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
CRC-EVANS PIPELINE INTERNATIONAL, INC. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1998

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

CRC-EVANS PIPELINE INTERNATIONAL, INC.

20445 STATE HWY 249, SUITE 310
HOUSTON, TX 77070-2623

2b Employer Identification Number (EIN)
76-0529100

2c Sponsor's telephone number
832-249-3100

2d Business code (see instructions)
333200

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.	10/12/2012	RYAN DURUSSEL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2012	RYAN DURUSSEL
	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")
CRC-EVANS PIPELINE INTERNATIONAL, INC.

20445 STATE HWY 249, SUITE 310
HOUSTON, TX 77070-2623

3b Administrator's EIN
76-0529100

3c Administrator's telephone number
832-249-3100

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**	282
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**	245
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	60
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	306
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	306
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	306
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	3
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 2F 2G 2J 2K 3D 2T 3H

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

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

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

A Name of plan
CRC-EVANS PIPELINE INTERNATIONAL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CRC-EVANS PIPELINE INTERNATIONAL, INC.

D Employer Identification Number (EIN)
76-0529100

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).. . . . . [X] 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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

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

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

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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 50 60 64	NONE	2933	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	14.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2011 TO 12/31/2011 MONEYMART A

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2011 TO 12/31/2011 PRU GLBAL REAL EST A

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2011 TO 12/31/2011 PRU JENN GROWTH A

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
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2011 TO 12/31/2011 PRU JENN SMALL COMPANY A

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2011 TO 12/31/2011 PRU SM CAP VAL A

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	15 64	0

(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.
WELLS FARGO 52-2250941	57.900 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2011 TO 12/31/2011 PRU STABLE VALUE FD 65

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

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

A Name of plan
CRC-EVANS PIPELINE INTERNATIONAL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
CRC-EVANS PIPELINE INTERNATIONAL, INC.

D Employer Identification Number (EIN)
76-0529100

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: PRU STABLE VALUE FD 65

b Name of sponsor of entity listed in (a): WELLS FARGO BANK MINNESOTA, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
52-2250941-001	C	2402206

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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
CRC-EVANS PIPELINE INTERNATIONAL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CRC-EVANS PIPELINE INTERNATIONAL, INC.

D Employer Identification Number (EIN)
76-0529100

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	10174	253
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	31552	0
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	547584	177097
(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)	839816	645266
(9) Value of interest in common/collective trusts	1c(9)	2879490	2402206
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	15694777	12719970
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	20003393	15944792
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	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	20003393	15944792

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)	297398	
(B) Participants	2a(1)(B)	668481	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		965879
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	107	
(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)	34431	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		34538
(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)	221242	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		221242
(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)		0

		(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)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		47460
(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)		-956449
c Other income	2c		3700
d Total income. Add all **income** amounts in column (b) and enter total	2d		316370
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4332644	
(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)		4332644
f Corrective distributions (see instructions)	2f		12406
g Certain deemed distributions of participant loans (see instructions)	2g		26509
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	3412	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		3412
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		4374971
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-4058601
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: SARTAIN FISCHBEIN & CO. (2) EIN: 73-0604026

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		20000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year. [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
CRC-EVANS PIPELINE INTERNATIONAL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CRC-EVANS PIPELINE INTERNATIONAL, INC.

D Employer Identification Number (EIN)
76-0529100

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): 22-1211670

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):

CRC-EVANS PIPELINE INTERNATIONAL, INC.
401(k) PLAN

FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION
WITH INDEPENDENT AUDITORS' REPORT

Years Ended December 31, 2011 and 2010

CRC-EVANS PIPELINE INTERNATIONAL, INC.
401(k) PLAN
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Independent Auditors' Report

The Plan Administrator
CRC-Evans Pipeline international, Inc. 401(k) Plan

We were engaged to audit the accompanying financial statements of CRC-Evans Pipeline International, Inc. 401(k) Plan (the "Plan") as of and for the years ended December 31, 2011 and 2010, and the supplementary information as of December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplementary information are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Prudential Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplementary information. 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, 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 were unable to express, and do not express, an opinion on the accompanying financial statements and 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 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.

Sartain Fischbein + Co.

Tulsa, Oklahoma
October 10, 2012

3010 S Harvard Ave | Ste 400 | Tulsa, OK 74114 | Tel 918 749-6601 | Fax 918 744-1506 | email - firm@sfandco.com | www.sfandco.com

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,	2011	2010
ASSETS		
Cash	$ 253	$ 10,174
Investments, at Fair Value:		
Money market fund	177,097	547,584
Mutual funds	12,719,971	15,694,777
Common collection trust	2,464,663	2,942,839
Total Investments	15,361,731	19,185,200
Receivables:		
Employer contributions	-	31,552
Notes receivable from participants	645,266	839,816
Total Receivables	645,266	871,368
Net Assets Available For Benefits, at Fair Value	$16,007,250	$20,066,742
Adjustment From Fair Value to Contract Value for Fully Benefit-Responsive Stable Value Fund	(62,457)	(63,349)
Net Assets Available For Benefits	$15,944,793	$20,003,393

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

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31,	**2011**	2010
Additions To Net Assets:		
Investment Income:		
Net appreciation (depreciation) in fair value of investments	**$ (908,989)**	$ 2,031,011
Interest and dividends	**221,350**	195,041
Total Investment Income	**(687,639)**	2,226,052
Participant Loan Interest	**34,431**	43,395
Contributions:		
Participants	**668,481**	1,309,348
Employer	**297,398**	689,652
Rollover	**-**	17,584
Other Income	**3,700**	-
Total Contributions	**969,579**	2,016,584
Total Additions	**316,371**	4,286,031
Deductions From Net Assets:		
Benefits paid to participants	**4,359,153**	1,486,144
Corrective benefit payments	**12,406**	-
Administrative fees	**3,412**	5,151
Total Deductions	**4,374,971**	1,491,295
Increase (Decrease) in Net Assets Available for Benefits	**(4,058,600)**	2,794,736
Net Assets Available for Benefits, beginning of year	**20,003,393**	17,208,657
Net Assets Available for Benefits, end of year	**$15,944,793**	$20,003,393

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

1. DESCRIPTION OF THE PLAN

The following description of the CRC-Evans Pipeline International, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering virtually all employees of CRC-Evans Pipeline International, Inc. (the "Company") who have met the eligibility requirements. Non-resident aliens, part-time/seasonal workers, and foreign nationals paid by a chartered company in a jurisdiction other than the United States are not eligible to participate in the Plan. Employees of the Company who are age twenty-one or older are eligible to participate in the Plan upon reaching thirty days of employment with the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Prudential Trust Company (the "Trustee") serves as trustee, asset custodian and recordkeeper of the Plan.

Plan Amendments: As further described in Note 6 and below, effective January 1, 2011, the Plan was amended and restated to cease accepting contributions as of June 30, 2011, and provide for the planned termination of the Plan.

Contributions: Through June 30, 2011, participants could contribute to the Plan up to a maximum of $16,500 per year in 2011 and 2010. Participants over the age of 50 were also eligible for an additional annual catch-up contribution of up to $5,500 in 2011 and 2010.

For the six months ended June 30, 2011 and year ended December 31, 2010, the Company matched 100% of the first 3% of each participant's pay contributed to the Plan, plus 50% of the next 2% of each participant's pay contributed to the Plan. The Company could make additional qualified contributions each Plan year at its discretion. The Company made no additional discretionary contributions during 2011 and 2010.

Effective June 30, 2011, the Plan no longer accepted contributions from participants. Participants were given the option of contributing to another plan as discussed in Note 6.

Participants direct the investment of their contributions and employer contributions into various investment options offered by the Plan.

Participant Accounts: Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contribution, and (b) Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant compensation or account balances.

Vesting: Participants are immediately 100% vested in their contributions and employer safe harbor contributions, plus earnings or losses thereon. Accordingly to the plan agreement, employer discretionary contributions plus actual earnings thereon are vested over three years. However, upon the decision to terminate the Plan as discussed in Note 6, participants become 100% vested in all contributions.

Forfeitures: Forfeitures of terminated participants' non-vested accounts are used to offset future employer contributions. At December 31, 2011 and 2010, the Plan had $2,846 and $1, respectively, of forfeitures available to offset future employer contributions. Forfeitures of $160 and $179 were utilized to offset employer contributions during 2011 and 2010, respectively.

Plan Expenses: Certain of the Plan's administrative expenses are paid by the Company. The Company does not seek reimbursement from the Plan for these expenses.

Payment of Benefits: On termination of service, a participant may elect to receive either a lump-sum amount equal to the value of participant's vested interest in his or her account, or installment payments over a specified period of time, not exceeding life expectancy, if the participant's balance is greater than $5,000. The distributions of certain funds held under the Plan are subject to the rules governing joint and survivor annuities. Hardship withdrawals are permitted from the participant's contributions account upon approval from the Plan Administrator.

Participant Loans: Plan provisions permit participants to obtain installment loans from the individual participant's vested account balance. The amount of the loan may not exceed the lesser of 50% of the participant's vested account balance or $50,000. Participants may have no more than two outstanding loans at a time. Loans outstanding at December 31, 2011 and 2010 bear a fixed interest rate ranging from 4.25% - 9.25%.

In connection with obtaining a loan, participants' investments are sold pro-rata in order to fund the loan advances. As participants pay principal and interest on their loans, the payments are allocated to their accounts in accordance with their current investment directives.

Investment Options: Participants may change their investment options daily. Upon enrollment in the Plan, a participant may direct contributions in any investment options offered by the Plan.

Income Tax Status: The Plan has been periodically amended pursuant to the adoption of pre-approved prototype documents provided by Prudential Insurance Company of America. There are certain issues regarding the form and operation of the Plan that are being addressed with the IRS in its Voluntary Compliance Program, as discussed further in Note 9. No provision for income taxes has been included in the Plan's financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Investments: The Plan's investments are stated at fair value as determined by the Trustee. The fair value of mutual funds represents the net asset value of units held by the Plan at year end. See Note 10 for information on the valuation of the stable value fund.

The difference between the fair values at the beginning of the year and the end of the year is reflected as net appreciation or depreciation. Investment transactions are recognized as of the trade date. The loans to participants are stated at cost plus accrued interest, which approximates fair value.

As described in FASB Accounting Standards Codification ("ASC") Topic 962, *Plan Accounting-Defined Contribution Plans*, 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 attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Stable Value Fund investment held by the Plan contains underlying investment contracts that are subject to the requirements of ASC Topic 962; therefore, the statements of net assets available for benefits as of December 31, 2011 and 2010 present the fair value of the Stable Value Fund as well as the adjustment of the Stable Value Fund from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Benefits: Benefits are recorded when paid.

Accounting for Uncertain Tax Positions: ASC Topic 740, *Income Taxes*, requires an entity to recognize a liability for tax positions when there is a 50% or greater likelihood that the position will not be sustained upon examination. As noted above, the Plan qualified under applicable requirements of the Internal Revenue Code and thus the trust is exempt from federal income taxes. The Plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Internal Revenue Code, apart from certain issues being addressed as described in Note 9, which the Plan believes will be resolved and have no adverse impact on its tax status. Thus, there were no liabilities recorded for uncertain tax positions as of December 31, 2011 and 2010.

Subsequent Events: Subsequent events have been evaluated through October 10, 2012, which is the date the financial statements were available to be issued. See Note 6 for discussion of a significant subsequent event.

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 and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Estimated VCP Contribution Receivable: The employer receivable at December 31, 2010 consisted of a contemplated qualified non-elective contribution pursuant to revenue procedure 2008-50. See Note 9 for more information.

3. PLAN INVESTMENTS

The Plan's investments at December 31 that represent 5% or more of the Plan's net assets are as follows:

Investment	**2011**	2010
Prudential Trust Company		
Fundamental Investment Fund	**$1,920,324**	$ 3,116,110
Euro Pacific Growth Fund	**2,430,972**	1,970,749
Frank Small-Mid Cap Growth	**1,046,554**	1,300,805
Growth Fund of America	**1,784,273**	2,494,103
Frank US Government Security	**1,700,953**	1,630,394
Prudential Stable Value Fund	**2,464,663**	2,942,839
Goldman Sachs Small Cap	**806,553**	**
Oppen Developing Mkts	**	1,487,641

** Less than 5% of the Plan's net assets for the applicable year.

4. INFORMATION CERTIFIED BY THE CUSTODIAN

The Plan's investments are held by the Trustee. The Trustee executes investment transactions and makes distributions to the Plan participants. The Trustee has certified the completeness and accuracy of the investment information presented in the accompanying statements of net assets available for benefits and the related statement of changes in net assets available for benefits. The additional schedule of assets held for investment purposes, which is included as supplementary information accompanying these financial statements, has also been certified by the Trustee.

5. PARTY-IN-INTEREST TRANSACTIONS

The Plan invests in units of mutual funds managed by the Trustee. The Trustee is the Plan custodian. Transactions in such investments qualify as party-in-interest transactions which are exempt from the prohibited transaction rules set forth by ERISA.

6. PLAN TERMINATION

The Company was acquired by Stanley Black & Decker, Inc. in 2010. The Company has the right to discontinue employer contributions to the Plan at any time and to terminate the Plan subject to the provisions set forth in ERISA, and communicated its intent to do so effective June 30, 2011. Participants were given the option of contributing to a plan maintained by Stanley Black & Decker, Inc. As of the date through which subsequent events have been evaluated noted in Note 2, participant balances continue to be held in the Plan.

7. 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 participants' account balances and the amounts reported in the statement of net assets available for benefits.

8. FAIR VALUE MEASUREMENTS

ASC Topic 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described below:

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.

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

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

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

Money market fund: Valued at the net asset value ("NAV") of shares held by the Plan at year-end. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is quoted in an active market from recognized exchanges, where applicable, or at cost which approximates market value.

Mutual funds: Valued at the NAV of shares held by the Plan at year-end based on quoted market prices of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares oustanding. The NAV is quoted in an active market.

Common collective trust: Consists of a stable value fund. See Note 10 for information on valuing this investment.

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

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

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Money market funds	$ 177,097	$ -	$ -	$ 177,097
Mutual funds				
Growth funds	5,812,635	-	-	5,812,635
Blended funds	2,762,301	-	-	2,762,301
Income funds	2,143,943	-	-	2,143,943
Value funds	810,671	-	-	810,671
Emerging markets fund	685,269	-	-	685,269
Technology fund	375,339	-	-	375,339
Real estate fund	129,813	-	-	129,813
Common collective trust	-	2,464,663	-	2,464,663
	$12,897,068	$ 2,464,663	$ -	$ 15,361,731

Assets at Fair Value as of December 31, 2010

	Level 1	Level 2	Level 3	Total
Money market funds	$ 547,584	$ -	$ -	$ 547,584
Mutual funds				
Growth funds	6,421,529	-	-	6,421,529
Blended funds	4,443,671	-	-	4,443,671
Income funds	1,857,394	-	-	1,857,394
Value funds	911,344	-	-	911,344
Emerging markets fund	1,487,641	-	-	1,487,641
Technology fund	335,537	-	-	335,537
Real estate fund	237,661	-	-	237,661
Common collective trust	-	2,942,839	-	2,942,839
	$16,242,361	$ 2,942,839	$ -	$ 19,185,200

9. QUALIFIED NONELECTIVE CONTRIBUTION AND OTHER CORRECTION MATTERS

In 2008, the Plan discovered that an inadvertent mistake had been made in determining "compensation" on which 401(k) contributions could be made. The Plan worked to determine the amount of compensation on which it believed that elective deferrals, and related matching contributions, should be made to correct the mistake. On October 13, 2009, it submitted a Voluntary Compliance Program ("VCP") request to the Internal Revenue Service under Rev. Proc. 2008-50. The submission contemplated that the Company, as plan sponsor, would make a Qualified Nonelective Contribution ("QNEC") to the Plan for the benefit of certain current and former participants. The VCP was approved by the Internal Revenue Service on August 13, 2010. In December 2010, the Company made a partial payment of the QNEC in the amount of $316,405 and the remaining $31,552, which was accrued at December 31, 2010, was paid on January 6, 2011. The QNEC payments included missed principal and estimated earnings through the date of payment.

The Plan also discovered that certain participants received distributions without fully complying with rules regarding waiver of qualified joint and survivor annuity and in-service withdrawals. The Plan is in the process of correcting these matters pursuant to the IRS VCP. The cost of correcting these matters will be funded by the Company.

10. STABLE VALUE FUND

The Plan holds investments in the Prudential Stable Value Fund (the "Fund"), which contains underlying investment contracts through participation in the Wells Fargo Stable Return Fund, a common collective trust. The fair value of the Fund is determined by the issuer of the Fund using a combination of readily available most recent market bid prices in the principal markets where such funds and securities are traded, pricing services that use valuation matrices incorporating dealer supplied valuations and valuation models, valuation inputs such as structure of the issue, cash flow assumptions and the value of underlying assets and guarantees. The Fund is not traded on an exchange; however, the fair value is determined based on the underlying investments as traded on an exchange and active markets. This fund is classified as a level 2 investment.

The Fund primarily invests in investment contracts, including traditional guaranteed investment contracts ("GICs") and security-backed contracts issued by insurance companies and other financial institutions. GICs are backed by the general account of the contract issuer. The issuer guarantees that all qualified participant withdrawals will be at contract value (principal plus accrued interest). A security-backed contract is an investment contract issued by an insurance company or other financial institution, backed by a portfolio of bonds. The issuer guarantees that all qualified participant withdrawals will be at contract value.

The estimated fair value of the Fund is net asset value. The use of the net asset value as fair value is deemed appropriate as the Fund does not have a finite life, unfunded commitments relating to these investments, or significant restrictions on redemptions. The net asset value of the Fund is calculated daily and net investment income and realized and unrealized gains on investments are not distributed but rather reinvested and reflected in the net asset value of the fund. Units of the Fund are issued and redeemed at the current net asset value.

The yield earned by the Fund at December 31, 2011 and 2010 was 1.56% and 2.38%, respectively. This represents the annualized earnings of all investments in the Fund, including the earnings recorded at the underlying collective trust funds, divided by the fair value of all investments in the Fund at December 31, 2011 and 2010, respectively.

The yield earned by the Fund with an adjustment to reflect the actual interest rate credited to participants in the Fund at December 31, 2011 and 2010 was 2.33% and 2.90%, respectively. This represents annualized earnings credited to participants in the Fund divided by the fair value of all investments in the Fund at December 31, 2011 and 2010, respectively.

SUPPLEMENTARY INFORMATION

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2010

EIN: 76-0529100
Plan 002

(a)	(b) Identity of Investment	(c) Description of Investment including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Prudential Trust Company			
	Money Mart Assets Fund	Money Market Fund	N/A	$ 177,097
	Jennison Small Co Fund	Mutual Fund	N/A	298,024
	Dryden Global Real Estate	Mutual Fund	N/A	129,814
	Oppen Developing Markets	Mutual Fund	N/A	685,269
	Allianz RCM Tech	Mutual Fund	N/A	375,339
	Eaton Vanc Inco Income Fund	Mutual Fund	N/A	442,990
	FID ADV Leverage Co Stock	Mutual Fund	N/A	284,609
	Fundamental Inv Fund	Mutual Fund	N/A	1,920,324
	Dryden Stock Index Fund	Mutual Fund	N/A	557,369
	Euro Pacific Growth Fund	Mutual Fund	N/A	2,430,972
	Gold Sachs Small Cap Value	Mutual Fund	N/A	806,553
	Jennison Growth Fund	Mutual Fund	N/A	252,810
	Frank Small-Mid Cap Growth	Mutual Fund	N/A	1,046,554
	Growth Fund of America	Mutual Fund	N/A	1,784,273
	Frank US Govt Sec	Mutual Fund	N/A	1,700,953
	Dryden Small Cap Value	Mutual Fund	N/A	4,118
	Stable Value Fund	Common Collection Trust	N/A	2,464,663
*	Participant Loans	Interest rates range from 4.25% to 9.25% (1)	N/A	645,266
				$ 16,006,997

* Party-in-interest

(1) Loans to participants consist of individual loans with maturities of one to five years.

Note: Column (d) is not applicable for participant-directed investments.

See independent auditors' report.

CRC-EVANS PIPELINE INTERNATIONAL, INC.
401(k) PLAN

FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION
WITH INDEPENDENT AUDITORS' REPORT

Years Ended December 31, 2011 and 2010

CRC-EVANS PIPELINE INTERNATIONAL, INC.
401(k) PLAN
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Independent Auditors' Report

The Plan Administrator
CRC-Evans Pipeline international, Inc. 401(k) Plan

We were engaged to audit the accompanying financial statements of CRC-Evans Pipeline International, Inc. 401(k) Plan (the "Plan") as of and for the years ended December 31, 2011 and 2010, and the supplementary information as of December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplementary information are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Prudential Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplementary information. 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, 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 were unable to express, and do not express, an opinion on the accompanying financial statements and 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 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.

Sartain Fischbein + Co.

Tulsa, Oklahoma
October 10, 2012

3010 S Harvard Ave | Ste 400 | Tulsa, OK 74114 | Tel 918 749-6601 | Fax 918 744-1506 | email - firm@sfandco.com | www.sfandco.com

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,	2011	2010
ASSETS		
Cash	$ 253	$ 10,174
Investments, at Fair Value:		
Money market fund	177,097	547,584
Mutual funds	12,719,971	15,694,777
Common collection trust	2,464,663	2,942,839
Total Investments	15,361,731	19,185,200
Receivables:		
Employer contributions	-	31,552
Notes receivable from participants	645,266	839,816
Total Receivables	645,266	871,368
Net Assets Available For Benefits, at Fair Value	$16,007,250	$20,066,742
Adjustment From Fair Value to Contract Value for Fully Benefit-Responsive Stable Value Fund	(62,457)	(63,349)
Net Assets Available For Benefits	$15,944,793	$20,003,393

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

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31,	**2011**	2010
Additions To Net Assets:		
Investment Income:		
Net appreciation (depreciation) in fair value of investments	**$ (908,989)**	$ 2,031,011
Interest and dividends	**221,350**	195,041
Total Investment Income	**(687,639)**	2,226,052
Participant Loan Interest	**34,431**	43,395
Contributions:		
Participants	**668,481**	1,309,348
Employer	**297,398**	689,652
Rollover	**-**	17,584
Other Income	**3,700**	-
Total Contributions	**969,579**	2,016,584
Total Additions	**316,371**	4,286,031
Deductions From Net Assets:		
Benefits paid to participants	**4,359,153**	1,486,144
Corrective benefit payments	**12,406**	-
Administrative fees	**3,412**	5,151
Total Deductions	**4,374,971**	1,491,295
Increase (Decrease) in Net Assets Available for Benefits	**(4,058,600)**	2,794,736
Net Assets Available for Benefits, beginning of year	**20,003,393**	17,208,657
Net Assets Available for Benefits, end of year	**$15,944,793**	$20,003,393

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

1. DESCRIPTION OF THE PLAN

The following description of the CRC-Evans Pipeline International, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering virtually all employees of CRC-Evans Pipeline International, Inc. (the "Company") who have met the eligibility requirements. Non-resident aliens, part-time/seasonal workers, and foreign nationals paid by a chartered company in a jurisdiction other than the United States are not eligible to participate in the Plan. Employees of the Company who are age twenty-one or older are eligible to participate in the Plan upon reaching thirty days of employment with the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Prudential Trust Company (the "Trustee") serves as trustee, asset custodian and recordkeeper of the Plan.

Plan Amendments: As further described in Note 6 and below, effective January 1, 2011, the Plan was amended and restated to cease accepting contributions as of June 30, 2011, and provide for the planned termination of the Plan.

Contributions: Through June 30, 2011, participants could contribute to the Plan up to a maximum of $16,500 per year in 2011 and 2010. Participants over the age of 50 were also eligible for an additional annual catch-up contribution of up to $5,500 in 2011 and 2010.

For the six months ended June 30, 2011 and year ended December 31, 2010, the Company matched 100% of the first 3% of each participant's pay contributed to the Plan, plus 50% of the next 2% of each participant's pay contributed to the Plan. The Company could make additional qualified contributions each Plan year at its discretion. The Company made no additional discretionary contributions during 2011 and 2010.

Effective June 30, 2011, the Plan no longer accepted contributions from participants. Participants were given the option of contributing to another plan as discussed in Note 6.

Participants direct the investment of their contributions and employer contributions into various investment options offered by the Plan.

Participant Accounts: Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contribution, and (b) Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant compensation or account balances.

Vesting: Participants are immediately 100% vested in their contributions and employer safe harbor contributions, plus earnings or losses thereon. Accordingly to the plan agreement, employer discretionary contributions plus actual earnings thereon are vested over three years. However, upon the decision to terminate the Plan as discussed in Note 6, participants become 100% vested in all contributions.

Forfeitures: Forfeitures of terminated participants' non-vested accounts are used to offset future employer contributions. At December 31, 2011 and 2010, the Plan had $2,846 and $1, respectively, of forfeitures available to offset future employer contributions. Forfeitures of $160 and $179 were utilized to offset employer contributions during 2011 and 2010, respectively.

Plan Expenses: Certain of the Plan's administrative expenses are paid by the Company. The Company does not seek reimbursement from the Plan for these expenses.

Payment of Benefits: On termination of service, a participant may elect to receive either a lump-sum amount equal to the value of participant's vested interest in his or her account, or installment payments over a specified period of time, not exceeding life expectancy, if the participant's balance is greater than $5,000. The distributions of certain funds held under the Plan are subject to the rules governing joint and survivor annuities. Hardship withdrawals are permitted from the participant's contributions account upon approval from the Plan Administrator.

Participant Loans: Plan provisions permit participants to obtain installment loans from the individual participant's vested account balance. The amount of the loan may not exceed the lesser of 50% of the participant's vested account balance or $50,000. Participants may have no more than two outstanding loans at a time. Loans outstanding at December 31, 2011 and 2010 bear a fixed interest rate ranging from 4.25% - 9.25%.

In connection with obtaining a loan, participants' investments are sold pro-rata in order to fund the loan advances. As participants pay principal and interest on their loans, the payments are allocated to their accounts in accordance with their current investment directives.

Investment Options: Participants may change their investment options daily. Upon enrollment in the Plan, a participant may direct contributions in any investment options offered by the Plan.

Income Tax Status: The Plan has been periodically amended pursuant to the adoption of pre-approved prototype documents provided by Prudential Insurance Company of America. There are certain issues regarding the form and operation of the Plan that are being addressed with the IRS in its Voluntary Compliance Program, as discussed further in Note 9. No provision for income taxes has been included in the Plan's financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Investments: The Plan's investments are stated at fair value as determined by the Trustee. The fair value of mutual funds represents the net asset value of units held by the Plan at year end. See Note 10 for information on the valuation of the stable value fund.

The difference between the fair values at the beginning of the year and the end of the year is reflected as net appreciation or depreciation. Investment transactions are recognized as of the trade date. The loans to participants are stated at cost plus accrued interest, which approximates fair value.

As described in FASB Accounting Standards Codification ("ASC") Topic 962, *Plan Accounting-Defined Contribution Plans*, 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 attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Stable Value Fund investment held by the Plan contains underlying investment contracts that are subject to the requirements of ASC Topic 962; therefore, the statements of net assets available for benefits as of December 31, 2011 and 2010 present the fair value of the Stable Value Fund as well as the adjustment of the Stable Value Fund from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Benefits: Benefits are recorded when paid.

Accounting for Uncertain Tax Positions: ASC Topic 740, *Income Taxes*, requires an entity to recognize a liability for tax positions when there is a 50% or greater likelihood that the position will not be sustained upon examination. As noted above, the Plan qualified under applicable requirements of the Internal Revenue Code and thus the trust is exempt from federal income taxes. The Plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Internal Revenue Code, apart from certain issues being addressed as described in Note 9, which the Plan believes will be resolved and have no adverse impact on its tax status. Thus, there were no liabilities recorded for uncertain tax positions as of December 31, 2011 and 2010.

Subsequent Events: Subsequent events have been evaluated through October 10, 2012, which is the date the financial statements were available to be issued. See Note 6 for discussion of a significant subsequent event.

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 and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Estimated VCP Contribution Receivable: The employer receivable at December 31, 2010 consisted of a contemplated qualified non-elective contribution pursuant to revenue procedure 2008-50. See Note 9 for more information.

3. PLAN INVESTMENTS

The Plan's investments at December 31 that represent 5% or more of the Plan's net assets are as follows:

Investment	**2011**	2010
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Fundamental Investment Fund	**$1,920,324**	$ 3,116,110
Euro Pacific Growth Fund	**2,430,972**	1,970,749
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Growth Fund of America	**1,784,273**	2,494,103
Frank US Government Security	**1,700,953**	1,630,394
Prudential Stable Value Fund	**2,464,663**	2,942,839
Goldman Sachs Small Cap	**806,553**	**
Oppen Developing Mkts	**	1,487,641

** Less than 5% of the Plan's net assets for the applicable year.

4. INFORMATION CERTIFIED BY THE CUSTODIAN

The Plan's investments are held by the Trustee. The Trustee executes investment transactions and makes distributions to the Plan participants. The Trustee has certified the completeness and accuracy of the investment information presented in the accompanying statements of net assets available for benefits and the related statement of changes in net assets available for benefits. The additional schedule of assets held for investment purposes, which is included as supplementary information accompanying these financial statements, has also been certified by the Trustee.

5. PARTY-IN-INTEREST TRANSACTIONS

The Plan invests in units of mutual funds managed by the Trustee. The Trustee is the Plan custodian. Transactions in such investments qualify as party-in-interest transactions which are exempt from the prohibited transaction rules set forth by ERISA.

6. PLAN TERMINATION

The Company was acquired by Stanley Black & Decker, Inc. in 2010. The Company has the right to discontinue employer contributions to the Plan at any time and to terminate the Plan subject to the provisions set forth in ERISA, and communicated its intent to do so effective June 30, 2011. Participants were given the option of contributing to a plan maintained by Stanley Black & Decker, Inc. As of the date through which subsequent events have been evaluated noted in Note 2, participant balances continue to be held in the Plan.

7. 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 participants' account balances and the amounts reported in the statement of net assets available for benefits.

8. FAIR VALUE MEASUREMENTS

ASC Topic 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described below:

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.

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

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

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

Money market fund: Valued at the net asset value ("NAV") of shares held by the Plan at year-end. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is quoted in an active market from recognized exchanges, where applicable, or at cost which approximates market value.

Mutual funds: Valued at the NAV of shares held by the Plan at year-end based on quoted market prices of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares oustanding. The NAV is quoted in an active market.

Common collective trust: Consists of a stable value fund. See Note 10 for information on valuing this investment.

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

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

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Money market funds	$ 177,097	$ -	$ -	$ 177,097
Mutual funds				
Growth funds	5,812,635	-	-	5,812,635
Blended funds	2,762,301	-	-	2,762,301
Income funds	2,143,943	-	-	2,143,943
Value funds	810,671	-	-	810,671
Emerging markets fund	685,269	-	-	685,269
Technology fund	375,339	-	-	375,339
Real estate fund	129,813	-	-	129,813
Common collective trust	-	2,464,663	-	2,464,663
	$12,897,068	$ 2,464,663	$ -	$ 15,361,731

Assets at Fair Value as of December 31, 2010

	Level 1	Level 2	Level 3	Total
Money market funds	$ 547,584	$ -	$ -	$ 547,584
Mutual funds				
Growth funds	6,421,529	-	-	6,421,529
Blended funds	4,443,671	-	-	4,443,671
Income funds	1,857,394	-	-	1,857,394
Value funds	911,344	-	-	911,344
Emerging markets fund	1,487,641	-	-	1,487,641
Technology fund	335,537	-	-	335,537
Real estate fund	237,661	-	-	237,661
Common collective trust	-	2,942,839	-	2,942,839
	$16,242,361	$ 2,942,839	$ -	$ 19,185,200

9. QUALIFIED NONELECTIVE CONTRIBUTION AND OTHER CORRECTION MATTERS

In 2008, the Plan discovered that an inadvertent mistake had been made in determining "compensation" on which 401(k) contributions could be made. The Plan worked to determine the amount of compensation on which it believed that elective deferrals, and related matching contributions, should be made to correct the mistake. On October 13, 2009, it submitted a Voluntary Compliance Program ("VCP") request to the Internal Revenue Service under Rev. Proc. 2008-50. The submission contemplated that the Company, as plan sponsor, would make a Qualified Nonelective Contribution ("QNEC") to the Plan for the benefit of certain current and former participants. The VCP was approved by the Internal Revenue Service on August 13, 2010. In December 2010, the Company made a partial payment of the QNEC in the amount of $316,405 and the remaining $31,552, which was accrued at December 31, 2010, was paid on January 6, 2011. The QNEC payments included missed principal and estimated earnings through the date of payment.

The Plan also discovered that certain participants received distributions without fully complying with rules regarding waiver of qualified joint and survivor annuity and in-service withdrawals. The Plan is in the process of correcting these matters pursuant to the IRS VCP. The cost of correcting these matters will be funded by the Company.

10. STABLE VALUE FUND

The Plan holds investments in the Prudential Stable Value Fund (the "Fund"), which contains underlying investment contracts through participation in the Wells Fargo Stable Return Fund, a common collective trust. The fair value of the Fund is determined by the issuer of the Fund using a combination of readily available most recent market bid prices in the principal markets where such funds and securities are traded, pricing services that use valuation matrices incorporating dealer supplied valuations and valuation models, valuation inputs such as structure of the issue, cash flow assumptions and the value of underlying assets and guarantees. The Fund is not traded on an exchange; however, the fair value is determined based on the underlying investments as traded on an exchange and active markets. This fund is classified as a level 2 investment.

The Fund primarily invests in investment contracts, including traditional guaranteed investment contracts ("GICs") and security-backed contracts issued by insurance companies and other financial institutions. GICs are backed by the general account of the contract issuer. The issuer guarantees that all qualified participant withdrawals will be at contract value (principal plus accrued interest). A security-backed contract is an investment contract issued by an insurance company or other financial institution, backed by a portfolio of bonds. The issuer guarantees that all qualified participant withdrawals will be at contract value.

The estimated fair value of the Fund is net asset value. The use of the net asset value as fair value is deemed appropriate as the Fund does not have a finite life, unfunded commitments relating to these investments, or significant restrictions on redemptions. The net asset value of the Fund is calculated daily and net investment income and realized and unrealized gains on investments are not distributed but rather reinvested and reflected in the net asset value of the fund. Units of the Fund are issued and redeemed at the current net asset value.

The yield earned by the Fund at December 31, 2011 and 2010 was 1.56% and 2.38%, respectively. This represents the annualized earnings of all investments in the Fund, including the earnings recorded at the underlying collective trust funds, divided by the fair value of all investments in the Fund at December 31, 2011 and 2010, respectively.

The yield earned by the Fund with an adjustment to reflect the actual interest rate credited to participants in the Fund at December 31, 2011 and 2010 was 2.33% and 2.90%, respectively. This represents annualized earnings credited to participants in the Fund divided by the fair value of all investments in the Fund at December 31, 2011 and 2010, respectively.

SUPPLEMENTARY INFORMATION

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2010

EIN: 76-0529100
Plan 002

(a)	(b) Identity of Investment	(c) Description of Investment including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Prudential Trust Company			
	Money Mart Assets Fund	Money Market Fund	N/A	$ 177,097
	Jennison Small Co Fund	Mutual Fund	N/A	298,024
	Dryden Global Real Estate	Mutual Fund	N/A	129,814
	Oppen Developing Markets	Mutual Fund	N/A	685,269
	Allianz RCM Tech	Mutual Fund	N/A	375,339
	Eaton Vanc Inco Income Fund	Mutual Fund	N/A	442,990
	FID ADV Leverage Co Stock	Mutual Fund	N/A	284,609
	Fundamental Inv Fund	Mutual Fund	N/A	1,920,324
	Dryden Stock Index Fund	Mutual Fund	N/A	557,369
	Euro Pacific Growth Fund	Mutual Fund	N/A	2,430,972
	Gold Sachs Small Cap Value	Mutual Fund	N/A	806,553
	Jennison Growth Fund	Mutual Fund	N/A	252,810
	Frank Small-Mid Cap Growth	Mutual Fund	N/A	1,046,554
	Growth Fund of America	Mutual Fund	N/A	1,784,273
	Frank US Govt Sec	Mutual Fund	N/A	1,700,953
	Dryden Small Cap Value	Mutual Fund	N/A	4,118
	Stable Value Fund	Common Collection Trust	N/A	2,464,663
*	Participant Loans	Interest rates range from 4.25% to 9.25% (1)	N/A	645,266
				$ 16,006,997

* Party-in-interest

(1) Loans to participants consist of individual loans with maturities of one to five years.

Note: Column (d) is not applicable for participant-directed investments.

See independent auditors' report.

CRC-EVANS PIPELINE INTERNATIONAL, INC.
401(k) PLAN

FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION
WITH INDEPENDENT AUDITORS' REPORT

Years Ended December 31, 2011 and 2010

CRC-EVANS PIPELINE INTERNATIONAL, INC.
401(k) PLAN
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Independent Auditors' Report

The Plan Administrator
CRC-Evans Pipeline international, Inc. 401(k) Plan

We were engaged to audit the accompanying financial statements of CRC-Evans Pipeline International, Inc. 401(k) Plan (the "Plan") as of and for the years ended December 31, 2011 and 2010, and the supplementary information as of December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplementary information are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Prudential Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplementary information. 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, 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 were unable to express, and do not express, an opinion on the accompanying financial statements and 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 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.

Sartain Fischbein + Co.

Tulsa, Oklahoma
October 10, 2012

3010 S Harvard Ave | Ste 400 | Tulsa, OK 74114 | Tel 918 749-6601 | Fax 918 744-1506 | email - firm@sfandco.com | www.sfandco.com

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,	2011	2010
ASSETS		
Cash	$ 253	$ 10,174
Investments, at Fair Value:		
Money market fund	177,097	547,584
Mutual funds	12,719,971	15,694,777
Common collection trust	2,464,663	2,942,839
Total Investments	15,361,731	19,185,200
Receivables:		
Employer contributions	-	31,552
Notes receivable from participants	645,266	839,816
Total Receivables	645,266	871,368
Net Assets Available For Benefits, at Fair Value	$16,007,250	$20,066,742
Adjustment From Fair Value to Contract Value for Fully Benefit-Responsive Stable Value Fund	(62,457)	(63,349)
Net Assets Available For Benefits	$15,944,793	$20,003,393

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

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31,	**2011**	2010
Additions To Net Assets:		
Investment Income:		
Net appreciation (depreciation) in fair value of investments	**$ (908,989)**	$ 2,031,011
Interest and dividends	**221,350**	195,041
Total Investment Income	**(687,639)**	2,226,052
Participant Loan Interest	**34,431**	43,395
Contributions:		
Participants	**668,481**	1,309,348
Employer	**297,398**	689,652
Rollover	**-**	17,584
Other Income	**3,700**	-
Total Contributions	**969,579**	2,016,584
Total Additions	**316,371**	4,286,031
Deductions From Net Assets:		
Benefits paid to participants	**4,359,153**	1,486,144
Corrective benefit payments	**12,406**	-
Administrative fees	**3,412**	5,151
Total Deductions	**4,374,971**	1,491,295
Increase (Decrease) in Net Assets Available for Benefits	**(4,058,600)**	2,794,736
Net Assets Available for Benefits, beginning of year	**20,003,393**	17,208,657
Net Assets Available for Benefits, end of year	**$15,944,793**	$20,003,393

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

1. DESCRIPTION OF THE PLAN

The following description of the CRC-Evans Pipeline International, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering virtually all employees of CRC-Evans Pipeline International, Inc. (the "Company") who have met the eligibility requirements. Non-resident aliens, part-time/seasonal workers, and foreign nationals paid by a chartered company in a jurisdiction other than the United States are not eligible to participate in the Plan. Employees of the Company who are age twenty-one or older are eligible to participate in the Plan upon reaching thirty days of employment with the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Prudential Trust Company (the "Trustee") serves as trustee, asset custodian and recordkeeper of the Plan.

Plan Amendments: As further described in Note 6 and below, effective January 1, 2011, the Plan was amended and restated to cease accepting contributions as of June 30, 2011, and provide for the planned termination of the Plan.

Contributions: Through June 30, 2011, participants could contribute to the Plan up to a maximum of $16,500 per year in 2011 and 2010. Participants over the age of 50 were also eligible for an additional annual catch-up contribution of up to $5,500 in 2011 and 2010.

For the six months ended June 30, 2011 and year ended December 31, 2010, the Company matched 100% of the first 3% of each participant's pay contributed to the Plan, plus 50% of the next 2% of each participant's pay contributed to the Plan. The Company could make additional qualified contributions each Plan year at its discretion. The Company made no additional discretionary contributions during 2011 and 2010.

Effective June 30, 2011, the Plan no longer accepted contributions from participants. Participants were given the option of contributing to another plan as discussed in Note 6.

Participants direct the investment of their contributions and employer contributions into various investment options offered by the Plan.

Participant Accounts: Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contribution, and (b) Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant compensation or account balances.

Vesting: Participants are immediately 100% vested in their contributions and employer safe harbor contributions, plus earnings or losses thereon. Accordingly to the plan agreement, employer discretionary contributions plus actual earnings thereon are vested over three years. However, upon the decision to terminate the Plan as discussed in Note 6, participants become 100% vested in all contributions.

Forfeitures: Forfeitures of terminated participants' non-vested accounts are used to offset future employer contributions. At December 31, 2011 and 2010, the Plan had $2,846 and $1, respectively, of forfeitures available to offset future employer contributions. Forfeitures of $160 and $179 were utilized to offset employer contributions during 2011 and 2010, respectively.

Plan Expenses: Certain of the Plan's administrative expenses are paid by the Company. The Company does not seek reimbursement from the Plan for these expenses.

Payment of Benefits: On termination of service, a participant may elect to receive either a lump-sum amount equal to the value of participant's vested interest in his or her account, or installment payments over a specified period of time, not exceeding life expectancy, if the participant's balance is greater than $5,000. The distributions of certain funds held under the Plan are subject to the rules governing joint and survivor annuities. Hardship withdrawals are permitted from the participant's contributions account upon approval from the Plan Administrator.

Participant Loans: Plan provisions permit participants to obtain installment loans from the individual participant's vested account balance. The amount of the loan may not exceed the lesser of 50% of the participant's vested account balance or $50,000. Participants may have no more than two outstanding loans at a time. Loans outstanding at December 31, 2011 and 2010 bear a fixed interest rate ranging from 4.25% - 9.25%.

In connection with obtaining a loan, participants' investments are sold pro-rata in order to fund the loan advances. As participants pay principal and interest on their loans, the payments are allocated to their accounts in accordance with their current investment directives.

Investment Options: Participants may change their investment options daily. Upon enrollment in the Plan, a participant may direct contributions in any investment options offered by the Plan.

Income Tax Status: The Plan has been periodically amended pursuant to the adoption of pre-approved prototype documents provided by Prudential Insurance Company of America. There are certain issues regarding the form and operation of the Plan that are being addressed with the IRS in its Voluntary Compliance Program, as discussed further in Note 9. No provision for income taxes has been included in the Plan's financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Investments: The Plan's investments are stated at fair value as determined by the Trustee. The fair value of mutual funds represents the net asset value of units held by the Plan at year end. See Note 10 for information on the valuation of the stable value fund.

The difference between the fair values at the beginning of the year and the end of the year is reflected as net appreciation or depreciation. Investment transactions are recognized as of the trade date. The loans to participants are stated at cost plus accrued interest, which approximates fair value.

As described in FASB Accounting Standards Codification ("ASC") Topic 962, *Plan Accounting-Defined Contribution Plans*, 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 attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Stable Value Fund investment held by the Plan contains underlying investment contracts that are subject to the requirements of ASC Topic 962; therefore, the statements of net assets available for benefits as of December 31, 2011 and 2010 present the fair value of the Stable Value Fund as well as the adjustment of the Stable Value Fund from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Benefits: Benefits are recorded when paid.

Accounting for Uncertain Tax Positions: ASC Topic 740, *Income Taxes*, requires an entity to recognize a liability for tax positions when there is a 50% or greater likelihood that the position will not be sustained upon examination. As noted above, the Plan qualified under applicable requirements of the Internal Revenue Code and thus the trust is exempt from federal income taxes. The Plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Internal Revenue Code, apart from certain issues being addressed as described in Note 9, which the Plan believes will be resolved and have no adverse impact on its tax status. Thus, there were no liabilities recorded for uncertain tax positions as of December 31, 2011 and 2010.

Subsequent Events: Subsequent events have been evaluated through October 10, 2012, which is the date the financial statements were available to be issued. See Note 6 for discussion of a significant subsequent event.

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 and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Estimated VCP Contribution Receivable: The employer receivable at December 31, 2010 consisted of a contemplated qualified non-elective contribution pursuant to revenue procedure 2008-50. See Note 9 for more information.

3. PLAN INVESTMENTS

The Plan's investments at December 31 that represent 5% or more of the Plan's net assets are as follows:

Investment	**2011**	2010
Prudential Trust Company		
Fundamental Investment Fund	**$1,920,324**	$ 3,116,110
Euro Pacific Growth Fund	**2,430,972**	1,970,749
Frank Small-Mid Cap Growth	**1,046,554**	1,300,805
Growth Fund of America	**1,784,273**	2,494,103
Frank US Government Security	**1,700,953**	1,630,394
Prudential Stable Value Fund	**2,464,663**	2,942,839
Goldman Sachs Small Cap	**806,553**	**
Oppen Developing Mkts	**	1,487,641

** Less than 5% of the Plan's net assets for the applicable year.

4. INFORMATION CERTIFIED BY THE CUSTODIAN

The Plan's investments are held by the Trustee. The Trustee executes investment transactions and makes distributions to the Plan participants. The Trustee has certified the completeness and accuracy of the investment information presented in the accompanying statements of net assets available for benefits and the related statement of changes in net assets available for benefits. The additional schedule of assets held for investment purposes, which is included as supplementary information accompanying these financial statements, has also been certified by the Trustee.

5. PARTY-IN-INTEREST TRANSACTIONS

The Plan invests in units of mutual funds managed by the Trustee. The Trustee is the Plan custodian. Transactions in such investments qualify as party-in-interest transactions which are exempt from the prohibited transaction rules set forth by ERISA.

6. PLAN TERMINATION

The Company was acquired by Stanley Black & Decker, Inc. in 2010. The Company has the right to discontinue employer contributions to the Plan at any time and to terminate the Plan subject to the provisions set forth in ERISA, and communicated its intent to do so effective June 30, 2011. Participants were given the option of contributing to a plan maintained by Stanley Black & Decker, Inc. As of the date through which subsequent events have been evaluated noted in Note 2, participant balances continue to be held in the Plan.

7. 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 participants' account balances and the amounts reported in the statement of net assets available for benefits.

8. FAIR VALUE MEASUREMENTS

ASC Topic 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described below:

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.

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

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

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

Money market fund: Valued at the net asset value ("NAV") of shares held by the Plan at year-end. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is quoted in an active market from recognized exchanges, where applicable, or at cost which approximates market value.

Mutual funds: Valued at the NAV of shares held by the Plan at year-end based on quoted market prices of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares oustanding. The NAV is quoted in an active market.

Common collective trust: Consists of a stable value fund. See Note 10 for information on valuing this investment.

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

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

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Money market funds	$ 177,097	$ -	$ -	$ 177,097
Mutual funds				
Growth funds	5,812,635	-	-	5,812,635
Blended funds	2,762,301	-	-	2,762,301
Income funds	2,143,943	-	-	2,143,943
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	$16,242,361	$ 2,942,839	$ -	$ 19,185,200

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The yield earned by the Fund at December 31, 2011 and 2010 was 1.56% and 2.38%, respectively. This represents the annualized earnings of all investments in the Fund, including the earnings recorded at the underlying collective trust funds, divided by the fair value of all investments in the Fund at December 31, 2011 and 2010, respectively.

The yield earned by the Fund with an adjustment to reflect the actual interest rate credited to participants in the Fund at December 31, 2011 and 2010 was 2.33% and 2.90%, respectively. This represents annualized earnings credited to participants in the Fund divided by the fair value of all investments in the Fund at December 31, 2011 and 2010, respectively.

SUPPLEMENTARY INFORMATION

CRC - EVANS PIPELINE INTERNATIONAL, INC. 401(k) PLAN
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2010

EIN: 76-0529100
Plan 002

(a)	(b) Identity of Investment	(c) Description of Investment including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
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	Dryden Small Cap Value	Mutual Fund	N/A	4,118
	Stable Value Fund	Common Collection Trust	N/A	2,464,663
*	Participant Loans	Interest rates range from 4.25% to 9.25% (1)	N/A	645,266
				$ 16,006,997

* Party-in-interest

(1) Loans to participants consist of individual loans with maturities of one to five years.

Note: Column (d) is not applicable for participant-directed investments.

See independent auditors' report.