Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
VINTAGE ASSOCIATES, INC., 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/27/1997

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

VINTAGE ASSOCIATES, INC.

78755 DARBY RD.
BERMUDA DUNES, CA 92203

78755 DARBY RD.
BERMUDA DUNES, CA 92203

2b Employer Identification Number (EIN)
33-0499024

2c Sponsor's telephone number
760-772-3673

2d Business code (see instructions)
444200

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2012	GREGORY GRITTERS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
VINTAGE ASSOCIATES, INC.

78755 DARBY RD.
BERMUDA DUNES, CA 92203

3b Administrator's EIN
33-0499024

3c Administrator's telephone number
760-772-3673

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**	276
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**	34
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	19
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	53
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	53
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	53
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

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

A Name of plan
VINTAGE ASSOCIATES, INC., 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0499024

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	90160	80004
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	50003	36808
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(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)	801496	797585
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	941659	914397
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	941659	914397

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)	8823	
	(B) Participants	2a(1)(B)	55143	
	(C) Others (including rollovers)	2a(1)(C)	0	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		63966
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	1757	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1757
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	28039	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		28039
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-67276
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		26486
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	52366	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		52366
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	1382	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		1382
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		53748
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-27262
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: CAHILL ABD ASSOCIATES (2) EIN: 20-3734254

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	**4a**		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	**4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	**4d**		X	
e	Was this plan covered by a fidelity bond?	**4e**	X		250000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	**4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	**4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	**4j**		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	**4k**		X	
l	Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	**4n**		X	

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. [X] **Yes** [ ] **No** **Amount:** 0

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

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

A Name of plan
VINTAGE ASSOCIATES, INC., 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0499024

Part I Distributions

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

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

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

EIN(s): 16-1470238

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☒ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Financial Statements

VINTAGE ASSOCIATES, INC.

401(K) PROFIT SHARING PLAN AND TRUST

DECEMBER 31, 2011 AND 2010

Member of the Private Companies Practice Section of the American Institute of Certified Public Accountants

C&A

CAHILL & ASSOCIATES

An Accountancy Corporation

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust
Bermuda Dunes, California

We were engaged to audit the accompanying statements of net assets available for benefits of Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust as of December 31, 2011 and 2010, and the related statements of net assets available for benefits for the years then ended. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 7 and 8, which was certified by Mid Atlantic Trust Company, the trustee of the Plan, in accordance with Department of Labor (DOL) Regulation 2520.103-5(c), except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2011 and 2010, and for the years then ended, 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 schedule taken as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the financial statements but is 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 schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

September 20, 2012

Cahill & Associates

69730 Highway 111, Suite 215, Rancho Mirage, CA 92270

ph: (760) 770-6444 *fax:* (760) 770-1293 *web:* www.cahillcpas.com

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2011 AND 2010

	2011	2010
ASSETS		
Investments - Notes 7 and 8	$ 877,589	$ 891,656
Receivables		
Receivables - employer and employees' contributions - Notes 9 and 10	-	2,811
Others - loan repayments - Note 10	-	1,073
Notes receivable from participants - Note 7	36,808	48,930
Total receivables	36,808	52,814
Total assets	914,397	944,470
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 914,397	$ 944,470

See accompanying notes and independent auditor's report.

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Interest - participant loans - Note 8	$ 1,757	$ 2,362
Interest income	-	18
Net realized gain on sale of assets	13,253	10,220
Dividends	14,786	15,871
Total investment income	29,796	28,471
Net appreciation (depreciation) in fair market value	(67,276)	41,548
Contributions:		
Participants	52,727	64,700
Employer	8,428	10,273
Total contributions	61,155	74,973
Total additions	23,675	144,992
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	52,366	63,086
Management and other fees	1,382	982
Total deductions	53,748	64,068
INCREASE (DECREASE) IN NET ASSETS	(30,073)	80,924
NET ASSETS AVAILABLE FOR BENEFITS, Beginning of the year	944,470	863,546
NET ASSETS AVAILABLE FOR BENEFITS, End of the year	$ 914,397	$ 944,470

See accompanying notes and independent auditor's report.

NOTE 1. DESCRIPTION OF PLAN

The Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust was originally established on January 1, 1998, under the Plan name Steven Burt and Associates, Inc., 401(k) Profit-Sharing Plan and Trust and was designed to reward eligible employees for long and loyal service by providing them with retirement benefits. On December 16, 2005, due to a change in management, the corporate name was changed to Vintage Associates, Inc. Consequently, effective January 1, 2006, the above Plan was renamed Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust (the "Plan"). The Plan was last amended in December 2008, revisions of which are now embodied in the current Summary Plan Description.

The Vintage Associates, Inc., 401(k) Profit-Sharing Plan and Trust's recordkeeping and administrative services are rendered by Paychex Retirement Services, with Wells Fargo Advisors, LLC, as the Plan investment provider. Previously, the Plan's investment provider was Merrill Lynch until the turnover of Plan investments to Wells Fargo Advisors, LLC, in May 2010. Mid Atlantic Trust Company is the directed trustee of the Plan's assets.

The following description of the Vintage Associates, Inc., 401(k) Profit Sharing Plan and Trust provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General — The Plan is a defined contribution plan covering all full-time employees of Vintage Associates, Inc., who have six (6) months of service and are age twenty-one (21) or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Internal Revenue Service has approved the Plan.

Excluded Employees — The Plan excludes certain employees who are not eligible to participate in the Plan. These employees are (a) employees whose employment is governed by a collective bargaining agreement under which retirement benefits are the subject of good faith bargaining, unless such agreement expressly provides for participation in the Plan, (b) certain nonresident aliens who have no earned income from sources within the United States, and (c) employees who became employees as a result of an asset or stock acquisition, merger, or similar transaction involving a change in the employer of the employees of a trade or business. Excluded employees under (c) above will be excluded during the period beginning on the date of the transaction and ending on the last day of the first Plan year beginning after the date of the transaction.

Contributions — Each year participants may contribute through elective deferrals of pretax annual compensation as defined in the Plan subject to the individual and average limits set by federal tax laws. Employer matching contributions equal 25% of the participant's elective deferrals, but not to exceed its contribution percentage (25%) applied to 4% of the contributing participant's compensation.

Profit-Sharing Contributions — Each year, the managing body of Vintage Associates, Inc., will determine the amount, if any, which it will contribute to the Plan. In order to be eligible to receive a profit-sharing contribution, an employee must be a participant in the Plan and must complete six (6) months of service. If a participant terminates employment, at least 500 hours of service must be rendered during the Plan year.

NOTE 1. DESCRIPTION OF PLAN (continued)

Rollover and Transfer Contributions — Vintage Associates, Inc., allows rollover and transfer contributions to the Plan, regardless of whether the employee becomes a participant in the Plan as set forth in the Plan documents. The employee is 100% vested in the rollover and transfer contributions.

Contribution Limits — Section 415 of the Internal Revenue Code provides for dollar limitations on benefits and contributions under qualified retirement plans. For the year 2011, the contribution limits as set by law are (a) the elective deferral limit is $16,500, and a catch-up contribution limit of $5,500 is allowed if the participant attains the age of 50 during a calendar year, (b) the annual compensation used to determine contributions made by non-highly compensated employees is $245,000, and (c) the annual defined contribution limit that is made by or for a participant is $49,000. Matching contributions pertaining to excess deferral contributions paid back to the participant will be forfeited. Forfeitures resulting from the above contribution limits will be used to reduce future matching contributions.

Distributions — A participant can withdraw from his individual account if he terminates employment before normal retirement age (65 years and above), becomes disabled, or reaches normal retirement age but continues to work. A participant can request a distribution from the Plan of his vested interest upon attainment of age 59 ½, even if the participant continues to work. Unless one of the situations above exists, a participant cannot withdraw from his individual account attributable to employer profit-sharing and matching contributions, rollover contributions, or transfer contributions while still being employed. A participant who terminates employment before normal retirement age may choose to have all or any part of his vested account paid at any time. He may also leave his account under the Plan if the vested amount is more than $5,000.

Participant Accounts — Each participant's account is credited with the participant's contribution, the employer's matching contribution, profit-sharing contribution, if any, and allocations of the Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Administrative Expenses — Accounting, recordkeeping, and certain administrative expenses are paid by the Plan sponsor.

Vesting — A participant is immediately vested in his contributions and transfer, or rollover, contributions plus actual earnings thereon. For profit-sharing contributions and matching contributions, a vesting schedule is provided for in the Plan documents depending on the years of vesting service.

Notes Receivable from Participants — A participant may borrow from his fund account a minimum of $1,000 up to no greater than 50% of the participant's vested account balance or $50,000 minus the highest outstanding loan balance in the previous twelve months. A loan transaction is treated as a transfer to (from) the investment fund from (to) the participant's loan fund. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest (i.e., the rate a bank or other professional lenders would charge for making a loan in a similar circumstance). Principal and interest are paid ratably through monthly payroll deductions.

NOTE 1. DESCRIPTION OF PLAN (continued)

Payment of Benefits — Upon termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his account or annual installments over the applicable life expectancy. For termination of service due to other reasons, a participant may receive the value of the vested interest in his account as a lump-sum distribution. When determining the value of the account, rollover contributions will not be included. Benefits are recorded when paid.

Forfeitures — A forfeiture is created when a participant terminates employment before becoming entitled to his full benefits under the Plan. Forfeitures for a Plan year that arise as a result of termination of employment or forfeitures following five consecutive breaks in vesting service, may be, at the employer's discretion, applied first to the payment of the Plan's administrative expenses or applied to the restoration of the re-employed participant's individual accounts who received distributions. Any remaining forfeitures may be used to reduce employer contributions or are allocated among participants based on an allocation formula immediately following the Plan year in which the forfeiture occurred. As of December 31, 2011 and 2010, forfeited nonvested account balances totaled $512 and $96, respectively.

Investment Options — Upon enrollment in the Plan, a participant may direct contributions in any increments in any of the following funds:

Fidelity Prime Fund – Daily Money Class — Primarily invests in U.S. dollar-denominated money market securities of domestic and foreign issuers, U.S. government securities, and repurchase agreements.

Invesco Mid Cap Core Equity Fund — Primarily invests in equity securities of mid-cap companies believed to have high or improving return on invested capital, quality management, a strong competitive position and which are trading at compelling valuations.

American Funds American Mutual Fund Class R-1 — Primarily invests in common stocks, securities convertible into common stocks, nonconvertible preferred stocks, U.S. government securities, investment-grade (BBB and above, or unrated, but determined by the fund's investment adviser to be of equivalent quality) bonds and cash.

Franklin U.S. Government Securities Fund — Primarily invests in Government National Mortgage Association obligations (Ginnie Maes). Ginnie Maes represent an ownership interest in mortgage loans pooled together for sale to investors to finance purchases of homes.

Franklin High Income Fund Class R — Primarily invests in high yield, lower-rated debt securities. It may invest up to 100% of its total assets in debt securities that are rated below investment grade, sometimes called "junk bonds."

Janus Forty Fund — Primarily invests in a core group of 20-40 common stocks selected for their growth potential and may invest in companies of any size, from larger, well-established companies to smaller, emerging growth companies.

NOTE 1. DESCRIPTION OF PLAN (continued)

Oppenheimer Quest Opportunity Value Fund — Primarily invests in a variety of equity and investment-grade debt securities that are believed to be undervalued. The Fund may allocate its investments between equity and debt securities in any proportion and at different times based on market and economic conditions.

Oppenheimer Rising Dividend Fund — Primarily invests in securities of companies that are expected to experience dividend growth, including companies that currently pay dividends and are expected to increase them and companies that do not currently pay dividends but are expected to begin paying them in the near future.

Oppenheimer Global Strategic Income Fund — Primarily invests in debt securities of issuers in three market sectors: foreign governments and companies, U.S. government securities, and lower-grade, high-yield securities of U.S. and foreign issuers (commonly called "junk bonds").

Oppenheimer Equity Income Fund — Primarily invests in common stocks of U.S. companies believed to be undervalued. The fund may invest in other equity securities, such as preferred stocks, warrants and securities convertible into common stocks.

Oppenheimer Main Street Small and Mid-Cap Fund — Primarily invests in common stocks of small and mid-cap companies in the range of the Russell 2500 Index, attempting to maintain broad diversification across all major economic sectors.

Oppenheimer International Diversified Fund — Primarily invests in up to seven international or global Oppenheimer Funds, which, in turn, invest in foreign equity or debt securities.

Oppenheimer Gold and Special Minerals Fund — Primarily invests in common stocks of U.S. and foreign companies that are involved in mining, processing or dealing in gold or other metals or minerals and may invest all of its assets in those securities.

Oppenheimer Developing Markets Fund — Primarily invests in equity securities of issuers with growth potential whose principal activities are in at least three developing markets. The Fund may invest in growth companies of different market capitalization ranges in any developing market country.

PIMCO Total Return Fund — Primarily invests in a diversified portfolio of fixed income instruments of varying maturities, which may be represented by forwards or derivatives such as options, futures contracts or swap agreements.

Templeton Global Bond Fund Class R — Primarily invests at least 80% of its net assets in "bonds." Bonds include debt securities of any maturity, such as bonds, notes, bills and debentures. It invests predominantly in bonds issued by governments and government agencies located around the world, including inflation-indexed securities.

NOTE 1. DESCRIPTION OF PLAN (continued)

Transamerica Asset Allocation Moderate Portfolio Fund — Primarily invests in a diversified combination of underlying Transamerica funds. It normally expects to adjust the investments in underlying funds with a mix over time of approximately 50% of assets in equities and 50% of assets in fixed income which may include bonds, cash, cash equivalents, or other money market instruments. The Fund may also invest directly in U.S. government securities and/or short-term commercial paper.

Participants may change their investment options daily, to the extent administratively feasible.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. For Plan years ended December 31, 2011 and 2010, the Plan did not have any fully benefit-responsive investment contracts that would require adjustment from fair value to contract value. The Statements of Net Assets Available for Benefits as of December 31, 2011 and 2010, presents the fair value of the investment contracts. The Statements of Changes in Net Assets Available for Benefits for Plan year ended December 31, 2011 and 2010, is prepared on a contract value basis.

Use of Estimates

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

Investment Valuation and Income Recognition

The Plan's 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 at the measurement date (see Note 8 for discussion of fair value measurements).

Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at the end of the year. Participant notes receivable are valued at cost, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold, as well as held, during the year.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Payment of Benefits

Benefits are recorded when paid.

Operating Expenses

All expenses of maintaining the Plan are paid by the company.

Subsequent Events

The Plan has evaluated subsequent events through September 20, 2012, the date the independent auditor's report and financial statements are available to be issued.

NOTE 3. RECLASSIFICATIONS

Certain reclassifications have been made to the 2010 financial statements in order to conform to the 2011 presentation.

NOTE 4. PLAN TERMINATION

Vintage Associates, Inc., has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will automatically become 100% vested in his/her account balance. In November 2011, Vintage Associates, Inc. terminated the Plan and at the participant's direction, either distributed the account balance to the participant or rolled them over to the participant's chosen individual retirement account.

NOTE 5. TAX STATUS

The Internal Revenue Service has determined and informed the company by a letter dated November 26, 2001, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset), or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for Plan years prior to December 31, 2008.

NOTE 6. INVESTMENTS EXCEEDING 5% OF NET ASSETS

The Plan's investments that exceed 5% of net assets available for benefits as of December 31, 2011 and 2010 were derived from the unaudited information supplied by the Plan's trustee:

Investments (at fair value):	2011	2010
Fidelity Prime Fund – Daily Money Class	$ 80,004	$ 90,160
Franklin U.S. Government Securities Fund	85,903	118,747
Oppenheimer Quest Opportunity Value Fund	109,350	110,112
Oppenheimer Rising Dividend Fund	131,041	125,669
Oppenheimer International Diversified Fund	105,995	121,938
Oppenheimer Gold and Special Minerals Fund	51,177	-
PIMCO Total Return Fund	168,124	149,537

During the Plan years ended December 31, 2011 and 2010, the Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) in value by $(67,276) and $41,548, respectively, as follows:

	Years ended	
	December 31, 2011	December 31, 2010
Mutual funds – net change in fair value	$(67,276)	$ 41,548

NOTE 7. INFORMATION PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED)

The following information included in the accompanying financial statements was obtained from data that have been prepared and certified to as complete and accurate by the trustee.

Investments (at fair value):	2011	2010
Fidelity Prime Fund – Daily Money Class	$ 80,004	$ 90,160
Invesco Mid Cap Core Equity Fund	14,395	14,057
American Funds American Mutual Fund Class R-1	2,227	-
Franklin U.S. Government Securities Fund	85,903	118,747
Franklin High Income Fund Class R	1,079	-
Janus Forty Fund	14,957	15,610
Oppenheimer Quest Opportunity Value Fund	109,350	110,112
Oppenheimer Rising Dividend Fund	131,041	125,669
Oppenheimer Global Strategic Income Fund	14,329	13,588
Oppenheimer Equity Income Fund	22,845	20,646
Oppenheimer Main Street Small and Mid-Cap Fund	44,317	42,579
Oppenheimer International Diversified Fund	105,995	121,938
Oppenheimer Gold and Special Minerals Fund	51,177	41,320
Oppenheimer Developing Markets Fund	2,677	135
PIMCO Total Return Fund	168,124	149,537
Templeton Global Bond Fund Class R	510	-
Transamerica Asset Allocation Moderate Portfolio	28,659	27,558
Total Investments	$ 877,589	$ 891,656
Notes receivable from participants	$ 36,808	$ 48,930

NOTE 7. INFORMATION PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED) (continued)

The information above represents the total fair market value of all investment options as listed under Note 1. Additionally, the components of the changes in net assets, including transactions involving cash and participants' loans with the trustee, for each of the investment fund options were combined and represent an aggregation of all funds for purposes of preparing the accompanying statement of changes in net assets available for Plan benefits.

NOTE 8. FAIR VALUE MEASUREMENTS PREPARED AND CERTIFIED BY TRUSTEE (UNAUDITED)

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

Level 1— Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 — Inputs to the valuation methodology include:

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

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

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

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

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

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

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

NOTE 8. FAIR VALUE MEASUREMENTS (UNAUDITED) (continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2011 and 2010, as prepared by Paychex Retirement Services:

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Money Market Funds:				
Fidelity Prime Fund	$ 80,004	$ -	$ -	$ 80,004
Mutual Funds	797,585	-	-	797,585
Total assets at fair value	$ 877,589	$ -	$ -	$ 877,589

Assets at Fair Value as of December 31, 2010

	Level 1	Level 2	Level 3	Total
Money Market Funds:				
Ready Assets Trust	$ 90,160	$ -	$ -	$ 90,160
Mutual Funds	801,496	-	-	801,496
Total assets at fair value	$ 891,656	$ -	$ -	$ 891,656

NOTE 9. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits, per the financial statements at December 31, 2011 and 2010, to Form 5500:

	2011	2010
Net assets available for benefits per the financial statements	$ 914,397	$ 944,470
Receivables – employer and employees' contributions	-	(2,811)
Net assets available for benefits per Form 5500	$ 914,397	$ 941,659

The following is a reconciliation of contributions per the financial statements for the Plan years ended December 31, 2011 and 2010, to the Form 5500:

	2011	2010
Total contributions per financial statements	$ 61,155	$ 74,973
Receivables – employer and employees' contributions at December 31, 2010 and received in 2011	2,811	(2,811)
Total contributions per Form 5500	$ 63,966	$ 72,162

Participants' and employer contributions are recorded on the Form 5500 when these contributions are received in the Plan during the Plan year.

The following is a reconciliation of total increase (decrease) in net assets per financial statements for the Plan years ended December 31, 2011 and 2010, to Form 5500:

	2011	2010
Total increase (decrease) in net assets per financial statements	$(30,073)	$ 80,924
Receivables – employer and employees' contributions at December 31, 2010 and received in 2011	2,811	(2,811)
Total increase (decrease) in net assets per Form 5500	$(27,262)	$ 78,113

NOTE 10. RECEIVABLES

During the prior Plan year ended December 31, 2011, there was an inadvertent oversight pertaining to contributions to the Plan. Due to the failure to transmit to the Plan participant contributions and loan repayments in the aggregate amount of $3,884 ($2,811 plus $1,073) within the time period described in CFR 2510.3-102, the Plan incurred interest receivable from the employer, the amount of which will be determined by Paychex Retirement Services. In compliance with the Department of Labor's Voluntary Fiduciary Correction Program, the employer will file Form 5330 and pay excise taxes amounting to 15% of the interest receivable to be determined by Paychex Retirement Services as mentioned above.

NOTE 11. RISK AND UNCERTAINTIES

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

NOTE 12. RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by Wells Fargo Advisors, LLC, which is the investment provider and broker, as defined by the Plan, and therefore these transactions qualify as related-party transactions.

SUPPLEMENTAL SCHEDULE

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

SCHEDULE H - ITEM 4i
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 33-0499024
PLAN NO. 001

YEAR ENDED DECEMBER 31, 2011

(a)	(b) Identity of Issuer, Borrower, User, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Wells Fargo Advisors	Fidelity Prime Fund-Daily Money Class	N/A	$ 80,004
*	Wells Fargo Advisors	Invesco Mid Cap Core Equity Fund	N/A	14,395
*	Wells Fargo Advisors	American Funds American Mutual Fund Class R-1	N/A	2,227
*	Wells Fargo Advisors	Franklin U.S. Government Securities Fund	N/A	85,903
*	Wells Fargo Advisors	Franklin High Income Fund Class R	N/A	1,079
*	Wells Fargo Advisors	Janus Forty Fund	N/A	14,957
*	Wells Fargo Advisors	Oppenheimer Quest Opportunity Value Fund	N/A	109,350
*	Wells Fargo Advisors	Oppenheimer Rising Dividend Fund	N/A	131,041
*	Wells Fargo Advisors	Oppenheimer Global Strategic Income Fund	N/A	14,329
*	Wells Fargo Advisors	Oppenheimer Equity Income Fund	N/A	22,845
*	Wells Fargo Advisors	Oppenheimer Main Street Small & Mid-Cap Fund	N/A	44,317
*	Wells Fargo Advisors	Oppenheimer International Diversified Fund	N/A	105,995
*	Wells Fargo Advisors	Oppenheimer Gold and Special Minerals Fund	N/A	51,177
*	Wells Fargo Advisors	Oppenheimer Developing Markets Fund	N/A	2,677
*	Wells Fargo Advisors	PIMCO Total Return Fund	N/A	168,124
*	Wells Fargo Advisors	Templeton Global Bond Fund Class R	N/A	510
*	Wells Fargo Advisors	Transamerica Asset Allocation Moderate Portfolio Fund	N/A	28,659
	Total investments			$ 877,589
	Notes receivable from participants	Various maturities and interest rates	N/A	$ 36,808

VINTAGE ASSOCIATES, INC.

401(k) PROFIT-SHARING PLAN AND TRUST

SCHEDULE H - ITEM 4i
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EIN: 33-0499024
PLAN NO. 001

YEAR ENDED DECEMBER 31, 2011

(a)	(b) Identity of Issuer, Borrower, User, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Wells Fargo Advisors	Fidelity Prime Fund-Daily Money Class	N/A	$ 80,004
*	Wells Fargo Advisors	Invesco Mid Cap Core Equity Fund	N/A	14,395
*	Wells Fargo Advisors	American Funds American Mutual Fund Class R-1	N/A	2,227
*	Wells Fargo Advisors	Franklin U.S. Government Securities Fund	N/A	85,903
*	Wells Fargo Advisors	Franklin High Income Fund Class R	N/A	1,079
*	Wells Fargo Advisors	Janus Forty Fund	N/A	14,957
*	Wells Fargo Advisors	Oppenheimer Quest Opportunity Value Fund	N/A	109,350
*	Wells Fargo Advisors	Oppenheimer Rising Dividend Fund	N/A	131,041
*	Wells Fargo Advisors	Oppenheimer Global Strategic Income Fund	N/A	14,329
*	Wells Fargo Advisors	Oppenheimer Equity Income Fund	N/A	22,845
*	Wells Fargo Advisors	Oppenheimer Main Street Small & Mid-Cap Fund	N/A	44,317
*	Wells Fargo Advisors	Oppenheimer International Diversified Fund	N/A	105,995
*	Wells Fargo Advisors	Oppenheimer Gold and Special Minerals Fund	N/A	51,177
*	Wells Fargo Advisors	Oppenheimer Developing Markets Fund	N/A	2,677
*	Wells Fargo Advisors	PIMCO Total Return Fund	N/A	168,124
*	Wells Fargo Advisors	Templeton Global Bond Fund Class R	N/A	510
*	Wells Fargo Advisors	Transamerica Asset Allocation Moderate Portfolio Fund	N/A	28,659
	Total investments			$ 877,589
	Notes receivable from participants	Various maturities and interest rates	N/A	$ 36,808