TOTAL U. S. GOVT AGENCIES		433,258	428,912	4,346-	10,688		4,508
	CORPORATE OBLIGATIONS							
5,000	ESCROW GM CORP SR CONV 06/01/2009		1	19	18	0	0.00	0
75,000	WACHOVIA CORP SERIES MTNE V/R NOTE .67684% 03/01/2012	A+	74,323	75,023	701	508	0.68	44
100,000	BANK OF AMERICA CORP 2.1% 04/30/2012	AA+	102,408	100,684	1,724-	2,100	2.09	356
90,000	GENERAL ELECTRIC CAP CORP 2.2% 06/08/2012	AA+	89,880	90,826	946	1,980	2.18	127
200,000	GOLDMAN SACHS GROUP INC 5.7% 09/01/2012	A-	205,640	203,522	2,118-	11,400	5.60	3,800
100,000	GENERAL ELECTRIC CAP CORP SERIES GMTN 2% 09/28/2012	AA+	101,546	101,361	185-	2,000	1.97	517
250,000	KROGER CO 5.5% 02/01/2013	BBB	270,725	260,755	9,970-	13,750	5.27	5,729
25,000	AMERICAN INTL GROUP 4.25% 05/15/2013	A-	23,979	24,966	987	1,063	4.26	136
200,000	US BANCORP SERIES MTN 1.375% 09/13/2013-2013	A	201,722	201,218	504-	2,750	1.37	825

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
250,000	EMERSON ELECTRIC CO 5.625% 11/15/2013	A	237,635	270,983	33,348	14,063	5.19	1,797
100,000	GENERAL ELECTRIC CAP CORP 4% 12/15/2013	AA+	100,000	102,275	2,275	4,000	3.91	178
45,000	MORGAN STANLEY 4.75% 04/01/2014	BBB+	38,405	44,329	5,924	2,138	4.82	534
100,000	TEVA PHARMA FIN IV LLC 1.7% 11/10/2014	A-	100,390	100,773	383	1,700	1.69	241
25,000	CLOROX CO 5% 01/15/2015	BBB+	24,386	27,012	2,626	1,250	4.63	576
45,000	COCA COLA ENTERPRISES INC 4.25% A+ 03/01/2015	A+	44,721	48,820	4,100	1,913	3.92	638
25,000	METLIFE INC 5% 06/15/2015	A-	24,559	27,235	2,676	1,250	4.59	56
200,000	GENERAL ELEC CAP CORP SERIES MTAA+ 2.25% 09/30/2015	AA+	199,100	189,296	9,804-	4,500	2.38	13
100,000	COCA COLA CO 1.5% 11/15/2015	A+	101,410	101,364	46-	1,500	1.48	192
45,000	GENERAL ELEC CAP CORP SERIES MTAA+ 5% 01/08/2016	AA+	43,505	49,236	5,731	2,250	4.57	1,081
100,000	GOLDMAN SACHS GROUP INC 3.625% A- 02/07/2016	A-	99,169	96,622	2,547-	3,625	3.75	1,450
50,000	VERIZON COMMUNICATIONS 2% 11/01/2016	A-	49,975	50,142	167	1,000	1.99	161
45,000	WYETH 5.45% 04/01/2017	AA	44,061	52,717	8,656	2,453	4.65	613
45,000	ASTRAZENECA PLC 5.9% 09/15/2017	AA-	50,879	54,356	3,476	2,655	4.88	782
500,000	GENERAL ELEC CAP CORP MEDIUM TERM NOTE 5.625% 09/15/2017	AA+	523,010	553,390	30,380	28,125	5.08	8,281
45,000	GLAXOSMITHKLINE CAP INC CAP INC 5.65% 05/15/2018	A+	44,127	54,162	10,035	2,543	4.69	325
200,000	PHILIP MORRIS INTL INC 5.65% 05/16/2018	A	204,600	236,564	31,964	11,300	4.78	1,413
45,000	RIO TINTO FIN USA LTD 6.5% 07/15/2018	A-	41,979	54,239	12,260	2,925	5.39	1,349
45,000	DU PONT E I DE NEMOURS & CO 5.75% 03/15/2019	A	44,014	54,567	10,553	2,588	4.74	762

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
50,000	BOEING CAPITAL CORP 4.7% 10/27/2019	A	50,067	56,914	6,847	2,350	4.13	418
50,000	NORDSTROM INC 4.75% 05/01/2020	A-	52,157	55,419	3,262	2,375	4.29	396
50,000	PEPSICO INC 3.125% 11/01/2020	A-	50,116	51,965	1,849	1,563	3.01	260
100,000	CARDINAL HEALTH INC 4.625% 12/15/2020	A-	99,950	107,202	7,252	4,625	4.31	206
45,000	TYCO INTERNATIONAL 6.875% 01/15/2021	A-	53,595	55,832	2,237	3,094	5.54	1,427
50,000	THERMO FISHER SCIENTIFIC INC 4.5% 03/01/2021	A	50,076	55,868	5,792	2,250	4.03	750
45,000	VERIZON GLOBAL FDG CORP 7.75% 12/01/2030	A-	46,793	62,672	15,879	3,488	5.56	291
50,000	TARGET CORP 7% 07/15/2031	A+	56,579	67,444	10,865	3,500	5.19	1,614
25,000	ARCHER-DANIELS-MIDLAND CO 5.375% 09/15/2035	A	21,912	29,406	7,493	1,344	4.57	396
45,000	DUKE ENERGY CAROLINAS 6.05% 04/15/2038	A	43,222	58,911	15,689	2,723	4.62	575
40,000	AMGEN INC 6.4% 02/01/2039	A+	41,886	47,164	5,279	2,560	5.43	1,067
50,000	STANLEY BLACK & DECKER INC 5.2% 09/01/2040	A	49,811	55,481	5,670	2,600	4.69	867
	TOTAL CORPORATE OBLIGATIONS		3,702,313	3,930,734	228,421	159,801		40,243
	TOTAL FIXED INCOME		6,690,679	7,078,136	387,457	246,047		61,833

EQUITY INVESTMENTS

PREFERRED STOCK

FINANCIALS

8,000	BANK OF AMERICA CORP SERIES H PFD 8.2%	A+e	200,000	176,800	23,200-	16,400	9.28	0
10,000	GENERAL ELEC CAP CORP 6/28/32 SERIES PFD 6.625%	AA+	251,000	263,400	12,400	16,560	6.29	0
4,000	ING GROEP NV PFD 8.5%	BBB-	100,000	87,120	12,880-	8,500	9.76	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
8,000	JPMCHASE CAP XI 6/15/33 SERIES K PFD 5.875%	A	200,000	200,080	80	11,752	5.87	0
20,000	LEHMAN BROTHERS HOLDINGS SERIES J PFD 7.95%		500,000	100	499,900-	39,740	39,740.00	0
10,000	MORGAN STANLEY CP TR IV 4/1/33 SERIES PFD 6.25%	BB+	250,000	207,600	42,400-	15,620	7.52	3,906
4,000	MORGAN STANLEY CAP TR V 7/15/33 SERIES PFD 5.75%		100,000	81,680	18,320-	5,752	7.04	1,438
20,000	PNC CAPITAL TRUST E 3/15/68 SERIES PFD 7.75%	BBB	500,000	522,600	22,600	38,760	7.42	0
	TOTAL FINANCIALS		2,101,000	1,539,380	561,620-	153,084		5,344
	COMMON STOCK FINANCIALS							
265	AFFILIATED MANAGERS GROUP	N/A	20,463	25,427	4,964	0	0.00	0
2,289	AMERICAN EXPRESS	N/A	97,909	107,972	10,063	1,648	1.53	0
1,564	BANK OF NEW YORK MELLON CORP		39,555	31,139	8,416-	813	2.61	0
200	BERKSHIRE HATHAWAY INC CL B		14,262	15,260	999	0	0.00	0
335	CITY NATL CORP W/1 RT/SH	N/A	16,174	14,600	1,374-	268	1.81	0
569	FINANCIAL ENGINES INC		12,014	12,706	692	0	0.00	0
1,795	FOREST CITY ENT CL A	N/A	8,891	21,217	12,326	574	2.71	0
200	FRANKLIN RES INC	N/A	23,091	19,212	3,879-	216	1.12	0
452	GENERAL MOTORS CO		9,920	5,302	4,618-	0	0.00	0
452	GENERAL MOTORS CO		7,696	3,535	4,162-	0	0.00	0
730	HCC INSURANCE HOLDINGS INC	N/A	16,973	20,075	3,102	453	2.25	113
2,592	HANG LUNG PROPERTIES LTD		39,181	36,879	2,302-	1,099	2.98	0
300	IBERIABANK CORP	N/A	17,957	14,790	3,167-	408	2.76	102
865	INTERCONTINENTALEXCHANGE INC		95,329	104,276	8,947	0	0.00	0
1,452	METLIFE INC	N/A	52,386	45,273	7,113-	1,074	2.37	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
450	MORGAN STANLEY	N/A	13,089	6,809	6,280-	90	1.32	0
1,196	NYSE EURONEXT		31,759	31,216	544-	1,435	4.60	0
200	PNC FINANCIAL SERVICES	N/A	9,487	11,534	2,047	280	2.43	0
300	PORTFOLIO RECOVERY ASSOCIATE	N/A	24,065	20,256	3,809-	0	0.00	0
1,854	PRICE T ROWE GROUP INC	N/A	112,947	105,585	7,362-	2,299	2.18	0
400	PROSPERITY BANCSHARES INC	N/A	18,316	16,140	2,176-	312	1.93	78
608	PRUDENTIAL FINANCIAL INC	N/A	32,048	30,473	1,575-	882	2.89	0
395	RLI CORP	N/A	18,217	28,780	10,562	474	1.65	0
100	SIMON PROPERTY GROUP INC	N/A	9,061	12,894	3,833	360	2.79	0
1,050	STATE BANK FINANCIAL CORP		16,758	15,866	892-	0	0.00	0
900	STATE STREET CORP	N/A	40,188	36,279	3,909-	648	1.79	162
450	TRAVELERS COS INC		20,951	26,627	5,676	738	2.77	0
550	U S BANCORP	N/R	10,552	14,878	4,325	275	1.85	69
2,075	UMPQUA HOLDINGS CORP	N/A	25,965	25,709	256-	581	2.26	145
395	UNIVERSAL HLTH REALTY INCOME TR	N/A	13,457	15,405	1,948	964	6.26	0
5,109	WELLS FARGO & CO	N/A	236,282	140,804	95,478-	2,452	1.74	0
555	WESTAMERICA BANCORPORATION	N/A	27,480	24,365	3,115-	821	3.37	0
830	WILLIS GROUP HOLDINGS PLC		34,557	32,204	2,353-	863	2.68	216
489	ACE LIMITED		32,498	34,289	1,790	919	2.68	0
	TOTAL FINANCIALS		1,199,478	1,107,976	91,502-	20,946		885
	TELECOMMUNICATION SERVICES							
250	VERIZON COMMUNICATIONS	N/A	7,297	10,030	2,733	500	4.99	0
	HEALTH CARE							
515	ABAXIS INC		15,056	14,250	806-	0	0.00	0
674	ABBOTT LABORATORIES	N/A	34,110	37,899	3,789	1,294	3.41	0
1,251	AETNA INC NEW	N/A	51,163	52,780	1,617	876	1.66	0

HUNTINGTON WEALTH ADVISORS

Statement Period 01/01/2011 through 12/31/2011
Account Number M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
1,707	ALLERGAN INC W/1 RT/SH	N/A	117,872	149,772	31,901	341	0.23	0
910	ALLSCRIPTS HEALTHCARE SOLUTIONS/INC	N/A	17,883	17,235	648-	0	0.00	0
1,015	ANGIODYNAMICS INC		15,403	15,032	371-	0	0.00	0
300	ATHENAHEALTH INC		12,508	14,736	2,228	0	0.00	0
1,220	BAXTER INTERNATIONAL INC W/1 RT/SH	N/A	68,230	60,366	7,864-	1,635	2.71	409
600	BECTON DICKINSON	N/A	43,375	44,832	1,457	1,080	2.41	0
480	BIO-RAD LABS INC CL A	N/A	41,795	46,099	4,304	0	0.00	0
808	BIO-REFERENCE LABS INC		17,097	13,146	3,951-	0	0.00	0
600	CARDINAL HEALTH INC	N/A	25,157	24,366	791-	516	2.12	129
873	CEPHEID INC	N/A	27,321	30,040	2,719	0	0.00	0
830	CERNER CORP	N/A	49,714	50,838	1,123	0	0.00	0
480	CHEMED CORP		31,870	24,581	7,289-	307	1.25	0
948	EDWARDS LIFESCIENCES CORP	N/A	72,079	67,024	5,055-	0	0.00	0
3,559	GILEAD SCIENCES INC W/1 RT/SH	N/A	153,857	145,670	8,187-	0	0.00	0
1,087	HOSPIRA INC COMMON STOCK		48,669	33,012	15,657-	0	0.00	0
340	IPC THE HOSPITALIST CO		15,993	15,545	448-	0	0.00	0
80	INTUITIVE SURGICAL INC		30,516	37,041	6,525	0	0.00	0
600	JOHNSON & JOHNSON	A+	37,448	39,348	1,900	1,368	3.48	0
300	LANDAUER INC	N/A	13,833	15,450	1,617	660	4.27	165
280	MEDTOX SCIENTIFIC INC	N/A	5,078	3,934	1,144-	0	0.00	0
350	MEDNAX INC		24,568	25,204	635	0	0.00	0
1,380	MEDTRONIC INC	N/A	53,475	52,785	690-	1,339	2.54	0
1,440	MERIDIAN BIOSCIENCE INC	N/A	30,715	27,130	3,586-	1,094	4.03	0
4,300	MYLAN INC	N/A	84,078	92,278	8,200	1,032	1.12	0
544	NEOGEN CORP	B	22,820	16,668	6,152-	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
705	OWENS & MINOR INC	N/A	18,070	19,592	1,521	564	2.88	0
410	PERRIGO COMPANY	N/A	36,726	39,893	3,167	131	0.33	0
681	ST JUDE MEDICAL INC	N/A	25,856	23,358	2,497-	572	2.45	143
500	STRYKER CORP	N/A	22,404	24,855	2,451	425	1.71	106
590	TECHNE CORP	N/A	40,877	40,273	603-	661	1.64	0
390	YOUNG INNOVATIONS INC	N/A	9,164	11,556	2,392	62	0.54	0
	TOTAL HEALTH CARE		1,314,780	1,326,588	11,808	13,857		952
	CONSUMER STAPLES							
1,780	ARCHER-DANIELS-MIDLAND CO	N/A	52,955	50,908	2,047-	1,246	2.45	0
4,099	CVS CAREMARK CORP	N/A	130,652	167,157	36,506	2,664	1.59	0
395	CASEYS GENERAL STORES INC	N/A	11,835	20,346	8,511	237	1.16	0
2,129	COCA COLA CO	N/A	144,707	148,986	4,259	4,003	2.69	0
708	COSTCO WHOLESALES CORP	N/A	44,637	58,991	14,354	680	1.15	0
700	HEINZ H J CO	N/A	34,734	37,828	3,094	1,344	3.55	336
400	HERSHEY CO W/1 RT/SH	N/A	22,762	24,712	1,950	552	2.23	0
450	J & J SNACK FOODS CORP COM	N/A	19,274	23,976	4,702	234	0.98	59
300	KELLOGG CO	N/A	14,808	15,171	363	516	3.40	0
350	KIMBERLY-CLARK CORP	N/A	20,608	25,746	5,139	980	3.81	245
400	KRAFT FOODS INC	N/A	13,850	14,944	1,094	464	3.10	116
500	PEPSICO INC	N/A	30,036	33,175	3,139	1,030	3.10	258
1,384	PROCTER & GAMBLE CO	N/A	76,468	92,327	15,859	2,906	3.15	0
395	RUDDICK CORP	N/A	8,494	16,843	8,349	205	1.22	51
591	UNITED NATIONAL FOODS INC	N/A	17,338	23,646	6,308	0	0.00	0
200	WAL-MART STORES INC	N/A	9,928	11,952	2,024	292	2.44	146

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL CONSUMER STAPLES		653,086	766,688	113,602	17,353		1,211
	CONSUMER DISCRETIONARY							
759	AARON'S INC	N/A	10,460	20,250	9,790	46	0.22	11
1,136	BORG-WARNER INC	N/A	89,335	72,409	16,926-	545	0.75	0
170	CAPELLA EDUCATION CO		8,043	6,129	1,915-	0	0.00	0
4,616	CARMAX INC	N/A	144,189	140,696	3,493-	0	0.00	0
3,199	CARNIVAL CORPORATION		123,940	104,415	19,524-	3,199	3.06	0
680	CHEESECAKE FACTORY	N/A	20,482	19,958	524-	0	0.00	0
835	CHOICE HOTELS INTERNATIONAL INC N/A NEW W/1 RT/SH		21,634	31,772	10,138	618	1.94	154
550	COACH INC W/1 RT/SH	N/A	29,397	33,572	4,175	495	1.47	124
365	COLUMBIA SPORTSWEAR COMPANY	N/A	15,515	16,991	1,475	321	1.89	0
717	DARDEN RESTAURANTS INC	N/A	31,352	32,681	1,329	1,233	3.77	0
500	DORMAN PRODUCTS INC C		17,554	18,465	911	0	0.00	0
358	FRESH MARKET INC/THE		13,819	14,284	465	0	0.00	0
499	GENERAL MOTORS CO		14,920	10,115	4,805-	0	0.00	0
795	GENTEX CORP	N/A	21,616	23,524	1,908	382	1.62	0
300	GENUINE PARTS CO W/1 RT/SH	N/A	17,109	18,360	1,251	540	2.94	135
907	GRAND CANYON EDUCATION INC		13,248	14,476	1,228	0	0.00	0
600	HIBBETT SPORTS INC		10,689	27,108	16,419	0	0.00	0
500	HOME DEPOT INC	N/A	18,795	21,020	2,225	580	2.76	0
2,042	JOHNSON CTLS INC	N/A	82,448	63,833	18,615-	1,470	2.30	368
2,715	LKQ CORP		47,176	81,667	34,492	0	0.00	0
469	LAS VEGAS SANDS CORP		19,761	20,040	279	0	0.00	0
400	MCDONALDS CORP	N/A	32,552	40,132	7,580	1,120	2.79	0
900	MONRO MUFFLER BRAKE INC	N/A	28,841	34,911	6,070	324	0.93	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
980	MORNINGSTAR INC		38,965	58,261	19,296	392	0.67	0
1,240	NIKE INC CL B	A	62,772	119,499	56,727	1,786	1.49	446
320	PEETS COFFEE & TEA INC	N/A	7,882	20,058	12,176	0	0.00	0
278	PRICELINE.COM INC		67,588	130,023	62,435	0	0.00	0
2,100	SALLY BEAUTY CO INC		22,302	44,373	22,071	1,092	2.46	0
562	SCIQEST INC		8,353	8,020	333-	0	0.00	0
1,221	TARGET CORP	A+	59,541	62,540	2,999	1,465	2.34	0
1,021	TIME WARNER INC		35,629	36,899	1,270	960	2.60	0
350	V F CORP W/1 RT/SH	N/A	41,538	44,447	2,909	1,006	2.27	0
590	WOLVERINE WORLD WIDE INC	N/A	14,702	21,028	6,325	283	1.35	71
350	YUM BRANDS INC	N/A	14,977	20,654	5,677	399	1.93	0
	TOTAL CONSUMER DISCRETIONARY		1,207,124	1,432,610	225,486	18,258		1,309
	INFORMATION TECHNOLOGY							
2,031	ACME PACKET INC		101,200	62,778	38,422-	0	0.00	0
701	APPLE INC	N/A	104,475	283,905	179,430	0	0.00	0
4,466	APPLIED MATERIALS INC	N/A	54,670	47,831	6,839-	1,429	2.99	0
400	AUTODESK INC W/1 RT/SH	N/A	11,231	12,132	901	3,600	29.67	0
600	AUTOMATIC DATA PROCESSING	N/A	24,786	32,406	7,620	948	2.93	237
1,510	BLACKBAUD INC		26,459	41,827	15,368	725	1.73	0
3,569	BROADCOM CORP CL A	N/A	124,295	104,786	19,509-	1,285	1.23	0
405	CABOT MICROELECTRONICS CORP	N/A	19,364	19,136	228-	0	0.00	0
341	CASS INFORMATION SYSTEMS INC		11,567	12,409	842	211	1.70	0
880	CISCO SYSTEMS	N/A	19,298	15,910	3,387-	211	1.33	0
1,858	COGNIZANT TECH SOLUTIONS CRP	N/A	112,380	119,488	7,108	0	0.00	0
19	COMVERSE TECHNOLOGY INC	N/A	125	130	6	0	0.00	0
313	CONCUR TECHNOLOGIES INC	N/A	13,997	15,897	1,901	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
320	CONSTANT CONTACT INC		7,512	7,427	85-	0	0.00	0
2,329	CORNING INC	N/A	43,459	30,230	13,229-	699	2.31	0
2,180	DAKTRONICS INC	N/A	19,323	20,863	1,539	480	2.30	0
610	DEALERTRACK HOLDINGS INC		13,178	16,629	3,450	0	0.00	0
1,325	DIGI INTERNATIONAL INC	N/A	15,945	14,787	1,158-	0	0.00	0
1,700	EMC CORP/MASS	N/A	34,134	36,618	2,484	0	0.00	0
725	EBIX INC		14,557	16,023	1,466	116	0.72	0
1,195	ECHELON CORP	N/R	11,014	5,820	5,195-	0	0.00	0
1,115	FAIR ISAAC CORPORATION W/1 RT/SHN/A		27,894	39,962	12,068	89	0.22	0
315	FARO TECHNOLOGIES INC		12,735	14,490	1,755	0	0.00	0
415	FORRESTER RESEARCH INC	N/A	14,723	14,085	638-	0	0.00	0
111	GOOGLE INC-CL A		48,596	71,695	23,099	0	0.00	0
1,380	HENRY JACK & ASSOC INC COM	N/A	21,368	46,382	25,014	580	1.25	0
290	HITTITE MICROWAVE CORP		15,326	14,320	1,005-	0	0.00	0
948	INFORMATICA CORP	N/A	43,777	35,010	8,767-	0	0.00	0
100	IBM CORP	B	16,939	18,388	1,449	300	1.63	0
1,200	JABIL CIRCUIT INC	N/A	20,555	23,592	3,037	384	1.63	0
3,038	JUNIPER NETWORKS INC	N/A	64,116	62,006	2,111-	0	0.00	0
900	LIQUIDITY SERVICES INC		20,789	33,210	12,421	0	0.00	0
780	MANHATTAN ASSOCIATES	N/A	15,802	31,574	15,773	0	0.00	0
545	MAXIMUS INC	N/A	21,103	22,536	1,433	196	0.87	0
1,418	MERCADOLIBRE INC		90,711	112,788	22,076	454	0.40	113
500	MICROSOFT CORP	N/A	13,245	12,980	265-	400	3.08	0
1,738	NATIONAL INSTRUMENTS CORP	N/A	42,969	45,101	2,132	695	1.54	0
4,241	ON SEMICONDUCTOR CORP	N/A	41,536	32,741	8,796-	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
3,131	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	N/A	96,999	80,310	16,689-	751	0.94	0
375	PEGASYS INC	N/A	17,563	11,025	6,538-	45	0.41	11
1,015	POWER INTEGRATION INC	N/A	33,905	33,657	248-	203	0.60	0
4,636	QUALCOMM INC W 1 RT P/S EXP 9/25/2015	N/A	199,930	253,589	53,660	3,987	1.57	0
310	QUALITY SYSTEMS INC	N/A	12,705	11,467	1,238-	217	1.89	54
570	ROFIN-SINAR TECHNOLOGIES INC		13,199	13,025	174-	0	0.00	0
545	SPS COMMERCE INC		9,699	14,143	4,444	0	0.00	0
513	SALESFORCE.COM INC		61,628	52,049	9,779-	0	0.00	0
500	SCANSOURCE INC	N/A	11,364	18,000	6,636	0	0.00	0
1,045	SEMTECH CORP W/1 RT/SH	N/A	27,796	25,937	1,860-	0	0.00	0
330	STRATASYS INC	N/A	10,871	10,035	836-	0	0.00	0
4,041	TEXAS INSTRUMENTS INC	N/A	119,606	117,634	2,175-	2,748	2.34	0
595	ULTIMATE SOFTWARE GROUP INC		30,880	36,746	7,866	0	0.00	0
500	VERINT SYSTEMS INC	N/A	15,086	13,770	1,318-	0	0.00	0
781	VMWARE INC CLASS A		60,609	64,971	4,363	0	0.00	0
2,598	WESTERN UNION CO		49,613	47,439	2,174-	831	1.75	0
336	WRIGHT EXPRESS CORP		16,295	18,238	1,943	0	0.00	0
	TOTAL INFORMATION TECHNOLOGY		2,103,305	2,371,927	268,622	21,584		415
	INDUSTRIALS							
900	AAON INC	B	14,644	16,441	3,797	216	1.17	0
835	ACTUANT CORP CL A	N/A	21,542	18,946	2,596-	33	0.18	0
540	ACUITY BRANDS INC	N/R	21,079	26,620	7,541	281	0.98	0
310	ADVISORY BOARD CO	N/A	10,389	23,005	12,616	0	0.00	0
880	BEACON ROOFING SUPPLY INC		18,065	17,802	262-	0	0.00	0
720	BRADY CORPORATION CL A	N/A	19,025	22,730	3,705	533	2.34	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
1,147	C.H. ROBINSON WORLDWIDE INC NEW COMMON		83,958	80,038	3,920-	1,514	1.89	379
570	CARLISLE COS INC	A+	19,848	25,251	5,403	410	1.63	0
550	CATERPILLAR INC	N/A	28,955	49,830	20,875	1,012	2.03	0
670	CLARCOR INC	N/A	24,938	33,493	8,555	322	0.96	0
200	COSTAR GROUP INC.	N/A	11,847	13,346	1,499	0	0.00	0
1,412	DANAHER CORP	N/A	67,539	66,420	1,118-	141	0.21	35
829	EATON CORP	N/A	39,445	36,086	3,358-	1,127	3.12	0
735	ECHO GLOBAL LOGISTICS INC		10,766	11,870	1,104	0	0.00	0
550	EMERSON ELECTRIC CO	N/A	21,309	25,625	4,316	880	3.43	0
335	ENERNOC INC		5,409	3,641	1,768-	0	0.00	0
2,477	EXPEDITORS INTL WASH INC	N/A	106,719	101,458	5,261-	1,239	1.22	0
700	EXPONENT INC		19,323	32,179	12,856	0	0.00	0
1,350	FLUOR CORP NEW	N/A	68,195	67,838	358-	675	1.00	169
1,340	FORWARD AIR CORPORATION W/1 RT/SH	N/A	31,664	42,947	11,283	375	0.87	0
10,685	GENERAL ELECTRIC CO	N/A	228,738	194,950	33,788-	7,402	3.80	1,850
600	GRACO INC	N/A	17,963	24,534	6,571	540	2.20	0
2,614	HONEYWELL INTERNATIONAL INC	N/A	134,439	142,071	7,632	3,895	2.74	0
1,278	JB HUNT TRANS SVCS	B-	45,563	57,599	12,036	665	1.15	0
1,300	INNERWORKINGS INC		10,842	12,103	1,261	0	0.00	0
1,137	KBR INC		39,624	31,688	7,936-	227	0.72	57
755	KIRBY CORP	N/A	24,457	49,709	25,252	0	0.00	0
1,485	KNIGHT TRANS INC	N/A	28,462	23,225	5,237-	356	1.53	0
3,450	KOMATSU LTD	N/A	45,848	80,668	34,820	1,501	1.86	0
405	MOBILE MINI INC	N/A	8,408	7,067	1,341-	0	0.00	0
800	MOOG INC CL A	N/A	30,288	35,144	4,856	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
816	NAVISTAR INTERNATIONAL W/1 RT/SH	N/A	37,774	30,910	6,864-	0	0.00	0
449	NORFOLK SOUTHERN CORP W/1 RT/SH	N/A	31,731	32,714	983	772	2.36	0
500	PARKER HANNIFIN CORP	N/A	32,250	38,125	5,875	740	1.94	0
451	PRECISION CASTPARTS CORP	N/A	69,781	74,320	4,539	54	0.07	11
375	RAVEN INDUSTRIES INC	N/A	10,273	23,213	12,940	270	1.16	68
865	RESOURCES CONNECTION INC	N/A	10,806	9,160	1,646-	173	1.89	0
1,015	RITCHIE BROS AUCTIONEERS		26,460	22,411	4,048-	457	2.04	0
1,695	ROLLINS INC	N/A	32,693	37,663	4,970	475	1.26	0
345	SIMPSON MANUFACTURING CO INC	N/A	6,044	11,613	5,568	173	1.49	0
300	3M CO	N/A	24,199	24,519	320	660	2.69	0
1,045	II-VI INC W/1 RT/SH	N/A	22,476	19,186	3,290-	0	0.00	0
1,379	UNION PACIFIC CORP	N/A	86,190	146,091	59,901	3,310	2.27	827
400	UNITED TECHNOLOGIES CORP	N/A	24,801	29,236	4,435	768	2.63	0
	TOTAL INDUSTRIALS		1,674,769	1,877,485	202,716	31,196		3,396
	ENERGY							
400	ANADARKO PETROLEUM CORP W/1 RT/SH	N/A	23,491	30,532	7,041	144	0.47	0
1,062	APACHE CORP	N/A	97,600	96,196	1,404-	637	0.66	0
566	BAKER HUGHES INC	N/A	30,829	27,530	3,299-	340	1.23	0
2,396	CAMERON INTERNATIONAL CORP W/1 RT P/S EXP 10/31/2017		126,449	117,859	8,590-	0	0.00	0
1,040	CHEVRON CORPORATION	B+	104,517	110,656	6,139	3,370	3.05	0
350	CONOCOPHILLIPS	N/A	16,480	25,505	9,025	924	3.62	0
833	DEVON ENERGY CORPORATION NEW	N/A	64,586	51,646	12,940-	566	1.10	0
665	DRIL-QUIP	N/A	24,128	43,770	19,642	0	0.00	0
1,485	EXXON MOBIL CORP	N/A	114,275	125,869	11,594	2,792	2.22	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
1,357	HALLIBURTON CO	N/A	61,077	46,830	14,247-	489	1.04	0
764	HESS CORP		50,767	43,395	7,371-	306	0.70	76
2,935	NATIONAL OILWELL VARCO INC	N/A	120,069	199,551	79,482	1,409	0.71	0
3,936	SCHLUMBERGER LTD	N/A	254,589	268,868	14,280	3,936	1.46	984
1,000	SPECTRA ENERGY CORP		22,716	30,750	8,034	1,120	3.64	0
	TOTAL ENERGY		1,111,573	1,218,957	107,384	16,033		1,060
	MATERIALS							
730	APTARGROUP INC W/1 RT/SH	N/A	18,774	38,084	19,310	642	1.69	0
460	BALCHEM CORP		9,237	18,648	9,411	83	0.44	83
300	DOW CHEMICAL	N/A	8,653	8,628	25-	300	3.48	75
400	DU PONT E I DE NEMOURS & CO	N/A	18,619	18,312	307-	656	3.58	0
700	EASTMAN CHEMICAL CO	N/A	29,392	27,342	2,050-	728	2.66	182
550	FREEPORT-MCMORAN C & G W/1 RT/SN/A		21,242	20,235	1,007-	550	2.72	0
1,000	INTERNATIONAL PAPER CO	N/A	31,792	29,600	2,192-	1,050	3.55	0
3,051	MONSANTO CO	N/A	203,329	213,784	10,455	3,661	1.71	0
797	MOAIC CO/THE		51,782	40,193	11,590-	159	0.40	0
375	PRAXAIR INC	N/A	30,958	40,068	9,129	750	1.87	0
475	SIGMA-ALDRICH	N/A	25,440	29,669	4,228	342	1.15	0
641	SOUTHERN COPPER CORP		20,208	19,345	863-	1,795	9.28	0
	TOTAL MATERIALS		469,426	503,928	34,502	10,716		340
	UTILITIES							
3,000	DUKE ENERGY CORP		57,299	66,000	8,701	3,000	4.55	0
300	NEXTERA ENERGY INC		16,769	18,264	1,495	660	3.61	0
800	SEMPRA ENERGY	N/A	41,194	44,000	2,806	1,536	3.49	384
700	SOUTHERN CO	N/A	29,102	32,403	3,301	1,323	4.08	0
1,100	TECO ENERGY INC	N/A	19,705	21,054	1,349	946	4.49	0

HUNTINGTON WEALTH ADVISORS

Page 24

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL UTILITIES		164,069	181,721	17,652	7,465		384
	TOTAL COMMON STOCK		9,904,907	10,797,910	893,003	158,008		9,952
	COMMON STOCK-FOREIGN FINANCIALS							
3,200	CREDIT SUISSE GROUP SPON ADR	N/A	132,531	75,136	57,395-	4,733	6.30	0
3,352	HONG KONG EXCHANGES UNSPON ADR		26,733	53,562	26,829	1,736	3.24	0
5,514	IND & COMM BK OF CHINA UNSPON ADR		75,706	65,457	10,250-	2,536	3.87	0
8,295	ING GROEP NV SPON ADR	N/A	67,374	59,475	7,899-	0	0.00	0
5,116	ITAU UNIBANCO HOLDING SA ADR		91,879	94,953	3,074	440	0.46	33
15,026	MITSUBISHI UFJ FINL GRP ADR		90,178	62,959	27,219-	2,089	3.32	0
5,625	SBERBANK SPON ADR		61,026	55,238	5,788-	664	1.20	0
16,504	TURKIYE GARANTI BANKASI ADR		74,393	51,559	22,835-	1,089	2.11	0
	TOTAL FINANCIALS		619,820	518,339	101,481-	13,287		33
	TELECOMMUNICATION SERVICES							
2,868	KDDI CORP UNSPONSORED ADR		49,177	46,129	3,048-	1,167	2.53	0
2,965	TELEFONICA SA SPON ADR	N/A	63,910	50,968	12,942-	5,076	9.96	0
2,792	VODAFONE GROUP PLC		74,203	78,260	4,056	4,029	5.15	1,307
	TOTAL TELECOMMUNICATION SERVICES		187,290	175,357	11,933-	10,272		1,307
	HEALTH CARE							
1,395	FRESENIUS MEDICAL CARE AG	N/A	53,794	94,832	41,038	911	0.96	0
1,400	GLAXO SMITHKLINE PLC ADR	N/A	76,449	63,882	12,567-	3,088	4.83	760
2,647	NOVARTIS AG ADR	N/A	123,277	151,329	28,052	5,307	3.51	0
954	NOVO NORDISK ADR	N/A	26,532	109,958	83,426	1,296	1.18	0
4,789	TEVA PHARMACEUTICAL -SP ADR	N/R	176,828	193,284	16,456	3,759	1.94	0

HUNTINGTON WEALTH ADVISORS

Page 25

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL HEALTH CARE		456,880	613,285	156,405	14,361		760
	CONSUMER STAPLES							
1,546	NESTLE SA SPONSORED ADR REPSTGVA REG SH		57,512	89,278	31,766	2,732	3.06	0
11,400	RECKITT BENCKISER GROUP ADR		103,533	112,678	9,144	3,967	3.52	0
1,121	SABMILLER PLC	N/A	21,767	39,486	17,719	887	2.25	0
5,315	TESCO PLC SPONSORED ADR	N/A	105,095	99,975	5,120-	3,524	3.52	1,066
885	UNILEVER N V NY SHS NEW	N/A	28,730	30,417	1,688	933	3.07	0
2,423	WALMART DE MEXICO -SPON ADR V	N/A	25,601	66,499	40,898	797	1.20	0
	TOTAL CONSUMER STAPLES		342,238	438,333	96,095	12,840		1,066
	CONSUMER DISCRETIONARY							
1,978	ADIDAS AG ADR		72,939	64,526	8,413-	789	1.22	0
16,456	HENNES & MAURITZ AB- UNSP ADR		87,061	106,240	19,179	3,864	3.66	0
12,031	KINGFISHER PLC -SPONS ADR		99,470	93,746	5,724-	2,599	2.77	0
17,064	LI & FUNG LTD UNSP ADR		63,286	63,188	98-	1,587	2.51	0
4,283	LVMH MOET HENNESSY LOU-ADR		59,691	121,650	61,959	1,932	1.59	0
2,714	PUBLICIS GROUPE ADR		59,580	62,615	3,034	1,088	1.74	0
2,498	THE SWATCH GROUP AG UNSP ADR		47,436	46,950	486-	435	0.93	0
1,427	TOYOTA MTR LTD COM 2 ADR	N/A	117,002	94,368	22,634-	1,661	1.76	0
1,834	VOLKSWAGEN AG		39,802	55,115	15,314	906	1.64	0
	TOTAL CONSUMER DISCRETIONARY		646,267	708,398	62,131	14,881		0
	INFORMATION TECHNOLOGY							
1,427	ARM HOLDINGS PLC SPONS ADR	N/A	9,198	39,485	30,287	186	0.47	0
2,271	CANON INC SP ADR	N/A	90,957	100,015	9,058	3,286	3.29	0
533	DASSAULT SYSTEMS ADR	N/A	26,683	42,850	16,167	305	0.71	0
2,091	SAP AG-SPONSORED ADR	N/A	86,256	110,718	24,463	2,143	1.94	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
MO1768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
3,445	TENCENT HOLDINGS LTD UNS ADR		70,710	69,241	1,469-	210	0.30	0
400	ACCENTURE PLC CL A		21,454	21,292	162-	540	2.54	0
1,342	CHECK POINT SOFTWARE TECH	N/R	68,042	70,509	2,467	0	0.00	0
1,463	YANDEX NV-A		46,444	28,821	17,623-	0	0.00	0
7,820	FLEXTRONICS INTL LTD	N/A	53,799	44,261	9,538-	0	0.00	0
	TOTAL INFORMATION TECHNOLOGY		473,543	527,192	53,649	6,670		0
	INDUSTRIALS							
1,218	CANADIAN NATL RAILWAY COM	N/A	68,603	95,686	27,084	1,559	1.63	0
2,968	EMBRAER SA		60,592	74,853	14,261	508	0.68	0
2,966	FANUC CORPORATION UNSP ADR		33,854	75,686	41,832	1,103	1.46	0
7,261	FLSMIDTH & CO A/S UNSPON ADR		42,268	42,804	535	828	1.93	0
918	SIEMENS AG ADR	N/A	107,537	87,770	19,767-	2,712	3.09	0
1,025	INGERSOLL-RAND PLC		31,140	31,232	92	656	2.10	0
	TOTAL INDUSTRIALS		343,994	408,031	64,037	7,366		0
	ENERGY							
873	BG GROUP PLC -SPON ADR		73,225	93,377	20,152	986	1.06	0
494	CNOOC LTD -ADR	N/A	71,091	86,292	15,200	2,855	3.31	0
1,366	CANADIAN NATURAL RESOURCES	N/A	40,784	51,047	10,264	488	0.96	122
1,185	ROYAL DUTCH SHELL PLC -ADR		81,474	86,612	5,138	3,384	3.91	0
4,066	SUNCOR ENERGY INC		131,844	117,223	14,622-	1,752	1.49	0
600	NOBLE CORP		23,951	18,132	5,819-	355	1.96	0
	TOTAL ENERGY		422,369	452,683	30,314	9,820		122
	MATERIALS							
1,809	POTASH CORP OF SASKATCHEWAN	N/A	59,700	74,676	14,976	507	0.68	0
1,259	TECK RESOURCES LIMITED CL B		61,864	44,304	17,560-	1,017	2.30	508

HUNTINGTON WEALTH ADVISORS

Page 27

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL MATERIALS		121,564	118,980	2,584-	1,524		508
	UTILITIES							
580	COOPER INDUSTRIES PLC CL A		35,147	31,407	3,740-	673	2.14	168
	MISCELLANEOUS INDUSTRIES							
7,381	ASSA ABLOY AB UNSP ADR		100,672	92,919	7,753-	1,816	1.95	0
	TOTAL COMMON STOCK-FOREIGN		3,749,784	4,084,924	335,140	93,510		3,964
	TOTAL EQUITY INVESTMENTS		15,755,691	16,422,214	666,523	404,602		19,260
MUTUAL FUNDS								
	EXCHANGE TRADED FUNDS - EQUITY							
	MATERIALS							
200	SPDR GOLD TRUST		28,505	30,398	1,893	0	0.00	0
	EXCHANGE TRADED FUNDS							
39,000	ISHARES S&P 500 INDEX FUND	N/A	4,957,157	4,912,440	44,717-	101,556	2.07	0
	TOTAL EXCHANGE TRADED FUNDS - EQUITY		4,985,662	4,942,838	42,824-	101,556		0
	EXCHANGE TRADED FUNDS - TAXABLE							
	EXCHANGE TRADED FUNDS							
500	ISHARES BARCLAYS AGGREGATE BOND FUND		54,530	55,125	595	1,578	2.86	14
	MUTUAL FUNDS FIXED INC-TAXABLE							
	MUTUAL FUNDS							
17,874.478	ADVISOR SERIES TRUST PIA MBS BOND FUND		178,615	178,566	49-	5,663	3.28	0
74,755.291	ADVISOR SERIES TRUST PIA BBB BOND FUND		646,560	732,602	86,042	39,022	5.33	0
	TOTAL MUTUAL FUNDS		825,175	911,168	85,993	44,885		0

HUNTINGTON WEALTH ADVISORS

Page 26

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
MUTUAL FUNDS EQUITY								
UNCLASSIFIED								
27,770.476	JANUS PERKINS MID CAP VALUE FUND - CLASS I		462,425	560,408	97,983	5,860	1.05	0
MUTUAL FUNDS								
3,779.608	AMERICAN CENTURY HERITAGE FUNDN/A INVESTORS CLASS		66,000	74,118	8,118	488	0.66	0
17,880.666	BLACKROCK US OPPORTUNITIES PORTFOLIO - INSTITUTIONAL		492,710	598,824	106,113	1,216	0.20	0
34,667.484	EATON VANCE ATLANTA CAPITAL SMID-CAP FUND - CLASS I		412,064	555,720	143,655	0	0.00	0
7,823.124	RIDGEWORTH MID CAP VALUE EQUITY FUND - CLASS I		84,808	76,823	7,985-	1,181	1.54	0
	TOTAL MUTUAL FUNDS		1,055,582	1,305,485	249,903	2,885		0
	TOTAL MUTUAL FUNDS EQUITY		1,518,007	1,865,893	347,886	8,745		0
	TOTAL MUTUAL FUNDS		7,383,374	7,775,024	391,650	156,764		14
OTHER ASSETS								
COLLATERALIZED MORTGAGE OBLIGATIONS								
15.55	FHLMC CMO SERIES 2517 JH DTD 10/01/02 4.5% 10/15/2017		56	16	39-	1	4.25	0
60,651.03	FHLMC CMO SERIES 2814 GB 5% 06/15/2019		58,784	63,665	4,881	3,033	4.76	244
250,000	FHLMC SERIES 3547 CL-CB CMO 4.5% 06/15/2024		249,375	280,093	30,718	11,250	4.02	906
500,000	FHLMC SERIES 2896 CLASS VB 5% 12/15/2025		498,125	539,318	41,193	25,000	4.64	2,014
194,088.39	FHLMC SERIES 3121 CLASS JD 5.5% 03/15/2026		191,177	213,790	22,613	10,675	4.99	860
87,576.03	FHLMC SERIES 2617 CLASS GF .6783% 11/15/2030		86,153	87,590	1,437	594	0.68	26
43,794.85	FNMA SERIES 2008-17 5.5% 10/25/2037		43,795	45,776	1,981	2,409	5.26	194

HUNTINGTON WEALTH ADVISORS

Statement Period
 Account Number

01/01/2011 through 12/31/2011
 M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL COLLATERALIZED MORTGAGE OBLIGATIONS		27,465	1,230,248	102,783	52,962		4,244
	Total Fund		31,970,335	33,518,748	1,548,413	861,291		85,444

Retirement Plan for Employees of Jameson Health System, Incorporated

EIN: 25-1536036

PN: 001

2011 Schedule SB (Form 5500)

Page 8 of 9 – Schedule SB, Line No. 26 – Schedule of Active Participant Data

AGE – SERVICE DISTRIBUTION – ALL ACTIVE PARTICIPANTS

Years of credited service:

Attained Age	Under 1			1 to 4			5 to 9			10 to 14			15 to 19			20 to 24			25 to 29			30 to 34			35 to 39			40 & up		
	– Average –			– Average –			– Average –			– Average –			– Average –			– Average –			– Average –			– Average –			– Average –			– Average –		
	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.	No.	Acc. Ben.	Cash Bal.
Under 25	0			0			0			0			0			0			0			0			0			0		
25 to 29	5			20	0	2,793	0			0			0			0			0			0			0			0		
30 to 34	1			38	0	4,230	17			0			0			0			0			0			0			0		
35 to 39	4			35	0	4,932	15			6			0			0			0			0			0			0		
40 to 44	2			29	0	6,644	22	88	6,776	28	116	11,098	16			0			0			0			0			0		
45 to 49	2			39	6	5,453	16			13			20	147	21,983	12			1			0			0			0		
50 to 54	1			46	0	7,052	20	8	11,482	11			27	182	20,821	27	461	21,771	19			0			0			0		
55 to 59	4			54	0	8,049	21	32	11,591	16			30	217	22,722	17			22	920	20,538	12			0			0		
60 to 64	3			38	0	9,286	12			11			23	256	28,381	12			13			11			5			0		
65 to 69	2			12			5			1			4			0			1			1			1			0		
70 & up	3			9			2			2			1			1			0			0			1			0		

Cash Balance account is shown for active participants. As permitted, the averages for balances include cash balance as well as non- cash-balance participants. Data is shown only for cells with 20 or more participants. Frozen accrued benefit is also shown for active participants. The averages also include \$0 accrued amounts for participants who are represented by average cash balance account information. Compensation information is not provided because it is no longer used in determining plan benefits (all accruals are frozen).

Retirement Plan for Employees of Jameson Health System, Incorporated

EIN: 25-1536036

PN: 001

2011 Schedule SB (Form 5500)

Page 6 of 9 – Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Mortality for Minimum and Maximum Funding: IRS 2011 Static Mortality Table

Interest rates for PPA funding: Segment rates of 3.78%, 6.31% and 6.57% for September preceding the valuation date.

FAS 35 Mortality			Termination Rates		Disability Rates	
			<u>Cash</u>			
<u>Age</u>	<u>Male</u>	<u>Female</u>	<u>Accum.</u>	<u>Traditional</u>	<u>Male</u>	<u>Female</u>
25	0.035%	0.019%	11.60%	5.30%	0.038%	0.047%
30	0.043%	0.025%	11.20%	4.80%	0.048%	0.080%
35	0.075%	0.044%	10.60%	4.50%	0.069%	0.136%
40	0.102%	0.064%	9.40%	3.80%	0.117%	0.211%
45	0.138%	0.100%	7.50%	3.20%	0.202%	0.323%
50	0.188%	0.149%	4.80%	1.50%	0.358%	0.533%
55	0.317%	0.257%	1.70%	0.30%	0.722%	0.952%
60	0.603%	0.488%	0.20%	0.00%	1.256%	1.159%
65	1.154%	0.937%	0.00%	0.00%	1.753%	1.358%

Payment Form Election: Cash Balance participants are assumed to elect a lump sum and Traditional participants are assumed to elect a life annuity.

Marital Status: 85% Married, female spouse 4 years younger than male.

Retirement Rates

<u>Age</u>	<u>Traditional Participants</u>	<u>Cash Balance Participants</u>
<55	0.0%	0.0%
55	2.0%	2.0%
56	2.0%	2.0%
57	2.0%	2.0%
58	2.0%	2.0%
59	2.0%	2.0%
60	2.0%	2.0%
61	2.0%	2.0%
62	40.0%	40.0%
63	10.0%	10.0%
64	10.0%	10.0%
65+	100.0%	100.0%

Expenses: None. Jameson Health System pays all non-investment administrative expenses outside of the plan.

Pre-Retirement Death Coverage: It is assumed surviving spouses of Cash Balance participants elect an immediate lump sum. Surviving Spouses of traditional plan participants are assumed to receive 50% of the qualified joint and 50% survivor annuity option.

Actuarial Cost Method: Unit Credit. A method under which the projected benefits of each individual included in an actuarial valuation are allocated by a consistent formula to valuation years. The actuarial present value of benefits allocated to a valuation year is the normal cost. The actuarial present value of benefits allocated to all periods prior to a valuation year is called actuarial accrued liability. Under this method, the Actuarial Gains (losses), as they occur, generally reduce (increase) the unfunded Actuarial Accrued Liability.

Asset Valuation Method: 24-month smoothed value method with one-year intervals described in IRS Notice 2009-22.

Significant Benefits Not Recognized: None

Retirement Plan for Employees of Jameson Health System, Incorporated

EIN: 25-1536036

PN: 001

2011 Schedule SB (Form 5500)

Page 8 of 9 – Schedule SB, Line No. 26 – Schedule of Active Participant Data

AGE – SERVICE DISTRIBUTION – ALL ACTIVE PARTICIPANTS

Years of credited service:

Attained Age	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & up	
	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.	No.	Acc. Ben.
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25 to 29	5	0	2,793	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30 to 34	1	38	0	4,230	17	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
35 to 39	4	35	0	4,932	15	6	0	0	0	0	0	0	0	0	0	0	0	0	0	0
40 to 44	2	29	0	6,644	22	88	6,776	28	116	11,098	16	0	0	0	0	0	0	0	0	0
45 to 49	2	39	6	5,453	16	13	0	20	147	21,983	12	1	0	0	0	0	0	0	0	0
50 to 54	1	46	0	7,052	20	8	11,482	11	27	182	20,821	27	461	21,771	19	0	0	0	0	0
55 to 59	4	54	0	8,049	21	32	11,591	16	30	217	22,722	17	22	920	20,538	12	0	0	0	0
60 to 64	3	38	0	9,286	12	11	0	23	256	28,381	12	13	0	0	11	5	0	0	0	0
65 to 69	2	12	0	0	5	1	0	4	0	0	0	1	0	0	1	1	0	0	0	0
70 & up	3	9	0	0	2	2	0	1	1	0	1	0	0	0	0	1	1	0	0	0

Cash Balance account is shown for active participants. As permitted, the averages for balances include cash balance as well as non-cash-balance participants. Data is shown only for cells with 20 or more participants. Frozen accrued benefit is also shown for active participants. The averages also include \$0 accrued amounts for participants who are represented by average cash balance account information. Compensation information is not provided because it is no longer used in determining plan benefits (all accruals are frozen).

Schedule of Amortization Bases

Type of Base	Present Value of Installments	Date Established	Years		Installment Amount
			Remaining		
Shortfall	\$ 2,863,653	1/1/2008	4		\$ 756,236
Shortfall	\$ 1,326,585	1/1/2009	5		\$ 285,361
Shortfall	\$ 3,732,767	1/1/2010	8		\$ 242,482 / 609,174
Shortfall	\$ 4,614,024	1/1/2011	9		\$ 286,992 / 753,036

The shortfall amortization amount shown for 2010 and 2011 reflect election of the 2+7 amortization relief as described in the Pension Protection Act of 2006. This election is the first relief election under the Act. The installment made for the first two years is the first number shown in the installment amount column, and the installment expected to be made in years 3 through 9 is the second amount shown.

Schedule H, Line 4j
Schedule of Reportable Transactions

Name of Emplc JAMESON HEALTH SYSTEM INC.

Employer Identification Number (EIN):▶ 25-1536036

Three-digit plan number: ► 001

For the plan year beginning/ending: ► 01012011/12312011

[illegible]

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

File as an attachment to Form 5500 or 5500-SF.

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

Round off amounts to nearest dollar.

Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan

Retirement Plan for Employees of Jameson Health System, Inc.

B Three-digit
plan number (PN)

001

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF

Jameson Health System, Inc.

D Employer Identification Number (EIN)

25-1536036

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B**F** Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500**Part I Basic Information****1** Enter the valuation date: Month 1 Day 1 Year 2011**2** Assets:

	2a	2b
a Market value	35,516,799	
b Actuarial value		33,270,636

3 Funding target/participant count breakdown:

	(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	347	16,962,088
b For terminated vested participants	298	4,881,178
c For active participants:		
(1) Non-vested benefits	22,441	
(2) Vested benefits	23,941,958	
(3) Total active	883	23,964,399
d Total	1,528	45,807,665

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐

	4a	4b
a Funding target disregarding prescribed at-risk assumptions		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor		

5 Effective interest rate 6.22 %**6** Target normal cost 0**Statement by Enrolled Actuary**

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

**SIGN
HERE**

Robert Crnjarich

Signature of actuary

Robert Crnjarich

Type or print name of actuary

Cowden Associates, Inc.

Firm name

444 Liberty Avenue, Suite 1900

Pittsburgh

PA 15222-1222

Address of the firm

10/02/2012

Date

11-05141

Most recent enrollment number

(412) 394-9951

Telephone number (including area code)

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2011
v.012611

Part II Beginning of year carryover and prefunding balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8).....	0	0
10 Interest on line 9 using prior year's actual return of <u>13.29</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38 from prior year)		43
b Interest on (a) using prior year's effective rate of <u>6.64</u> % except as otherwise provided (see instructions).....		3
c Total available at beginning of current plan year to add to prefunding balance.....		46
d Portion of (c) to be added to prefunding balance.....		0
12 Other reductions in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding percentages

14 Funding target attainment percentage	14	72.63 %
15 Adjusted funding target attainment percentage	15	72.63 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	80.24 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and liquidity shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2011	321,020				
07/15/2011	321,020				
10/14/2011	321,020				
01/13/2012	321,020				
09/14/2012	373,353				
Totals •			18(b)	1,657,433	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date.....	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	1,571,071

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

c If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:			
a Segment rates:	1st segment: 3.78 %	2nd segment: 6.31 %	3rd segment: 6.57 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29).....	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	0	
b Excess assets, if applicable, but not greater than 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	12,537,029	1,571,071	
b Waiver amortization installment.....	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____), and the waived amount.....	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	1,571,071	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement			0
36 Additional cash requirement (line 34 minus line 35)	36	1,571,071	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	1,571,071	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension funding relief under Pension Relief Act of 2010 (see instructions)

41 If a shortfall amortization base is being amortized pursuant to an alternative amortization schedule:			
a Schedule elected	☒ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☒ 2010 ☒ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

Employer Contributions

Date Paid	Amount	Plan Year Applied To	Effective Interest Rate	Interest- Adjusted Amount
4/15/2011	321,020	2011	6.22%	315,548
7/15/2011	321,020	2011	6.22%	310,836
10/14/2011	321,020	2011	6.22%	306,195
1/13/2012	321,020	2011	6.22%	301,623
9/14/2012	373,353	2011	6.22%	336,869
Total	\$1,657,433			\$1,571,071

Retirement Plan for Employees of Jameson Health System, Incorporated

EIN: 25-1536036

PN: 001

2011 Schedule SB (Form 5500)

Page 3 of 9 – Schedule SB, Line 22 - Description of Weighted Average Retirement Age

The weighted average retirement age for the Plan is approximately 63, as shown in the following exhibit:

Retirement Plan for Employees of Jameson Health System, Incorporated
Description of Weighted Average Retirement Age

Age (1)	Rate (2)	#Retiring (Radix=1,000) (3)	Weight (3)/Number of Members (4)	Age X Weight (5)
55	0.02	20	0.02	1.10
56	0.02	20	0.0196	1.10
57	0.02	19	0.01921	1.09
58	0.02	19	0.01882	1.09
59	0.02	18	0.01845	1.09
60	0.02	18	0.01808	1.08
61	0.02	18	0.01772	1.08
62	0.4	347	0.34725	21.53
63	0.1	52	0.05209	3.28
64	0.1	47	0.04688	3.00
65	1	422	0.42191	27.42

Weighted Average Age = **62.87**

Summary of Plan Provisions

The following is a summary of the major provisions of the plan as of January 1, 2011.

General Information

- Original Plan: July 1, 1968
- Restated Plan: May 1, 2000
- Plan Year: January 1 to December 31
- Most Recent Amendment: Effective January 1, 2008

Covered Employees: All non-physician employees of Jameson Health System

Plan Freeze: Effective November 1, 2006, the Plan was frozen to participants and to the accrual of benefits.

Cash Accumulation Provisions

- Normal Retirement: The first day of the month coincident with or next following age 65 and 5 years from date of participation.
- Normal Retirement Benefit: The November 1, 2006 cash accumulation account credited with interest to retirement at the average November 30-year treasury rate for each year. In no event will the benefit be less than the April 30, 2000 actuarial equivalent.
- Late Retirement: If the participant retires after Normal Retirement Date, the first day of the month coincident with or next following his actual retirement date (Late Retirement Date).
- Deferred Vested Retirement: Termination of employment after 5 years of vesting service but prior to Normal Retirement Eligibility.
- Deferred Vested Benefit: Participants will receive their cash accumulation account upon termination.
- Surviving Spouse Benefit (married participants): The surviving spouse is assumed to receive a monthly benefit equal to the actuarial equivalent of the cash balance account. The spouse may choose to receive the cash accumulation account balance as a lump sum in lieu of this benefit.
- Survivor's benefit (unmarried participants): Beneficiary will receive the cash accumulation account in a lump sum payment.
- Automatic Payment Form: For unmarried participants, the actuarial equivalent of the cash accumulation account payable as a life annuity. For married participants, the actuarial equivalent of the cash accumulation account payable as a joint and 50% survivor annuity.

Traditional Structure Provisions

- **Normal Retirement:** A monthly benefit equal to the frozen accrued benefit based on service and compensation as of November 1, 2006. Normal retirement occurs at the later of age 65 and 5 years of participation.
- **Accrued Benefit:** 1.25% of average compensation times years of credited service. Frozen as described previously. The benefit is defined to be at least as great as \$10 per month per year of service.
- **Early Retirement:** The actuarial equivalent of the frozen accrued benefit payable no earlier than age 55 and 5 years of vesting service.
- **Vesting:** Participant's vested portion of their Accrued Benefit deferred to age 65. Reduced benefit payable as early as age 55 if eligible. Eligibility begins once a participant has accumulated at least five years of vesting service.
- **Pre-Retirement Death Benefit:** For active or terminated participants who become deceased, 50% of the accrued benefit reduced for form of payment and early retirement, if applicable. Payment may begin at the earliest date the participant would be eligible for retirement.
- **Automatic Payment Form:** For unmarried participants, a life annuity. For married participants, a joint and 50% survivor annuity.

Miscellaneous

- **Changes since prior valuation:** None.
- **Maximum Benefits:** Annuity benefits may not exceed the 2011 limit of \$195,000 per year. This value is adjusted for non-standard forms of payment (including lump sum payments for Cash Accumulation participants).

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
SHORT TERM INVESTMENT								
	ACCRUED INCOME		85,440	85,440	0		0.00	
	CASH MANAGEMENT FUNDS-TAXABLE							
927,686.13	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT		927,686	927,686	0	916	0.10	93
	TOTAL SHORT TERM INVESTMENT		1,013,126	1,013,126	0	916		93
FIXED INCOME								
	U. S. GOVT OBLIGATIONS							
420,000	US TREASURY 1.375% 10/15/2012	NR	424,583	424,087	496-	5,775	1.36	1,231
365,000	US TREASURY 2.875% 01/31/2013	NR	377,340	375,622	1,719-	10,494	2.79	4,391
25,000	US TREASURY 2.25% 05/31/2014	NR	24,218	26,154	1,936	563	2.15	49
200,000	US TREASURY 2.125% 11/30/2014	NR	200,712	210,062	9,350	4,250	2.02	372
310,000	US TREASURY 2.5% 04/30/2015	NR	315,873	330,829	14,956	7,750	2.34	1,320
165,000	US TREASURY N/B 4.25% 11/15/2017	NR	173,256	194,893	21,637	7,013	3.60	905
280,000	US TREASURY N/B 3.125% 05/15/2019	NR	298,672	313,950	15,278	8,750	2.79	1,130
90,000	US TREASURY N/B 2.125% 08/15/2021		90,025	92,307	2,282	1,913	2.07	722
280,000	US TREASURY 5.375% 02/15/2031	NR	312,004	399,087	87,083	15,050	3.77	5,685
55,000	US TREASURY 4.375% 11/15/2039	NR	63,770	71,405	7,635	2,406	3.37	311
	TOTAL U. S. GOVT OBLIGATIONS		2,280,453	2,438,396	157,943	63,964		16,116
	U. S. GOVT MTG BACKED SECURITIES							
4,421.99	FNMA FEDERAL NATIONAL MTGE ASSOC 5.5% 01/01/2029		4,781	4,784	3	243	5.08	20
33,628.89	FNMA 5% 06/01/2033		33,577	36,316	2,739	1,681	4.63	140
36,473.74	FHLMC GOLD POOL #G05256 4% 03/01/2039		37,749	38,310	561	1,459	3.81	122

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
73,328.4	FHLMC GOLD POOL #G05449 4.5% 05/01/2039		76,926	77,769	843	3,300	4.24	275
42,746.85	FHLMC POOL #A87714 4% 06/01/2039		44,423	44,899	475	1,710	3.81	142
49,910	FGLMC POOL #A93505 4.5% 08/01/2040		52,351	52,917	566	2,246	4.24	187
23,871.21	FNMA POOL #AE6083 4% 10/01/2040		24,848	25,099	250	955	3.80	80
	TOTAL U. S. GOVT MTG BACKED SECURITIES		274,655	280,094	5,439	11,594		966
	U. S. GOVT AGENCIES							
110,000	FHLMC 5.125% 07/15/2012	AA+	116,040	112,968	3,072-	5,638	4.99	2,600
240,000	FHLMC 1.375% 01/09/2013	AA+	244,436	242,770	1,667-	3,300	1.36	1,577
70,000	FHLMC 2.5% 04/23/2014	AA+	72,782	73,174	392	1,750	2.39	331
	TOTAL U. S. GOVT AGENCIES		433,258	426,912	4,346-	10,688		4,508
	CORPORATE OBLIGATIONS							
5,000	ESCROW GM CORP SR CONV 06/01/2009		1	19	18	0	0.00	0
75,000	WACHOVIA CORP SERIES MTNE V/R NOTE .67694% 03/01/2012	A+	74,323	75,023	701	508	0.68	44
100,000	BANK OF AMERICA CORP 2.1% 04/30/2012	AA+	102,408	100,684	1,724-	2,100	2.09	356
90,000	GENERAL ELECTRIC CAP CORP 2.2% 06/08/2012	AA+	89,880	90,826	946	1,980	2.18	127
200,000	GOLDMAN SACHS GROUP INC 5.7% 09/01/2012	A-	205,640	203,522	2,118-	11,400	5.60	3,800
100,000	GENERAL ELECTRIC CAP CORP SERIES GMTN 2% 09/28/2012	AA+	101,546	101,361	185-	2,000	1.97	517
250,000	KROGER CO 5.5% 02/01/2013	BBB	270,725	260,755	9,970-	13,750	5.27	5,729
25,000	AMERICAN INTL GROUP 4.25% 05/15/2013	A-	23,979	24,966	987	1,063	4.26	136
200,000	US BANCORP SERIES MTN 1.375% 09/13/2013-2013	A	201,722	201,218	504-	2,750	1.37	825

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
250,000	EMERSON ELECTRIC CO 5.625% 11/15/2013	A	237,635	270,983	33,348	14,063	5.19	1,797
100,000	GENERAL ELECTRIC CAP CORP 4% 12/15/2013	AA+	100,000	102,275	2,275	4,000	3.91	178
45,000	MORGAN STANLEY 4.75% 04/01/2014	BBB+	38,405	44,329	5,924	2,138	4.82	534
100,000	TEVA PHARMA FIN IV LLC 1.7% 11/10/2014	A-	100,390	100,773	383	1,700	1.69	241
25,000	CLOROX CO 5% 01/15/2015	BBB+	24,386	27,012	2,626	1,250	4.63	576
45,000	COCA COLA ENTERPRISES INC 4.25% A+ 03/01/2015	A+	44,721	48,620	4,100	1,913	3.92	638
25,000	METLIFE INC 5% 06/15/2015	A-	24,559	27,235	2,676	1,250	4.59	56
200,000	GENERAL ELEC CAP CORP SERIES MTAA+ 2.25% 09/30/2015	AA+	199,100	189,296	9,804-	4,500	2.38	13
100,000	COCA COLA CO 1.5% 11/15/2015	A+	101,410	101,364	46-	1,500	1.48	192
45,000	GENERAL ELEC CAP CORP SERIES MTAA+ 5% 01/08/2016	AA+	43,505	49,236	5,731	2,250	4.57	1,081
100,000	GOLDMAN SACHS GROUP INC 3.625% A- 02/07/2016	A-	99,169	96,622	2,547-	3,625	3.75	1,450
50,000	VERIZON COMMUNICATIONS 2% 11/01/2016	A-	49,975	50,142	167	1,000	1.99	161
45,000	WYETH 5.45% 04/01/2017	AA	44,061	52,717	8,656	2,453	4.65	613
45,000	ASTRAZENECA PLC 5.9% 09/15/2017	AA-	50,879	54,356	3,476	2,655	4.88	782
500,000	GENERAL ELEC CAP CORP MEDIUM TERM NOTE 5.625% 09/15/2017	AA+	523,010	553,390	30,380	28,125	5.08	8,281
45,000	GLAXOSMITHKLINE CAP INC CAP INC A+ 5.65% 05/15/2018	A+	44,127	54,162	10,035	2,543	4.69	325
200,000	PHILIP MORRIS INTL INC 5.65% 05/16/2018	A	204,600	236,564	31,964	11,300	4.78	1,413
45,000	RIO TINTO FIN USA LTD 6.5% 07/15/2018	A-	41,979	54,239	12,260	2,925	5.39	1,349
45,000	DU PONT E I DE NEMOURS & CO 5.75% 03/15/2019	A	44,014	54,567	10,553	2,586	4.74	762

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
50,000	BOEING CAPITAL CORP 4.7% 10/27/2019	A	50,067	56,914	6,847	2,350	4.13	418
50,000	NORDSTROM INC 4.75% 05/01/2020	A-	52,157	55,419	3,262	2,375	4.29	396
50,000	PEPSICO INC 3.125% 11/01/2020	A-	50,116	51,965	1,849	1,563	3.01	260
100,000	CARDINAL HEALTH INC 4.625% 12/15/2020	A-	99,950	107,202	7,252	4,625	4.31	206
45,000	TYCO INTERNATIONAL 6.875% 01/15/2021	A-	53,595	55,832	2,237	3,094	5.54	1,427
50,000	THERMO FISHER SCIENTIFIC INC 4.5% 03/01/2021	A	50,076	55,868	5,792	2,250	4.03	750
45,000	VERIZON GLOBAL FDG CORP 7.75% 12/01/2030	A-	46,793	62,672	15,879	3,488	5.56	291
50,000	TARGET CORP 7% 07/15/2031	A+	56,579	67,444	10,865	3,500	5.19	1,614
25,000	ARCHER-DANIELS-MIDLAND CO 5.375% 09/15/2035	A-	21,912	29,406	7,493	1,344	4.57	396
45,000	DUKE ENERGY CAROLINAS 6.05% 04/15/2038	A	43,222	58,911	15,689	2,723	4.62	575
40,000	AMGEN INC 6.4% 02/01/2039	A+	41,886	47,164	5,279	2,560	5.43	1,067
50,000	STANLEY BLACK & DECKER INC 5.2% 09/01/2040	A	49,811	55,481	5,670	2,600	4.69	867
	TOTAL CORPORATE OBLIGATIONS		3,702,313	3,930,734	228,421	159,801		40,243
	TOTAL FIXED INCOME		6,690,679	7,078,136	387,457	246,047		61,833

EQUITY INVESTMENTS

PREFERRED STOCK

FINANCIALS

8,000	BANK OF AMERICA CORP SERIES H PFD 8.2%	A+e	200,000	176,800	23,200-	16,400	9.28	0
10,000	GENERAL ELEC CAP CORP 6/28/32 SERIES PFD 6.625%	AA+	251,000	263,400	12,400	16,560	6.29	0
4,000	ING GROEP NV PFD 8.5%	BBB-	100,000	87,120	12,880-	8,500	9.76	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
8,000	JPMCHASE CAP XI 6/15/33 SERIES K PFD 5.875%	A	200,000	200,080	80	11,752	5.87	0
20,000	LEHMAN BROTHERS HOLDINGS SERIES J PFD 7.95%		500,000	100	499,900-	39,740	39,740.00	0
10,000	MORGAN STANLEY CP TR IV 4/1/33 SERIES PFD 6.25%	BB+	250,000	207,600	42,400-	15,620	7.52	3,906
4,000	MORGAN STANLEY CAP TR V 7/15/33 SERIES PFD 5.75%		100,000	81,680	18,320-	5,752	7.04	1,438
20,000	PNC CAPITAL TRUST E 3/15/68 SERIES PFD 7.75%	BBB	500,000	522,600	22,600	38,760	7.42	0
	TOTAL FINANCIALS		2,101,000	1,539,380	561,620-	153,084		5,344
COMMON STOCK								
FINANCIALS								
265	AFFILIATED MANAGERS GROUP	N/A	20,463	25,427	4,964	0	0.00	0
2,289	AMERICAN EXPRESS	N/A	97,909	107,972	10,063	1,648	1.53	0
1,564	BANK OF NEW YORK MELLON CORP		39,555	31,139	8,416-	813	2.61	0
200	BERKSHIRE HATHAWAY INC CL B		14,262	15,260	999	0	0.00	0
335	CITY NATL CORP W/1 RT/SH	N/A	16,174	14,800	1,374-	268	1.81	0
569	FINANCIAL ENGINES INC		12,014	12,706	692	0	0.00	0
1,795	FOREST CITY ENT CL A	N/A	8,891	21,217	12,326	574	2.71	0
200	FRANKLIN RES INC	N/A	23,091	19,212	3,879-	216	1.12	0
452	GENERAL MOTORS CO		9,920	5,302	4,618-	0	0.00	0
452	GENERAL MOTORS CO		7,696	3,535	4,162-	0	0.00	0
730	HCC INSURANCE HOLDINGS INC	N/A	16,973	20,075	3,102	453	2.25	113
2,592	HANG LUNG PROPERTIES LTD		39,181	36,879	2,302-	1,099	2.98	0
300	IBERIABANK CORP	N/A	17,957	14,790	3,167-	408	2.76	102
865	INTERCONTINENTALEXCHANGE INC		95,329	104,276	8,947	0	0.00	0
1,452	METLIFE INC	N/A	52,386	45,273	7,113-	1,074	2.37	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
450	MORGAN STANLEY	N/A	13,089	6,809	6,280-	90	1.32	0
1,196	NYSE EURONEXT		31,759	31,216	544-	1,435	4.60	0
200	PNC FINANCIAL SERVICES	N/A	9,487	11,534	2,047	280	2.43	0
300	PORTFOLIO RECOVERY ASSOCIATE	N/A	24,065	20,256	3,809-	0	0.00	0
1,854	PRICE T ROWE GROUP INC	N/A	112,947	105,585	7,362-	2,299	2.18	0
400	PROSPERITY BANCSHARES INC	N/A	18,316	16,140	2,176-	312	1.93	78
608	PRUDENTIAL FINANCIAL INC	N/A	32,048	30,473	1,575-	882	2.89	0
395	RLI CORP	N/A	18,217	28,780	10,562	474	1.65	0
100	SIMON PROPERTY GROUP INC	N/A	9,061	12,694	3,833	360	2.79	0
1,050	STATE BANK FINANCIAL CORP		16,758	15,866	892-	0	0.00	0
900	STATE STREET CORP	N/A	40,188	36,279	3,909-	648	1.79	162
450	TRAVELERS COS INC		20,951	26,627	5,676	738	2.77	0
550	U S BANCORP	N/R	10,552	14,878	4,325	275	1.85	69
2,075	UMPQUA HOLDINGS CORP	N/A	25,965	25,709	256-	581	2.26	145
395	UNIVERSAL HLTH REALTY INCOME TR	N/A	13,457	15,405	1,948	964	6.26	0
5,109	WELLS FARGO & CO	N/A	236,282	140,804	95,478-	2,452	1.74	0
555	WESTAMERICA BANCORPORATION	N/A	27,480	24,365	3,115-	821	3.37	0
830	WILLIS GROUP HOLDINGS PLC		34,557	32,204	2,353-	863	2.68	216
489	ACE LIMITED		32,498	34,289	1,790	919	2.68	0
	TOTAL FINANCIALS		1,199,478	1,107,976	91,502-	20,946		885
	TELECOMMUNICATION SERVICES							
250	VERIZON COMMUNICATIONS	N/A	7,297	10,030	2,733	500	4.99	0
	HEALTH CARE							
515	ABAXIS INC		15,056	14,250	806-	0	0.00	0
674	ABBOTT LABORATORIES	N/A	34,110	37,899	3,789	1,294	3.41	0
1,251	AETNA INC NEW	N/A	51,163	52,780	1,617	876	1.66	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
1,707	ALLERGAN INC W/1 RT/SH	N/A	117,872	149,772	31,901	341	0.23	0
910	ALLSCRIPTS HEALTHCARE SOLUTIONS INC	N/A	17,883	17,235	648-	0	0.00	0
1,015	ANGIODYNAMICS INC		15,403	15,032	371-	0	0.00	0
300	ATHENAHEALTH INC		12,508	14,736	2,228	0	0.00	0
1,220	BAXTER INTERNATIONAL INC W/1 RT/SH	N/A	68,230	60,366	7,864-	1,635	2.71	409
600	BECTON DICKINSON	N/A	43,375	44,832	1,457	1,080	2.41	0
480	BIO-RAD LABS INC CL A	N/A	41,795	46,099	4,304	0	0.00	0
808	BIO-REFERENCE LABS INC		17,097	13,146	3,951-	0	0.00	0
600	CARDINAL HEALTH INC	N/A	25,157	24,366	791-	516	2.12	129
873	CEPHEID INC	N/A	27,321	30,040	2,719	0	0.00	0
830	CERNER CORP	N/A	49,714	50,838	1,123	0	0.00	0
480	CHEMED CORP		31,870	24,581	7,289-	307	1.25	0
948	EDWARDS LIFESCIENCES CORP	N/A	72,079	67,024	5,055-	0	0.00	0
3,559	GILEAD SCIENCES INC W/1 RT/SH	N/A	153,857	145,670	8,187-	0	0.00	0
1,087	HOSPIRA INC COMMON STOCK		48,669	33,012	15,657-	0	0.00	0
340	IPC THE HOSPITALIST CO		15,993	15,545	448-	0	0.00	0
80	INTUITIVE SURGICAL INC		30,516	37,041	6,525	0	0.00	0
600	JOHNSON & JOHNSON	A+	37,448	39,348	1,900	1,368	3.48	0
300	LANDAUER INC	N/A	13,833	15,450	1,617	660	4.27	165
280	MEDTOX SCIENTIFIC INC	N/A	5,078	3,934	1,144-	0	0.00	0
350	MEDNAX INC		24,568	25,204	635	0	0.00	0
1,380	MEDTRONIC INC	N/A	53,475	52,785	690-	1,339	2.54	0
1,440	MERIDIAN BIOSCIENCE INC	N/A	30,715	27,130	3,586-	1,094	4.03	0
4,300	MYLAN INC	N/A	84,078	92,278	8,200	1,032	1.12	0
544	NEOGEN CORP	B	22,820	16,668	6,152-	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
705	OWENS & MINOR INC	N/A	18,070	19,592	1,521	564	2.88	0
410	PERRIGO COMPANY	N/A	36,726	39,893	3,167	131	0.33	0
681	ST JUDE MEDICAL INC	N/A	25,856	23,358	2,497-	572	2.45	143
500	STRYKER CORP	N/A	22,404	24,855	2,451	425	1.71	106
590	TECHNE CORP	N/A	40,877	40,273	603-	661	1.64	0
390	YOUNG INNOVATIONS INC	N/A	9,164	11,556	2,392	62	0.54	0
	TOTAL HEALTH CARE		1,314,780	1,326,588	11,808	13,957		952
	CONSUMER STAPLES							
1,780	ARCHER-DANIELS-MIDLAND CO	N/A	52,955	50,908	2,047-	1,246	2.45	0
4,099	CVS CAREMARK CORP	N/A	130,652	167,157	36,506	2,664	1.59	0
395	CASEYS GENERAL STORES INC	N/A	11,835	20,346	8,511	237	1.16	0
2,129	COCA COLA CO	N/A	144,707	148,966	4,259	4,003	2.69	0
708	COSTCO WHOLESALERS CORP	N/A	44,637	58,891	14,354	680	1.15	0
700	HEINZ H J CO	N/A	34,734	37,828	3,094	1,344	3.55	336
400	HERSHEY CO W/1 RT/SH	N/A	22,762	24,712	1,950	552	2.23	0
450	J & J SNACK FOODS CORP COM	N/A	19,274	23,976	4,702	234	0.98	59
300	KELLOGG CO	N/A	14,808	15,171	363	516	3.40	0
350	KIMBERLY-CLARK CORP	N/A	20,608	25,746	5,139	980	3.81	245
400	KRAFT FOODS INC	N/A	13,850	14,944	1,094	464	3.10	116
500	PEPSICO INC	N/A	30,036	33,175	3,139	1,030	3.10	258
1,384	PROCTER & GAMBLE CO	N/A	76,468	92,327	15,859	2,906	3.15	0
395	RUDDICK CORP	N/A	8,494	16,843	8,349	205	1.22	51
591	UNITED NATIONAL FOODS INC	N/A	17,338	23,646	6,308	0	0.00	0
200	WAL-MART STORES INC	N/A	9,928	11,952	2,024	292	2.44	146

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL CONSUMER STAPLES		653,086	766,688	113,602	17,353		1,211
	CONSUMER DISCRETIONARY							
759	AARON'S INC	N/A	10,460	20,250	9,790	46	0.22	11
1,136	BORG-WARNER INC	N/A	89,335	72,409	16,926-	545	0.75	0
170	CAPELLA EDUCATION CO		8,043	6,129	1,915-	0	0.00	0
4,616	CARMAX INC	N/A	144,189	140,696	3,493-	0	0.00	0
3,199	CARNIVAL CORPORATION		123,940	104,415	19,524-	3,199	3.06	0
680	CHEESECAKE FACTORY	N/A	20,482	19,958	524-	0	0.00	0
835	CHOICE HOTELS INTERNATIONAL INC NEW W/1 RT/SH	N/A	21,634	31,772	10,138	618	1.94	154
550	COACH INC W/1 RT/SH	N/A	29,397	33,572	4,175	495	1.47	124
365	COLUMBIA SPORTSWEAR COMPANY	N/A	15,515	16,991	1,475	321	1.89	0
717	DARDEN RESTAURANTS INC	N/A	31,352	32,681	1,329	1,233	3.77	0
500	DORMAN PRODUCTS INC C		17,554	18,465	911	0	0.00	0
358	FRESH MARKET INC/THE		13,819	14,284	465	0	0.00	0
499	GENERAL MOTORS CO		14,920	10,115	4,805-	0	0.00	0
795	GENTEX CORP	N/A	21,616	23,524	1,908	382	1.62	0
300	GENUINE PARTS CO W/1 RT/SH	N/A	17,109	18,360	1,251	540	2.94	135
907	GRAND CANYON EDUCATION INC		13,248	14,476	1,228	0	0.00	0
600	HIBBETT SPORTS INC		10,689	27,108	16,419	0	0.00	0
500	HOME DEPOT INC	N/A	18,795	21,020	2,225	580	2.76	0
2,042	JOHNSON CTLS INC	N/A	82,448	63,833	18,615-	1,470	2.30	368
2,715	LKQ CORP		47,176	81,667	34,492	0	0.00	0
469	LAS VEGAS SANDS CORP		19,761	20,040	279	0	0.00	0
400	MCDONALDS CORP	N/A	32,552	40,132	7,580	1,120	2.79	0
900	MONRO MUFFLER BRAKE INC	N/A	28,841	34,911	6,070	324	0.93	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
980	MORNINGSTAR INC		38,965	58,261	19,296	392	0.67	0
1,240	NIKE INC CL B	A	62,772	119,499	56,727	1,786	1.49	446
320	PEETS COFFEE & TEA INC	N/A	7,882	20,058	12,176	0	0.00	0
278	PRICELINE.COM INC		67,588	130,023	62,435	0	0.00	0
2,100	SALLY BEAUTY CO INC		22,302	44,373	22,071	1,092	2.46	0
562	SCIQUEST INC		8,353	8,020	333-	0	0.00	0
1,221	TARGET CORP	A+	59,541	62,540	2,999	1,465	2.34	0
1,021	TIME WARNER INC		35,629	36,899	1,270	960	2.60	0
350	V F CORP W/1 RT/SH	N/A	41,538	44,447	2,909	1,008	2.27	0
590	WOLVERINE WORLD WIDE INC	N/A	14,702	21,028	6,325	283	1.35	71
350	YUM BRANDS INC	N/A	14,977	20,654	5,677	399	1.93	0
	TOTAL CONSUMER DISCRETIONARY		1,207,124	1,432,610	225,486	18,258		1,309
	INFORMATION TECHNOLOGY							
2,031	ACME PACKET INC		101,200	62,778	38,422-	0	0.00	0
701	APPLE INC	N/A	104,475	283,905	179,430	0	0.00	0
4,466	APPLIED MATERIALS INC	N/A	54,670	47,831	6,839-	1,429	2.99	0
400	AUTODESK INC W/1 RT/SH	N/A	11,231	12,132	901	3,600	29.67	0
600	AUTOMATIC DATA PROCESSING	N/A	24,786	32,406	7,620	948	2.93	237
1,510	BLACKBAUD INC		26,459	41,827	15,368	725	1.73	0
3,569	BROADCOM CORP CL A	N/A	124,295	104,786	19,509-	1,285	1.23	0
405	CABOT MICROELECTRONICS CORP	N/A	19,364	19,136	228-	0	0.00	0
341	CASS INFORMATION SYSTEMS INC		11,567	12,409	842	211	1.70	0
880	CISCO SYSTEMS	N/A	19,298	15,910	3,387-	211	1.33	0
1,858	COGNIZANT TECH SOLUTIONS CRP	N/A	112,380	119,488	7,108	0	0.00	0
19	COMVERSE TECHNOLOGY INC	N/A	125	130	5	0	0.00	0
313	CONCUR TECHNOLOGIES INC	N/A	13,997	15,897	1,901	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
320	CONSTANT CONTACT INC		7,512	7,427	85-	0	0.00	0
2,329	CORNING INC	N/A	43,459	30,230	13,229-	699	2.31	0
2,180	DAKTRONICS INC	N/A	19,323	20,863	1,539	480	2.30	0
610	DEALERTRACK HOLDINGS INC		13,178	16,629	3,450	0	0.00	0
1,325	DIGI INTERNATIONAL INC	N/A	15,945	14,787	1,158-	0	0.00	0
1,700	EMC CORP/MASS	N/A	34,134	36,618	2,484	0	0.00	0
725	EBIX INC		14,557	16,023	1,466	116	0.72	0
1,195	ECHELON CORP	N/R	11,014	5,820	5,195-	0	0.00	0
1,115	FAIR ISAAC CORPORATION W/1 RT/SHN/A		27,894	39,962	12,068	89	0.22	0
315	FARO TECHNOLOGIES INC		12,735	14,490	1,755	0	0.00	0
415	FORRESTER RESEARCH INC	N/A	14,723	14,085	638-	0	0.00	0
111	GOOGLE INC-CL A		48,596	71,695	23,099	0	0.00	0
1,380	HENRY JACK & ASSOC INC COM	N/A	21,368	46,382	25,014	580	1.25	0
290	HITTITE MICROWAVE CORP		15,326	14,320	1,005-	0	0.00	0
948	INFORMATICA CORP	N/A	43,777	35,010	8,767-	0	0.00	0
100	IBM CORP	B	16,939	16,388	1,449	300	1.63	0
1,200	JABIL CIRCUIT INC	N/A	20,555	23,592	3,037	384	1.63	0
3,038	JUNIPER NETWORKS INC	N/A	64,116	62,006	2,111-	0	0.00	0
900	LIQUIDITY SERVICES INC		20,789	33,210	12,421	0	0.00	0
780	MANHATTAN ASSOCIATES	N/A	15,802	31,574	15,773	0	0.00	0
545	MAXIMUS INC	N/A	21,103	22,536	1,433	196	0.87	0
1,418	MERCADOLIBRE INC		90,711	112,768	22,076	454	0.40	113
500	MICROSOFT CORP	N/A	13,245	12,980	265-	400	3.08	0
1,738	NATIONAL INSTRUMENTS CORP	N/A	42,969	45,101	2,132	695	1.54	0
4,241	ON SEMICONDUCTOR CORP	N/A	41,536	32,741	8,796-	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
3,131	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	N/A	96,999	80,310	16,689-	751	0.94	0
375	PEGASYS INC	N/A	17,563	11,025	6,538-	45	0.41	11
1,015	POWER INTEGRATION INC	N/A	33,905	33,657	248-	203	0.60	0
4,636	QUALCOMM INC W 1 RT P/S EXP 9/25/2015	N/A	199,930	253,589	53,660	3,987	1.57	0
310	QUALITY SYSTEMS INC	N/A	12,705	11,467	1,238-	217	1.89	54
570	ROFIN-SINAR TECHNOLOGIES INC		13,199	13,025	174-	0	0.00	0
545	SPS COMMERCE INC		9,699	14,143	4,444	0	0.00	0
513	SALESFORCE.COM INC		61,828	52,049	9,779-	0	0.00	0
500	SCANSOURCE INC	N/A	11,364	18,000	6,636	0	0.00	0
1,045	SEMTECH CORP W/1 RT/SH	N/A	27,796	25,937	1,860-	0	0.00	0
330	STRATASYS INC	N/A	10,871	10,035	836-	0	0.00	0
4,041	TEXAS INSTRUMENTS INC	N/A	119,808	117,634	2,175-	2,748	2.34	0
595	ULTIMATE SOFTWARE GROUP INC		30,880	38,746	7,866	0	0.00	0
500	VERINT SYSTEMS INC	N/A	15,088	13,770	1,318-	0	0.00	0
781	VMWARE INC CLASS A		60,609	64,971	4,363	0	0.00	0
2,598	WESTERN UNION CO		49,613	47,439	2,174-	831	1.75	0
336	WRIGHT EXPRESS CORP		16,295	18,238	1,943	0	0.00	0
	TOTAL INFORMATION TECHNOLOGY		2,103,305	2,371,927	268,622	21,584		415
	INDUSTRIALS							
900	AAON INC	B	14,644	18,441	3,797	216	1.17	0
835	ACTUANT CORP CL A	N/A	21,542	18,946	2,596-	33	0.18	0
540	ACUITY BRANDS INC	N/R	21,079	28,620	7,541	281	0.98	0
310	ADVISORY BOARD CO	N/A	10,389	23,005	12,616	0	0.00	0
880	BEACON ROOFING SUPPLY INC		18,065	17,802	262-	0	0.00	0
720	BRADY CORPORATION CL A	N/A	19,025	22,730	3,705	533	2.34	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
1,147	C.H. ROBINSON WORLDWIDE INC NEW COMMON		83,958	80,038	3,920-	1,514	1.89	379
570	CARLISLE COS INC	A+	19,848	25,251	5,403	410	1.63	0
550	CATERPILLAR INC	N/A	28,955	49,830	20,875	1,012	2.03	0
670	CLARCOR INC	N/A	24,938	33,493	8,555	322	0.98	0
200	COSTAR GROUP INC.	N/A	11,847	13,346	1,499	0	0.00	0
1,412	DANAHER CORP	N/A	67,539	66,420	1,118-	141	0.21	35
829	EATON CORP	N/A	39,445	36,086	3,358-	1,127	3.12	0
735	ECHO GLOBAL LOGISTICS INC		10,766	11,870	1,104	0	0.00	0
550	EMERSON ELECTRIC CO	N/A	21,309	25,625	4,316	880	3.43	0
335	ENERNOC INC		5,409	3,641	1,768-	0	0.00	0
2,477	EXPEDITORS INTL WASH INC	N/A	106,719	101,458	5,261-	1,239	1.22	0
700	EXPONENT INC		19,323	32,179	12,856	0	0.00	0
1,350	FLUOR CORP NEW	N/A	68,195	67,838	358-	675	1.00	169
1,340	FORWARD AIR CORPORATION WW/1 RT/SH	N/A	31,664	42,947	11,283	375	0.87	0
10,885	GENERAL ELECTRIC CO	N/A	228,738	194,950	33,788-	7,402	3.80	1,850
600	GRACO INC	N/A	17,963	24,534	6,571	540	2.20	0
2,614	HONEYWELL INTERNATIONAL INC	N/A	134,439	142,071	7,632	3,895	2.74	0
1,278	JB HUNT TRANS SVCS	B-	45,563	57,589	12,036	665	1.15	0
1,300	INNERWORKINGS INC		10,842	12,103	1,261	0	0.00	0
1,137	KBR INC		39,624	31,688	7,936-	227	0.72	57
755	KIRBY CORP	N/A	24,457	49,709	25,252	0	0.00	0
1,485	KNIGHT TRANS INC	N/A	28,462	23,225	5,237-	356	1.53	0
3,450	KOMATSU LTD	N/A	45,848	80,668	34,820	1,501	1.86	0
405	MOBILE MINI INC	N/A	8,408	7,067	1,341-	0	0.00	0
800	MOOG INC CL A	N/A	30,288	35,144	4,856	0	0.00	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
816	NAVISTAR INTERNATIONAL W/1 RT/SH	N/A	37,774	30,910	6,864-	0	0.00	0
449	NORFOLK SOUTHERN CORP W/1 RT/SH	N/A	31,731	32,714	983	772	2.36	0
500	PARKER HANNIFIN CORP	N/A	32,250	38,125	5,875	740	1.94	0
451	PRECISION CASTPARTS CORP	N/A	69,781	74,320	4,539	54	0.07	11
375	RAVEN INDUSTRIES INC	N/A	10,273	23,213	12,940	270	1.16	68
865	RESOURCES CONNECTION INC	N/A	10,806	9,160	1,646-	173	1.89	0
1,015	RITCHIE BROS AUCTIONEERS		26,460	22,411	4,048-	457	2.04	0
1,695	ROLLINS INC	N/A	32,693	37,663	4,970	475	1.26	0
345	SIMPSON MANUFACTURING CO INC	N/A	6,044	11,613	5,568	173	1.49	0
300	3M CO	N/A	24,199	24,519	320	660	2.69	0
1,045	II-VI INC W/1 RT/SH	N/A	22,476	19,186	3,290-	0	0.00	0
1,379	UNION PACIFIC CORP	N/A	86,190	146,091	59,901	3,310	2.27	827
400	UNITED TECHNOLOGIES CORP	N/A	24,801	29,236	4,435	768	2.63	0
	TOTAL INDUSTRIALS		1,674,769	1,877,485	202,716	31,196		3,396
	ENERGY							
400	ANADARKO PETROLEUM CORP W/1 RT/SH	N/A	23,491	30,532	7,041	144	0.47	0
1,062	APACHE CORP	N/A	97,600	96,196	1,404-	637	0.66	0
566	BAKER HUGHES INC	N/A	30,829	27,530	3,299-	340	1.23	0
2,396	CAMERON INTERNATIONAL CORP W/1 RT P/S EXP 10/31/2017		126,449	117,859	8,590-	0	0.00	0
1,040	CHEVRON CORPORATION	B+	104,517	110,656	6,139	3,370	3.05	0
350	CONOCOPHILLIPS	N/A	16,460	25,505	9,025	924	3.62	0
833	DEVON ENERGY CORPORATION NEW	N/A	64,586	51,646	12,940-	566	1.10	0
665	DRIL-QUIP	N/A	24,128	43,770	19,642	0	0.00	0
1,485	EXXON MOBIL CORP	N/A	114,275	125,869	11,594	2,792	2.22	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
1,357	HALLIBURTON CO	N/A	61,077	46,830	14,247-	489	1.04	0
764	HESS CORP		50,767	43,395	7,371-	306	0.70	76
2,935	NATIONAL OILWELL VARCO INC	N/A	120,069	199,551	79,482	1,409	0.71	0
3,936	SCHLUMBERGER LTD	N/A	254,589	268,868	14,280	3,936	1.46	964
1,000	SPECTRA ENERGY CORP		22,716	30,750	8,034	1,120	3.64	0
	TOTAL ENERGY		1,111,573	1,218,957	107,384	16,033		1,060
	MATERIALS							
730	APTARGROUP INC W/1 RT/SH	N/A	18,774	36,084	19,310	642	1.69	0
460	BALCHEM CORP		9,237	18,648	9,411	83	0.44	83
300	DOW CHEMICAL	N/A	8,653	8,628	25-	300	3.48	75
400	DU PONT E I DE NEMOURS & CO	N/A	18,619	18,312	307-	656	3.58	0
700	EASTMAN CHEMICAL CO	N/A	29,392	27,342	2,050-	728	2.66	182
550	FREEPORT-MCMORAN C & G W/1 RT/SH	N/A	21,242	20,235	1,007-	550	2.72	0
1,000	INTERNATIONAL PAPER CO	N/A	31,792	29,600	2,192-	1,050	3.55	0
3,051	MONSANTO CO	N/A	203,329	213,784	10,455	3,661	1.71	0
797	MOSAIC CO/THE		51,782	40,193	11,590-	159	0.40	0
375	PRAXAIR INC	N/A	30,958	40,088	9,129	750	1.87	0
475	SIGMA-ALDRICH	N/A	25,440	29,669	4,228	342	1.15	0
641	SOUTHERN COPPER CORP		20,208	19,345	863-	1,795	9.28	0
	TOTAL MATERIALS		469,426	503,928	34,502	10,716		340
	UTILITIES							
3,000	DUKE ENERGY CORP		57,299	66,000	8,701	3,000	4.55	0
300	NEXTERA ENERGY INC		16,769	18,264	1,495	660	3.61	0
800	SEMPRA ENERGY	N/A	41,194	44,000	2,806	1,536	3.49	384
700	SOUTHERN CO	N/A	29,102	32,403	3,301	1,323	4.08	0
1,100	TECO ENERGY INC	N/A	19,705	21,054	1,349	946	4.49	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL UTILITIES		164,069	181,721	17,652	7,465		384
	TOTAL COMMON STOCK		9,904,907	10,797,910	893,003	158,008		9,952
	COMMON STOCK-FOREIGN FINANCIALS							
3,200	CREDIT SUISSE GROUP SPON ADR	N/A	132,531	75,136	57,395-	4,733	6.30	0
3,352	HONG KONG EXCHANGES UNSPON ADR		26,733	53,562	26,829	1,736	3.24	0
5,514	IND & COMM BK OF CHINA UNSPON ADR		75,706	65,457	10,250-	2,536	3.87	0
8,295	ING GROEP NV SPON ADR	N/A	67,374	59,475	7,899-	0	0.00	0
5,116	ITAU UNIBANCO HOLDING SA ADR		91,679	94,953	3,074	440	0.46	33
15,026	MITSUBISHI UFJ FINL GRP ADR		90,176	62,959	27,219-	2,089	3.32	0
5,625	SBERBANK SPON ADR		61,026	55,238	5,788-	664	1.20	0
16,504	TURKIYE GARANTI BANKASI ADR		74,393	51,559	22,835-	1,089	2.11	0
	TOTAL FINANCIALS		619,820	518,339	101,481-	13,287		33
	TELECOMMUNICATION SERVICES							
2,868	KDDI CORP UNSPONSORED ADR		49,177	46,129	3,048-	1,167	2.53	0
2,965	TELEFONICA SA SPON ADR	N/A	63,910	50,968	12,942-	5,076	9.96	0
2,792	VODAFONE GROUP PLC		74,203	76,260	4,056	4,029	5.15	1,307
	TOTAL TELECOMMUNICATION SERVICES		187,290	175,357	11,933-	10,272		1,307
	HEALTH CARE							
1,395	FRESENIUS MEDICAL CARE AG	N/A	53,794	94,832	41,038	911	0.96	0
1,400	GLAXO SMITHKLINE PLC ADR	N/A	76,449	63,882	12,567-	3,088	4.83	760
2,647	NOVARTIS AG ADR	N/A	123,277	151,329	28,052	5,307	3.51	0
954	NOVO NORDISK ADR	N/A	26,532	109,958	83,426	1,296	1.18	0
4,789	TEVA PHARMACEUTICAL -SP ADR	N/R	176,828	193,284	16,456	3,759	1.94	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL HEALTH CARE		456,880	613,285	156,405	14,361		760
	CONSUMER STAPLES							
1,546	NESTLE SA SPONSORED ADR REPSTGVA REG SH		57,512	89,278	31,766	2,732	3.06	0
11,400	RECKITT BENCKISER GROUP ADR		103,533	112,678	9,144	3,967	3.52	0
1,121	SABMILLER PLC	N/A	21,767	39,486	17,719	887	2.25	0
5,315	TESCO PLC SPONSORED ADR	N/A	105,095	99,975	5,120-	3,524	3.52	1,066
885	UNILEVER N V NY SHS NEW	N/A	28,730	30,417	1,688	933	3.07	0
2,423	WALMART DE MEXICO -SPON ADR V	N/A	25,601	66,499	40,898	797	1.20	0
	TOTAL CONSUMER STAPLES		342,238	438,333	96,095	12,840		1,066
	CONSUMER DISCRETIONARY							
1,978	ADIDAS AG ADR		72,939	64,526	8,413-	789	1.22	0
16,456	HENNES & MAURITZ AB- UNSP ADR		87,061	106,240	19,179	3,884	3.66	0
12,031	KINGFISHER PLC -SPONS ADR		99,470	93,746	5,724-	2,599	2.77	0
17,064	LI & FUNG LTD UNSP ADR		63,266	63,188	98-	1,587	2.51	0
4,283	LVMH MOET HENNESSY LOU-ADR		59,691	121,650	61,959	1,932	1.59	0
2,714	PUBLICIS GROUPE ADR		59,580	62,615	3,034	1,088	1.74	0
2,498	THE SWATCH GROUP AG UNSP ADR		47,436	46,950	486-	435	0.93	0
1,427	TOYOTA MTR LTD COM 2 ADR	N/A	117,002	94,368	22,634-	1,661	1.76	0
1,634	VOLKSWAGEN AG		39,802	55,115	15,314	906	1.64	0
	TOTAL CONSUMER DISCRETIONARY		646,267	708,398	62,131	14,881		0
	INFORMATION TECHNOLOGY							
1,427	ARM HOLDINGS PLC SPONS ADR	N/A	9,198	39,465	30,267	186	0.47	0
2,271	CANON INC SP ADR	N/A	90,957	100,015	9,058	3,286	3.29	0
533	DASSAULT SYSTEMS ADR	N/A	26,683	42,850	16,167	305	0.71	0
2,091	SAP AG-SPONSORED ADR	N/A	86,256	110,718	24,463	2,143	1.94	0

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
3,445	TENCENT HOLDINGS LTD UNS ADR		70,710	69,241	1,469-	210	0.30	0
400	ACCENTURE PLC CL A		21,454	21,292	162-	540	2.54	0
1,342	CHECK POINT SOFTWARE TECH	N/R	68,042	70,509	2,467	0	0.00	0
1,463	YANDEX NV-A		46,444	28,821	17,623-	0	0.00	0
7,820	FLEXTRONICS INTL LTD	N/A	53,799	44,261	9,538-	0	0.00	0
	TOTAL INFORMATION TECHNOLOGY		473,543	527,192	53,649	6,670		0
	INDUSTRIALS							
1,218	CANADIAN NATL RAILWAY COM	N/A	68,603	95,686	27,084	1,559	1.63	0
2,968	EMBRAER SA		60,592	74,853	14,261	508	0.68	0
2,966	FANUC CORPORATION UNSP ADR		33,854	75,686	41,832	1,103	1.46	0
7,261	FLSMIDTH & CO A/S UNSPON ADR		42,268	42,804	535	828	1.93	0
918	SIEMENS AG ADR	N/A	107,537	87,770	19,767-	2,712	3.09	0
1,025	INGERSOLL-RAND PLC		31,140	31,232	92	656	2.10	0
	TOTAL INDUSTRIALS		343,994	408,031	64,037	7,366		0
	ENERGY							
873	BG GROUP PLC -SPON ADR		73,225	93,377	20,152	986	1.06	0
494	CNOOC LTD -ADR	N/A	71,091	86,292	15,200	2,855	3.31	0
1,366	CANADIAN NATURAL RESOURCES	N/A	40,784	51,047	10,264	488	0.96	122
1,185	ROYAL DUTCH SHELL PLC -ADR		81,474	86,612	5,138	3,384	3.91	0
4,066	SUNCOR ENERGY INC		131,844	117,223	14,622-	1,752	1.49	0
600	NOBLE CORP		23,951	18,132	5,819-	355	1.96	0
	TOTAL ENERGY		422,369	452,683	30,314	9,820		122
	MATERIALS							
1,809	POTASH CORP OF SASKATCHEWAN	N/A	59,700	74,676	14,976	507	0.68	0
1,259	TECK RESOURCES LIMITED CL B		61,864	44,304	17,560-	1,017	2.30	508

HUNTINGTON WEALTH ADVISORS

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL MATERIALS		121,564	118,980	2,584-	1,524		508
	UTILITIES							
580	COOPER INDUSTRIES PLC CL A		35,147	31,407	3,740-	673	2.14	168
	MISCELLANEOUS INDUSTRIES							
7,381	ASSA ABLOY AB UNSP ADR		100,672	92,919	7,753-	1,816	1.95	0
	TOTAL COMMON STOCK-FOREIGN		3,749,784	4,084,924	335,140	93,510		3,964
	TOTAL EQUITY INVESTMENTS		15,755,691	16,422,214	666,523	404,602		19,260
MUTUAL FUNDS								
	EXCHANGE TRADED FUNDS - EQUITY							
	MATERIALS							
200	SPDR GOLD TRUST		28,505	30,398	1,893	0	0.00	0
	EXCHANGE TRADED FUNDS							
39,000	ISHARES S&P 500 INDEX FUND	N/A	4,957,157	4,912,440	44,717-	101,556	2.07	0
	TOTAL EXCHANGE TRADED FUNDS - EQUITY		4,985,662	4,942,838	42,824-	101,556		0
	EXCHANGE TRADED FUNDS - TAXABLE							
	EXCHANGE TRADED FUNDS							
500	ISHARES BARCLAYS AGGREGATE BOND FUND		54,530	55,125	595	1,576	2.86	14
	MUTUAL FUNDS FIXED INC-TAXABLE							
	MUTUAL FUNDS							
17,874.478	ADVISOR SERIES TRUST PIA MBS BOND FUND		178,615	178,566	49-	5,863	3.28	0
74,755.291	ADVISOR SERIES TRUST PIA BBB BOND FUND		646,560	732,602	86,042	39,022	5.33	0
	TOTAL MUTUAL FUNDS		825,175	911,168	85,993	44,885		0

HUNTINGTON WEALTH ADVISORS

Page 28

Statement Period
Account Number

01/01/2011 through 12/31/2011
M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
MUTUAL FUNDS EQUITY								
UNCLASSIFIED								
27,770.476	JANUS PERKINS MID CAP VALUE FUND - CLASS I		462,425	560,408	97,983	5,860	1.05	0
MUTUAL FUNDS								
3,779.608	AMERICAN CENTURY HERITAGE FUND/A INVESTORS CLASS		66,000	74,118	8,118	488	0.66	0
17,880.666	BLACKROCK US OPPORTUNITIES PORTFOLIO - INSTITUTIONAL		492,710	596,824	106,113	1,216	0.20	0
34,667.484	EATON VANCE ATLANTA CAPITAL SMID-CAP FUND - CLASS I		412,064	555,720	143,655	0	0.00	0
7,823.124	RIDGEWORTH MID CAP VALUE EQUITY FUND - CLASS I		84,808	76,823	7,985-	1,181	1.54	0
	TOTAL MUTUAL FUNDS		1,055,582	1,305,485	249,903	2,885		0
	TOTAL MUTUAL FUNDS EQUITY		1,518,007	1,865,893	347,886	8,745		0
	TOTAL MUTUAL FUNDS		7,383,374	7,775,024	391,650	156,764		14

OTHER ASSETS

COLLATERALIZED MORTGAGE OBLIGATIONS								
15.55	FHLMC CMO SERIES 2517 JH DTD 10/01/02 4.5% 10/15/2017		56	16	39-	1	4.25	0
60,651.03	FHLMC CMO SERIES 2814 GB 5% 06/15/2019		58,784	63,665	4,881	3,033	4.76	244
250,000	FHLMC SERIES 3547 CL-CB CMO 4.5% 06/15/2024		249,375	280,093	30,718	11,250	4.02	906
500,000	FHLMC SERIES 2896 CLASS VB 5% 12/15/2025		498,125	539,318	41,193	25,000	4.64	2,014
194,088.39	FHLMC SERIES 3121 CLASS JD 5.5% 03/15/2026		191,177	213,790	22,613	10,675	4.99	860
87,576.03	FHLMC SERIES 2617 CLASS GF .6783% 11/15/2030		86,153	87,590	1,437	594	0.68	26
43,794.85	FNMA SERIES 2008-17 5.5% 10/25/2037		43,795	45,776	1,981	2,409	5.26	194

HUNTINGTON WEALTH ADVISORS

Statement Period
 Account Number

01/01/2011 through 12/31/2011
 M01768

Schedule Of Assets

UNITS	DESCRIPTION	S & P RATING	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	EST ANN INCOME	YIELD ON MKT	ACCRUED INCOME
	TOTAL COLLATERALIZED MORTGAGE OBLIGATIONS		27,465	1,230,248	102,783	52,962		4,244
	Total Fund		31,970,335	33,516,748	1,548,413	861,291		85,444

Retirement Plan for Employees of Jameson Health System, Incorporated

EIN: 25-1536036

PN: 001

2011 Schedule SB (Form 5500)

Page 9 of 9 – Schedule SB, Line No. 32 – Schedule of Amortization Bases

Schedule of Amortization Bases

Type of Base	Present Value of Installments	Date Established	Years Remaining	Installment Amount
Shortfall	\$ 2,863,653	1/1/2008	4	\$ 756,236
Shortfall	\$ 1,326,585	1/1/2009	5	\$ 285,361
Shortfall	\$ 3,732,767	1/1/2010	8	\$ 242,482 / 609,174
Shortfall	\$ 4,614,024	1/1/2011	9	\$ 286,992 / 753,036

The shortfall amortization amount shown for 2010 and 2011 reflect election of the 2+7 amortization relief as described in the Pension Protection Act of 2006. This election is the first relief election under the Act. The installment made for the first two years is the first number shown in the installment amount column, and the installment expected to be made in years 3 through 9 is the second amount shown.