

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2011
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>PENSION PLAN FOR EMPLOYEES OF LISTA INTERNATIONAL CORPORATION</u>	1b Three-digit plan number (PN) ► <u>001</u> 1c Effective date of plan <u>01/01/1979</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>LISTA INTERNATIONAL CORPORATION</u> <u>106 LOWLAND STREET</u> <u>HOLLISTON, MA 01746</u>	2b Employer Identification Number (EIN) <u>04-2440593</u> 2c Sponsor's telephone number <u>508-429-1350</u> 2d Business code (see instructions) <u>332900</u>

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

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

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/15/2012</u>	<u>DEBORAH CANTY</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2011)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") LISTA INTERNATIONAL CORPORATION 106 LOWLAND STREET HOLLISTON, MA 01746	3b Administrator's EIN 04-2440593 3c Administrator's telephone number 508-429-1350
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	296
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	149
b Retired or separated participants receiving benefits.....	6b	26
c Other retired or separated participants entitled to future benefits.....	6c	116
d Subtotal. Add lines 6a , 6b , and 6c	6d	291
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	5
f Total. Add lines 6d and 6e	6f	296
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

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

1A 1G 1I 3H

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

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance	(1) ☐ Insurance
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts
(3) ☒ Trust	(3) ☒ Trust
(4) ☐ General assets of the sponsor	(4) ☐ General assets of the sponsor

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

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)

(2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary

(3) ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1)** ☒ **H** (Financial Information)
(2) ☐ **I** (Financial Information – Small Plan)
(3) ☐ 0 **A** (Insurance Information)
(4) ☐ **C** (Service Provider Information)
(5) ☒ **D** (DFE/Participating Plan Information)
(6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

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

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

A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF LISTA INTERNATIONAL CORPORATION</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>LISTA INTERNATIONAL CORPORATION</u>	D Employer Identification Number (EIN) <u>04-2440593</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I	Basic Information
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2011</u>
2	Assets:
a	Market value 2a <u>8222534</u>
b	Actuarial value 2b <u>8222534</u>
3	Funding target/participant count breakdown:
	(1) Number of participants (2) Funding Target
a	For retired participants and beneficiaries receiving payment 3a <u>29</u> <u>2034983</u>
b	For terminated vested participants 3b <u>107</u> <u>2564127</u>
c	For active participants:
(1)	Non-vested benefits 3c(1) <u>0</u>
(2)	Vested benefits 3c(2) <u>5532119</u>
(3)	Total active 3c(3) <u>160</u> <u>5532119</u>
d	Total 3d <u>296</u> <u>10131229</u>
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐
a	Funding target disregarding prescribed at-risk assumptions 4a
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor 4b
5	Effective interest rate 5 <u>6.08 %</u>
6	Target normal cost 6 <u>35</u>

Statement by Enrolled Actuary

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

SIGN HERE	<u>09/22/2012</u>
Signature of actuary	Date
<u>JEAN M. WILSON</u>	<u>11-05445</u>
Type or print name of actuary	Most recent enrollment number
<u>THE ANGELL PENSION GROUP, INC.</u>	<u>401-438-9250</u>
Firm name	Telephone number (including area code)
<u>88 BOYD AVENUE</u> <u>EAST PROVIDENCE, RI 02914-1202</u>	
Address of the firm	

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

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

Schedule SB (Form 5500) 2011
v.012611

Part II		Beginning of year carryover and prefunding balances	
		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	17214
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	17177
9	Amount remaining (line 7 minus line 8)	0	37
10	Interest on line 9 using prior year's actual return of <u>6.14</u> %	0	2
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>6.66</u> % except as otherwise provided (see instructions)		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	39

Part III		Funding percentages	
14	Funding target attainment percentage	14	81.15 %
15	Adjusted funding target attainment percentage	15	81.15 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	80.99 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV		Contributions and liquidity shortfalls	
18 Contributions made to the plan for the plan year by employer(s) and employees:			
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	
04/14/2011	74595	0	
07/15/2011	74595	0	
10/14/2011	74595	0	
01/17/2012	74595	0	
09/14/2012	815000	0	
Totals ▶		18(b)	1113380
		18(c)	0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a	Contributions allocated toward unpaid minimum required contributions from prior years.	19a 0
b	Contributions made to avoid restrictions adjusted to valuation date	19b 0
c	Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 1023999
20	Quarterly contributions and liquidity shortfalls:	
a	Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b	If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☒ No
c	If 20a is "Yes," see instructions and complete the following table as applicable:	

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

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

21 Discount rate:				
a Segment rates:	1st segment: 2.94%	2nd segment: 5.82%	3rd segment: 6.46 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 0
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☒ Prescribed - combined ☐ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	35	
b Excess assets, if applicable, but not greater than 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	1908734	358955	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	358990	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	358990	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	1023999	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	665009	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

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

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

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF LISTA INTERNATIONAL CORPORATION</u>	B Three-digit plan number (PN)	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>LISTA INTERNATIONAL CORPORATION</u>	D Employer Identification Number (EIN) <u>04-2440593</u>	

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

b Name of sponsor of entity listed in (a): BANK OF AMERICA (FORMERLY FLEET BANK)

c EIN-PN <u>04-3398295-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>412182</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection
For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>		
A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF LISTA INTERNATIONAL CORPORATION</u>		B Three-digit plan number (PN) ► <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LISTA INTERNATIONAL CORPORATION</u>		D Employer Identification Number (EIN) <u>04-2440593</u>

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	291406	889595
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	11119	9851
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	499574	280661
(2) U.S. Government securities.....	1c(2)	337730	289657
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	32700	32901
(B) All other.....	1c(3)(B)	46250	51250
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	3535971	2136465
(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)		
(9) Value of interest in common/collective trusts.....	1c(9)	388129	412182
(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)	3092253	4959958
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(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	8235132	9062520

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 through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	8235132	9062520
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	1113380	
(B) Participants	2a(1)(B)		
(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)		1113380
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	4	
(B) U.S. Government securities	2b(1)(B)	11302	
(C) Corporate debt instruments	2b(1)(C)	1450	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		12756
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	52111	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	121394	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		173505
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	4589904	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	4503299	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		86605

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	-87711	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-87711
(6) Net investment gain (loss) from common/collective trusts	2b(6)		24053
(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)		-270672
c Other income.....	2c		4307
d Total income. Add all income amounts in column (b) and enter total.....	2d		1056223

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	229020	
(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)		229020
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	-185	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		-185
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		228835

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		827388
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) ☒ Disclaimer (4) ☐ Adverse

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

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

(1) Name: MCGLADREY LLP

(2) EIN: 42-0174325

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

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

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF LISTA INTERNATIONAL CORPORATION</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LISTA INTERNATIONAL CORPORATION</u>	D Employer Identification Number (EIN) <u>04-2440593</u>

Part I	Distributions
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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	<u>0</u>
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): <u>04-2477499</u>		
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	<u>6</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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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
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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.
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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): _____

Pension Plan for Employees of Lista International Corporation

**Financial Statements
and
Supplemental Schedules**

December 31, 2011 and 2010

Pension Plan for Employees of Lista International Corporation

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES December 31, 2011 and 2010

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INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator
Pension Plan for Employees of Lista International Corporation
Holliston, Massachusetts

We were engaged to audit the accompanying statements of net assets available for benefits of the Pension Plan for Employees of Lista International Corporation (the "Plan") as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years then ended and the statement of accumulated plan benefits as of December 31, 2010, and the related statement of changes in accumulated plan benefits for the year then ended, and supplemental schedules of (a) Schedule H, Part IV, item 4i - Schedule of Assets (Held at End of Year), and (b) Schedule H, Part IV, item 4j - Schedule of Reportable Transactions as of or for the year ended December 31, 2011. These financial statements and supplemental schedules are the responsibility of the Plan's administrator.

As permitted by 29 CFR 2520.103-8 of the United States 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 5, which was certified or provided by Bank of America, N.A., the trustee of the Plan, except for comparing this information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan Administrator that the trustee holds the Plan's assets and executes transactions. The Plan Administrator has obtained certifications from the trustee regarding the completeness and accuracy of the information summarized in Note 5 that was provided to the Plan Administrator by the trustee as of and for the years ended December 31, 2011 and 2010.

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

McGladrey LLP

October 12, 2012
Boston, Massachusetts

Pension Plan for Employees of Lista International Corporation

Statements of Net Assets Available for Benefits
December 31, 2011 and 2010

	2011	2010
ASSETS		
Investments, at fair value		
Corporate stocks	\$ 2,136,465	\$ 3,535,971
Exchange traded funds	247,179	-
Mutual funds	4,712,779	3,092,253
Corporate bonds	84,151	78,950
US government securities	289,657	337,730
Money market fund	280,661	499,574
Common/collective trust fund	412,182	388,129
	<u>8,163,074</u>	<u>7,932,607</u>
Receivables:		
Interest receivable	9,851	11,119
Employer contribution receivable	889,595	291,406
Total receivables	<u>899,446</u>	<u>302,525</u>
Net assets available for benefits	<u>\$ 9,062,520</u>	<u>\$ 8,235,132</u>

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

Pension Plan for Employees of Lista International Corporation

Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2011 and 2010

	2011	2010
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (297,455)	\$ 681,466
Interest and dividends	240,297	173,092
	<u>(57,158)</u>	<u>854,558</u>
Contributions:		
Employer contributions	<u>1,113,380</u>	<u>311,896</u>
	1,056,222	1,166,454
Deductions from net assets attributed to:		
Benefits paid to participants	<u>228,834</u>	<u>200,335</u>
	827,388	966,119
Net assets available for benefits:		
Beginning of year	<u>8,235,132</u>	<u>7,269,013</u>
End of year	<u>\$ 9,062,520</u>	<u>\$ 8,235,132</u>

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

Pension Plan for Employees of Lista International Corporation

Statement of Accumulated Plan Benefits

December 31, 2010

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving payments	\$ 2,034,983
Other vested participants	<u>8,096,246</u>
Total vested benefits	10,131,229

Nonvested benefits

-

Total actuarial present value of accumulated plan benefits	<u><u>\$ 10,131,229</u></u>
--	-----------------------------

Pension Plan for Employees of Lista International Corporation

Statement of Changes in Accumulated Plan Benefits
Year Ended December 31, 2010

Actuarial present value of accumulated plan benefits:

Beginning of year	\$ 8,953,904
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Increase (decrease) during the year attributable to:

Benefits paid	(200,335)
Benefits accumulated and actuarial gains and losses	(32,715)
Increase for interest due to decrease in the discount period	589,104
Changes in actuarial assumptions	821,271
Net increase	<u>1,177,325</u>

Actuarial present value of accumulated plan benefits:

End of year	<u>\$ 10,131,229</u>
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Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

1. DESCRIPTION OF PLAN

The following description of the Pension Plan for Employees of Lista International Corporation (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 noncontributory defined benefit plan covering all eligible employees of Lista International Corporation (the "Company") who have completed one year of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Amendments

The Plan was effective January 1, 1979. On June 14, 2004, the Plan was amended so that effective August 1, 2004, all future benefit accruals ceased. The Plan was also amended through July 1, 2007 to comply with required changes in the law and other changes.

Eligibility

Employees with five or more years of service are entitled to annual pension benefits beginning at normal retirement age of 65. On June 14, 2004, the Plan was amended so that effective August 1, 2004, no additional employees are eligible to become participants in the Plan.

Pension Benefits

Eligible employees are entitled to annual pension benefits, which are payable upon normal retirement age of 65, but not prior to 100% vesting which occurs after five years of credited service. Employees with five or more years of service are entitled to annual pension benefits beginning at normal retirement age (65) equal to 1.5% of their Average Annual Earnings minus the lesser of (a) .65% of Final Average Compensation and (b) .75% of Average Annual Earnings, limited to Final Average Compensation, multiplied by their years of credited service, to a maximum of thirty years. Average Annual Earnings means the average of the participant's W-2 earnings during the highest five consecutive Plan Years during the participant's career. Final Average Compensation means the average of the participant's W-2 earnings for the three consecutive year period ending on the December 31 of the Plan Year coincident with or preceding the participant's termination of employment. The Plan permits early retirement at ages 55-64. Employees may elect to receive their pension benefits in the form of a joint and survivor annuity. If employees terminate before rendering 5 years of service, they forfeit the right to receive the portion of their accumulated Plan benefits attributable to the Company's contributions.

Death Benefits

If an active employee dies after they have attained their earliest retirement age and has accumulated ten years of service, 50% of the benefits under a 50% joint and survivor benefit would be paid to the member's spouse. Retirement benefits would be determined as of the date of death.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting.

Use of Estimates

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements.

Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump sum distributions, that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are based on employees' compensation during their highest five consecutive years of credited service prior to the earlier of (1) the participants termination of service or (2) termination of the Plan. The accumulated plan benefits for active employees are also based on their average compensation during their highest consecutive five years of service as of the valuation date. Benefits payable under all circumstances – retirement, death, and termination of employment – are included, to the extent they are deemed attributable to employee service rendered to the valuation date. Benefits to be provided via annuity contracts excluded from plan assets are excluded from accumulated plan benefits.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

2. SIGNIFICANT ACCOUNTING POLICIES...continued

Actuarial Present Value of Accumulated Plan Benefits...continued

The actuarial present value of accumulated plan benefits is determined by an actuary from The Angell Pension Group, Inc. and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The actuarial valuation was performed as of January 1, 2011. There were no significant differences between December 31, 2010 and January 1, 2011 which would cause the actuarial valuation not to be representative as of December 31, 2010. The significant actuarial assumptions used in the valuations as of January 1, 2011 were (a) life expectancy of participants using the Internal Revenue Service ("IRS") 2011 P.V.M Optional Combined Table and the IRS 2011 P.V.F Optional Combined Table, (b) retirement age assumptions (the assumed average retirement age was 65), and (c) investment return of 6.14%. The January 1, 2011 valuation included mandated discount rates of 2.94% for segment 1, 5.82% for segment 2, and 6.46% for segment 3, with an effective interest rate of 6.08%.

During 2010, accumulated plan benefits increased due to changes in actuarial assumptions. The changes in actuarial assumptions included a decrease in the effective rate of interest. The January 1, 2010 valuation included an effective interest rate of 6.66%.

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

Funding Policy

Contributions to provide benefits under the Plan are made solely by the Company. As of August 1, 2004 participation in the Plan has been frozen and as a result, benefits accrued as of such a date are frozen, and no further benefits are provided based upon service or compensation after such date. The Company's funding policy is to make annual contributions to the plan in amounts such that all employees' benefits will be fully provided for by the time they retire. Additional employer contributions may be required based upon the results of annual actuarial valuations. The Company's contributions for 2011 and 2010 met the ERISA minimum funding requirements.

Administrative Expenses

Administrative expenses are borne by the Company and, thus, are not included in the financial statements of the Plan.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

2. SIGNIFICANT ACCOUNTING POLICIES...continued

Income Taxes

GAAP requires Plan management to evaluate tax positions taken by the Plan. Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require revenue recognition or disclosure in the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2008.

Recently Adopted Accounting Pronouncements

In January 2010, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2010-06 *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements*, which required new disclosures about transfers of financial assets and liabilities between Levels 1 and 2. ASU 2010-06 also clarified that fair value measurement disclosures are required for each class of financial assets and liabilities, and disclosures about inputs and valuation techniques are required for both Level 2 and Level 3 measurements. These requirements were implemented in 2010. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlements instead of netting these changes. The guidance related to Level 3 reconciliation measurements is effective for periods beginning on or after December 15, 2010, and has been adopted for the year ended December 31, 2011. There was not a significant impact to the financial statements.

Recently Issued Accounting Pronouncements

In May 2011, the FASB issued ASU 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRS*. ASU 2011-04 amended ASC 820, "Fair Value Measurement", to converge the fair value measurement guidance in GAAP and International Financial Reporting Standards ("IFRS"). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. Plan management is currently evaluating the effect that the provisions of ASU 2011-04 will have on the Plan's financial statements.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

3. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event that the Plan is terminated, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- (a) Benefits attributable to participant contributions or rollovers, if any, under any prior plan, taking into account those paid out before termination.
- (b) Retirement benefits of retired participants and beneficiaries.
- (c) All other benefits insured by the Pension Benefit Guaranty Corporation ("PBGC"), a U.S. governmental agency.
- (d) All other vested benefits (that is, vested benefits not insured by the PBGC).
- (e) All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefits protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount an individual's monthly benefit that the PBGC guarantees. For Plan terminations occurring during 2011, that ceiling is \$4,500 per month. That ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward.

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

4. INVESTMENTS

The following presents investments that represent five percent or more of the Plan's net assets at December 31, 2011 and 2010:

	2011	2010
Mutual Funds:		
Pimco Total Return Fund Institutional	\$ 972,582	\$ 679,414
Columbia Select Large Cap Growth	685,076	*
Columbia Short Term Bond Fund	677,725	682,537
Columbia Dividend Income Fund	624,731	*
Money Market Fund:		
Federated US Treasury Cash Reserves #125	*	499,574

* The fund represented less than 5% of net assets available for benefits at the end of the respective years.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

4. INVESTMENTS...continued

During the years ended December 31, 2011 and 2010, the plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value by (\$297,455) and \$681,466, respectively, as follows:

	<u>2011</u>	<u>2010</u>
Corporate stocks	\$ 42,853	\$ 369,917
Mutual funds	(320,401)	274,002
Exchange traded funds	(51,088)	-
Corporate bonds	5,201	9,289
US government securities	1,927	4,835
Common/collective trust fund	<u>24,053</u>	<u>23,423</u>
	<u>\$ (297,455)</u>	<u>\$ 681,466</u>

5. INFORMATION CERTIFIED AND PROVIDED BY BANK OF AMERICA

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

	<u>2011</u>	<u>2010</u>
Investments, at fair value	<u>\$ 8,163,074</u>	<u>\$ 7,932,607</u>
Interest receivable	<u>\$ 9,851</u>	<u>\$ 11,119</u>

Bank of America, N.A. also certified to the completeness and accuracy of \$297,455 of net depreciation in fair value of investments and \$240,297 of interest and dividends related to the aforementioned assets for the year ended December 31, 2011 and \$681,466 in net appreciation of fair value in investments and \$173,092 interest and dividends related to the aforementioned assets for the year ended December 31, 2010.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

6. FAIR VALUE MEASUREMENTS

GAAP 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 measurement), a lower priority to significant other observable inputs (level 2 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 method include:

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

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

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

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

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

Corporate Stocks and Exchange Traded Funds

Securities traded on a national securities exchange (or reported on the NASDAQ national market) are stated at the last reported sales price on the day of valuation. To the extent these securities are actively traded and valuation adjustments are not applied, they are categorized in level 1 of the fair value hierarchy.

Mutual Funds

Fair value of shares of mutual funds represent the net asset value ("NAV") of such shares as of the close of business at the end of the plan year based on quoted active market prices of the underlying investments. These securities are categorized as Level 2 as the buying and selling of shares are restricted to certain institutional investors.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

6. FAIR VALUE MEASUREMENTS...continued

Corporate Bonds

Corporate bonds are valued based on yields currently available on comparable securities of issuers with similar ratings. When quoted prices are not available for identical or similar bonds, the bond is valued under a discounted cash flows approach that maximized observable inputs such as current yields of similar instruments but includes adjustments for certain risks that may not be observable such as credit and liquidity risks. As such, these securities are categorized as Level 2.

U.S. Government Securities

Valued at the closing price reported in the active market in which the individual security is traded. These securities are categorized as Level 1 as they are actively traded.

Money Market Fund

Fair value of shares of the money market fund represents the NAV of such shares as of the close of business at the end of the plan year based on quoted active market prices of the underlying investments. These securities are categorized as Level 1 as they are actively traded.

Common/Collective Trust Fund

Investments in the common/collective trust funds are valued at the estimated fair value based on the fair value of the underlying assets of the fund as based on information reported in the fund's audited financial statements at year end. Underlying asset-backed and mortgage-backed securities are generally valued by pricing services, which utilize pricing models that incorporate the securities' cash flow and loan performance data. These models also take into account available market data, including trades, market quotations, and benchmark yield curves for identical or similar securities. Factors used to identify similar securities may include, but not limited to, issuer, collateral type, vintage, prepayment speeds, collateral performance, credit ratings, credit enhancement and expected life. Asset-backed and mortgage-backed securities for which quotations are readily available may also be valued based upon an over-the-counter or exchanged bid quotation. Short-term securities maturing in 60 days or less, if any, are valued at amortized cost, which approximates market value. Audited financial statements classify the underlying investments held by the common/collective trust fund primarily as Level 2 investments, therefore the common/collective trust fund is classified as a Level 2 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.

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

6. FAIR VALUE MEASUREMENTS...continued

Common/Collective Trust Fund...continued

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

	Assets at Fair Value at December 31, 2011			
	Level 1	Level 2	Level 3	Total
Investments:				
Corporate stocks:				
Consumer discretionary \$	241,463	\$ -	\$ -	\$ 241,463
Consumer staples	270,616	-	-	270,616
Energy industry	260,743	-	-	260,743
Financial industry	328,075	-	-	328,075
Health care industry	295,154	-	-	295,154
Industrials	194,718	-	-	194,718
Information technology	455,536	-	-	455,536
Materials	81,421	-	-	81,421
Telecommunications	8,739	-	-	8,739
Mutual funds:				
Equity funds:				
Mid-cap funds	-	448,336	-	448,336
Foreign mid-cap fund	-	113,767	-	113,767
Foreign large-cap funds	-	432,661	-	432,661
Small-cap funds	-	273,950	-	273,950
Large-cap funds	-	1,309,808	-	1,309,808
Real estate	-	163,048	-	163,048
Bond funds:				
High yield bond fund	-	144,587	-	144,587
Short term fund	-	677,725	-	677,725
Intermediate term fund	-	972,582	-	972,582
Commodity bond fund	-	176,315	-	176,315
Exchange traded fund:				
Foreign large-cap	247,179	-	-	247,179
Corporate bonds	-	84,151	-	84,151
U.S. government securities	289,657	-	-	289,657
Money market fund	280,661	-	-	280,661
Common/collective trust fund	-	412,182	-	412,182
	<u>\$ 2,953,962</u>	<u>\$ 5,209,112</u>	<u>\$ -</u>	<u>\$ 8,163,074</u>

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

6. FAIR VALUE MEASUREMENTS...continued

Common/Collective Trust Fund...continued

	Assets at Fair Value at December 31, 2010			
	Level 1	Level 2	Level 3	Total
Investments:				
Corporate stocks:				
Consumer discretionary \$	399,530	\$ -	\$ -	\$ 399,530
Consumer staples	318,360	-	-	318,360
Energy industry	400,484	-	-	400,484
Financial industry	531,239	-	-	531,239
Health care industry	424,150	-	-	424,150
Industrials	452,549	-	-	452,549
Information technology	717,879	-	-	717,879
Materials	156,542	-	-	156,542
Telecommunications	86,667	-	-	86,667
Utilities	48,571	-	-	48,571
Mutual funds:				
Equity funds:				
Mid-cap funds	-	497,017	-	497,017
Foreign mid-cap fund	-	232,584	-	232,584
Foreign large-cap funds	-	663,120	-	663,120
Small-cap funds	-	337,581	-	337,581
Bond funds:				
Short term funds	-	682,537	-	682,537
Intermediate term funds	-	679,414	-	679,414
Corporate bonds	-	78,950	-	78,950
U.S. government securities	337,730	-	-	337,730
Money market fund	499,574	-	-	499,574
Common/collective trust fund	-	388,129	-	388,129
	<u>\$ 4,373,275</u>	<u>\$ 3,559,332</u>	<u>\$ -</u>	<u>\$ 7,932,607</u>

The following tables set forth additional disclosures of Plan's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2011 and 2010.

Investment	Fair Value Estimated Using NAV Per Share			
	December 31, 2011			
	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period
Common collective trust:				
Mortgage-Backed Securities Fund (a)	<u>\$ 412,182</u>	<u>\$ -</u>	Daily	None

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

6. FAIR VALUE MEASUREMENTS...continued

Common/Collective Trust Fund...continued

<u>Investment</u>	<u>Fair Value Estimated Using NAV Per Share</u>			
	<u>December 31, 2010</u>			
	<u>Fair Value</u>	<u>Unfunded Commitment</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common collective trust:				
Mortgage-Backed Securities Fund (a)	\$ 388,129	\$ -	Daily	None

(a) The mortgage-backed securities fund seeks to provide total return through investments in a diversified portfolio of investment grade mortgage backed securities and asset backed securities.

7. PARTY-IN-INTEREST TRANSACTIONS

The Plan's investments include shares of a common/collective trust fund managed by Bank of America, N.A. the trustee of the Plan. Transactions in such investments qualify as exempt party in interest transactions, as defined by ERISA. The Company also paid certain administrative expenses of the Plan.

8. TAX STATUS

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated December 16, 2002, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The plan has been amended since receiving the determination letter. Certain required amendments were not adopted timely. Therefore, a submission was made to the IRS on behalf of the Plan under the Voluntary Correction Program ("VCP") component of the Employee Plans Compliance Resolution System in order to address the adoption of these amendments. Taking into account the corrections being made under the Voluntary Correction Program, the plan administrator, which consults regularly with counsel, believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

9. RISKS AND UNCERTAINTIES

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

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

Pension Plan for Employees of Lista International Corporation

Notes to Financial Statements
December 31, 2011 and 2010

10. SUBSEQUENT EVENTS

The Plan Administrator has evaluated subsequent events through October 12, 2012, the date the financial statements were available to be issued. On January 3, 2012 the Company was acquired. On September 20, 2012, a submission was made to the IRS on behalf of the Plan under the Voluntary Correction Program ("VCP") component of the Employee Plans Compliance Resolution System to correct certain qualification defects. This VCP submission is currently pending before the IRS.

SUPPLEMENTAL SCHEDULES

01-013

Pension Plan for Employees of Lista
International Corporation
EIN 04-2440593
Plan Number 001
Form 5500, Schedule H, Part IV, 4(i)
Schedule of Assets (Held at End of Year)
December 31, 2011

TRADE DATE

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AS OF 12/31/11



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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
CASH EQUIVALENTS									
MONEY MARKET FUNDS									
280,661.130	FEDERATED US TREASURY CASH RESERVES #125 CUSIP NO: 60934N682	280,661.13		280,661.13		.60			
	TOTAL MONEY MARKET FUNDS	280,661.13		280,661.13		.60			
	TOTAL CASH EQUIVALENTS	280,661.13		280,661.13		.60			
FIXED INCOME									
GOVERNMENT AND AGENCY									
20,000.000	FEDERAL HOME LN MTG CORP MTN CALL 11/13/06 3100 DTD 11/10/04 5.000% DUE 11/13/14 MOODYS: AAA S&P: AAA CUSIP NO: 3128X3L76	19,901.80	111.902	22,380.40	2,478.60	133.33	.775	4.468	1,000.00
175,000.000	UNITED STATES TREAS NT DTD 11/15/04 4.250% DUE 11/15/14 MOODYS: AAA S&P: AAA CUSIP NO: 912828DC1	175,313.70	111.031	194,304.25	18,990.55	960.34	.351	3.828	7,437.50
45,000.000	UNITED STATES TREAS NT DTD 02/15/05 4.000% DUE 02/15/15 MOODYS: AAA S&P: AAA CUSIP NO: 912828DM9	43,657.27	111.063	49,978.35	6,321.08	679.89	.384	3.602	1,800.00
20,000.000	UNITED STATES TREAS NT DTD 11/15/05 4.500% DUE 11/15/15 MOODYS: AAA S&P: AAA CUSIP NO: 912828EN6	19,878.91	114.969	22,993.80	3,114.89	116.21	.529	3.914	900.00

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
	TOTAL GOVERNMENT AND AGENCY	258,751.68		289,656.80	30,905.12	1,889.77		3.845	11,137.50
	CORPORATE BONDS								
10,000.000	CATERPILLAR FINL SVCS CORP MTN SER F DTD 02/03/05 4.750% DUE 02/17/15 MOODYS: A2 S&P: A CUSIP NO: 14912L2M2	9,798.70	110.551	11,055.10	1,256.40	176.81	1.288	4.297	475.00
20,000.000	DU PONT E I NEWOURS & CO NT DTD 04/30/04 4.875% DUE 04/30/14 MOODYS: A2 S&P: A CUSIP NO: 263534BN8	19,825.20	109.230	21,846.00	2,020.80	165.20	.871	4.463	975.00
200,000.000	LEHMAN BROTHERS HLDGS INC MTN SER G ** IN DEFAULT ** DTD 01/11/05 4.250% DUE 01/27/10 MOODYS: NA S&P: NR CUSIP NO: 52517PYN5	198,326.00	25.625	51,250.00	-147,076.00		23.845		
	TOTAL CORPORATE BONDS	227,949.90		84,151.10	-143,798.80	342.01		1.723	1,450.00
	COLLECTIVE FUNDS-FIXED								
16,905.246	MORTGAGE-BACKED SECURITIES FUND EB (FORMERLY FLEET) MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 990285991 ORIGINAL COST 270,000.00	270,000.00	24.382	412,182.02	142,182.02				
	TOTAL COLLECTIVE FUNDS-FIXED	270,000.00		412,182.02	142,182.02				

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
MUTUAL FUNDS-FIXED									
15,547.025	ARTIO GLOBAL HIGH INCOME FUND CL I MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 0431EJ860	162,000.00	9.300	144,587.33	-17,412.67			8.108	11,722.46
68,734.796	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 19765H362	675,000.00	9.860	677,725.09	2,725.09	990.42		2.089	14,159.37
89,473.943	PIMCO TOTAL RETURN FUND INSTL MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 693390700	968,000.00	10.870	972,581.76	4,581.76	2,848.83		3.321	32,300.09
26,959.452	PIMCO COMMODITY REALRETURN STRATEGY FUND MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 722005667	245,000.00	6.540	176,314.82	-68,685.18			30.459	53,703.23
TOTAL MUTUAL FUNDS-FIXED		2,050,000.00		1,971,209.00	-78,791.00	3,839.25		5.676	111,885.15
TOTAL FIXED INCOME		2,806,701.58		2,757,198.92	-49,502.66	6,071.03		4.514	124,472.65
EQUITIES									
CONSUMER DISCRETIONARY									
375.000	CARNIVAL CORP PAIRED CTF 1 COM PANAMA CUSIP NO: 143658300	10,498.13	32.640	12,240.00	1,741.87			3.064	375.00

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
1,805.000	COMCAST CORP NEW CL A COM CUSIP NO: 20030N101	44,284.60	23.710	42,796.55	-1,488.05	203.06		1.898	812.25
820.000	JOHNSON CTLS INC CUSIP NO: 478366107	34,001.30	31.260	25,633.20	-8,368.10	147.60		2.303	590.40
750.000	LIMITED BRANDS INC CUSIP NO: 532716107	24,131.25	40.350	30,262.50	6,131.25			1.983	600.00
1,080.000	MACYS INC CUSIP NO: 55616P104	25,294.03	32.180	34,754.40	9,460.37	108.00		2.486	864.00
545.000	MCDONALDS CORP CUSIP NO: 580135101	41,041.23	100.330	54,679.85	13,638.62			2.791	1,526.00
905.000	VIACOM INC CL B COM CUSIP NO: 92553P201	30,557.33	45.410	41,096.05	10,538.72	226.25		2.202	905.00
TOTAL CONSUMER DISCRETIONARY		209,807.87		241,462.55	31,654.68	684.91		2.349	5,672.65
CONSUMER STAPLES									
450.000	COSTCO WHSL CORP NEW CUSIP NO: 22160K105	32,145.75	83.320	37,494.00	5,348.25			1.152	432.00
870.000	KELLOGG CO CUSIP NO: 487836108	46,888.65	50.570	43,995.90	-2,892.75			3.401	1,496.40
165.000	LORTILLARD INC CUSIP NO: 544147101	13,068.00	114.000	18,810.00	5,742.00			4.561	858.00
1,050.000	PEPSICO INC CUSIP NO: 713448108	68,664.10	66.350	69,667.50	1,003.40	540.75		3.105	2,163.00

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
1,005.000	PHILIP MORRIS INTL INC CUSIP NO: 718172109	47,170.84	78.480	78,872.40	31,701.56	773.85		3.925	3,095.40
1,035.000	SAFENAY INC CON NEW CUSIP NO: 786514208	23,270.84	21.040	21,776.40	-1,494.44	150.08		2.757	600.30
	TOTAL CONSUMER STAPLES	231,208.18		270,616.20	39,408.02	1,464.68		3.195	8,645.10
	ENERGY								
365.000	APACHE CORP CUSIP NO: 037411105	24,382.55	90.580	33,061.70	8,679.15			.662	219.00
510.000	CHESAPEAKE ENERGY CORP CUSIP NO: 165167107	17,026.35	22.290	11,367.90	-5,658.45			1.570	178.50
925.000	CHEVRON CORP CUSIP NO: 166764100	59,144.55	106.400	98,420.00	39,275.45			3.045	2,997.00
365.000	ENSCO PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 293583109	21,068.64	46.920	17,125.80	-3,942.84			2.984	511.00
190.000	HESS CORP CUSIP NO: 42809H107	15,841.25	56.800	10,792.00	-5,049.25	19.00		.704	76.00
510.000	OCCIDENTAL PETE CORP DEL CUSIP NO: 674599105	37,872.61	93.700	47,787.00	9,914.39	234.60		1.964	938.40
360.000	OCEANEERING INTL INC CUSIP NO: 675232102	15,652.91	46.130	16,606.80	953.89			1.301	216.00

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LISTA INTERNATIONAL PENSION

PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
350.000	ROYAL DUTCH SHELL PLC SPONSORED ADR CL A DUTCH LISTING CUSIP NO: 780259206	25,138.72	73.090	25,581.50	442.78			3.908	999.60
	TOTAL ENERGY	216,127.58		260,742.70	44,615.12	253.60		2.353	6,135.50
	FINANCIALS								
1,155.000	DISCOVER FINL SVCS CUSIP NO: 254709108	14,906.71	24.000	27,720.00	12,813.29	115.50		1.667	462.00
420.000	GOLDMAN SACHS GROUP INC CUSIP NO: 38141G104	60,460.77	90.430	37,980.60	-22,480.17			1.548	588.00
660.000	HARTFORD FINL SVCS GROUP INC CUSIP NO: 416515104	17,694.86	16.250	10,725.00	-6,969.86	66.00		2.462	264.00
2,140.000	J P MORGAN CHASE & CO CUSIP NO: 46625H100	94,794.88	33.250	71,155.00	-23,639.88			3.008	2,140.00
1,190.000	METLIFE INC CUSIP NO: 59156R108	51,567.03	31.180	37,104.20	-14,462.83			2.373	880.60
835.000	PNC FINL SVCS GROUP INC CUSIP NO: 693475105	55,625.53	57.670	48,154.45	-7,471.08			2.428	1,169.00
385.000	PRICE T ROME GROUP INC CUSIP NO: 74144T108	19,937.23	56.950	21,925.75	1,988.52			2.177	477.40
2,660.000	WELLS FARGO & CO NEW COM CUSIP NO: 949746101	64,891.21	27.560	73,309.60	8,418.39			1.742	1,276.80
	TOTAL FINANCIALS	379,878.22		328,074.60	-51,803.62	181.50		2.212	7,257.80

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
HEALTH CARE									
340.000	COVIDIEN PLC IRELAND CUSIP NO: G2554FL13	17,573.51	45.010	15,303.40	-2,270.11			2.000	306.00
380.000	ALLERGAN INC CUSIP NO: 018490102	26,618.09	87.740	33,341.20	6,723.11			.228	76.00
645.000	CIGNA CORP CUSIP NO: 125509109	27,586.98	42.000	27,090.00	-496.98			.095	25.80
530.000	CELGENE CORP CUSIP NO: 151020104	30,567.75	67.600	35,828.00	5,260.25				
700.000	GILEAD SCIENCES INC CUSIP NO: 375586103	29,396.43	40.930	28,651.00	-745.43				
1,295.000	MERCK & CO INC NEW COM CUSIP NO: 58933Y105	42,084.92	37.700	48,821.50	6,736.58	543.90		4.456	2,175.60
4,040.000	PFIZER INC CUSIP NO: 717081103	85,536.05	21.640	87,425.60	1,889.55			4.067	3,555.20
545.000	ST JUDE MED INC CUSIP NO: 790849103	20,794.48	34.300	18,693.50	-2,100.98	114.45		2.449	457.80
	TOTAL HEALTH CARE	280,158.21		295,154.20	14,995.99	658.35		2.235	6,596.40
INDUSTRIALS									
395.000	COOPER INDS PLC NEW COM IRELAND CUSIP NO: G24140108	25,762.89	54.150	21,389.25	-4,373.64	114.55		2.142	458.20

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
435.000	DOVER CORP CUSIP NO: 260003108	28,256.78	58.050	25,251.75	-3,005.03			2.171	548.10
740.000	EMERSON ELEC CO CUSIP NO: 291011104	42,606.02	46.590	34,476.60	-8,129.42			3.434	1,184.00
1,320.000	GENERAL ELEC CO CUSIP NO: 369604103	21,722.47	17.910	23,641.20	1,918.73	224.40		3.797	897.60
585.000	UNITED PARCEL SVC INC CL B CUSIP NO: 911312106	37,875.83	73.190	42,816.15	4,940.32			2.842	1,216.80
645.000	UNITED TECHNOLOGIES CORP CUSIP NO: 913017109	26,408.24	73.090	47,143.05	20,734.81			2.627	1,238.40
	TOTAL INDUSTRIALS	182,632.23		194,718.00	12,085.77	338.95		2.847	5,543.10
	INFORMATION TECHNOLOGY								
540.000	ACCENTURE PLC CL A COM IRELAND CUSIP NO: 61151C101	29,060.05	53.230	28,744.20	-315.85			2.536	729.00
325.000	APPLE INC CUSIP NO: 037833100	63,884.66	405.000	131,625.00	67,740.34				
1,860.000	CISCO SYS INC CUSIP NO: 17275R102	45,114.30	18.080	33,628.80	-11,485.50			1.327	446.40
1,840.000	EMC CORP CUSIP NO: 268648102	23,363.40	21.540	39,633.60	16,270.20				
735.000	FAIRCHILD SEMICONDUCTOR INTL CL A CUSIP NO: 303726103	13,314.02	12.040	8,849.40	-4,464.62				

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
105.000	GOOGLE INC CL A COM CUSIP NO: 38259P508	45,500.25	645.900	67,819.50	22,319.25				
290.000	INTERNATIONAL BUSINESS MACHS CUSIP NO: 459200101	25,971.05	183.880	53,325.20	27,354.15			1.631	870.00
420.000	INTUIT CUSIP NO: 461202103	21,554.48	52.590	22,087.80	533.32			1.141	252.00
1,025.000	MICROSOFT CORP CUSIP NO: 594918104	29,750.22	25.960	26,609.00	-3,141.22			3.082	820.00
790.000	QUALCOMM INC CUSIP NO: 747525103	41,467.18	54.700	43,213.00	1,745.82			1.572	679.40
TOTAL INFORMATION TECHNOLOGY		338,979.61		455,535.50	116,555.89			.833	3,796.80
MATERIALS									
340.000	AIR PRODS & CHEMS INC CUSIP NO: 009158106	30,688.71	85.190	28,964.60	-1,724.11	197.20		2.723	788.80
540.000	CELANESE CORP DEL SER A COM CUSIP NO: 150870103	13,869.79	44.270	23,905.80	10,036.01			.542	129.60
550.000	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP NO: 35671D857	18,224.25	36.790	20,234.50	2,010.25			2.718	550.00
170.000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 767204100	7,354.20	48.920	8,316.40	962.20			2.388	198.56

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
	TOTAL MATERIALS	70,136.95		81,421.30	11,284.35	197.20		2.047	1,666.96
	TELECOMMUNICATION SERVICES								
3,735.000	SPRINT NEXTEL CORP CUSIP NO: 852061100	17,871.98	2.340	8,739.90	-9,132.08				
	TOTAL TELECOMMUNICATION SERVICES	17,871.98		8,739.90	-9,132.08				
	MUTUAL FUNDS-EQUITY								
9,462.492	COLUMBIA ACORN FUND CLASS Z SHARES CUSIP NO: 197199409	223,119.33	27.560	260,786.28	37,666.95			.301	785.39
3,315.857	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES CUSIP NO: 197199813	124,390.91	34.310	113,767.05	-10,623.86			2.987	3,398.75
13,998.511	COLUMBIA MARSCO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES CUSIP NO: 19765H636	136,905.44	10.090	141,244.98	4,339.54			1.933	2,729.71
45,868.661	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES CUSIP NO: 19765N245	612,000.00	13.620	624,731.16	12,731.16			2.430	15,182.53
2,731.529	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES CUSIP NO: 19765N567	98,649.47	41.160	112,429.73	13,780.26			.678	762.10
5,951.373	COLUMBIA SMALL CAP GROWTH I FUND CLASS Z SHARES CUSIP NO: 19765P596	163,630.19	27.140	161,520.26	-2,109.93				

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
56,994.638	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES CUSIP NO: 19765Y688	768,000.00	12.020	685,075.55	-82,924.45				
16,612.111	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND CUSIP NO: 47803W406	203,000.00	11.290	187,550.73	-15,449.27			.213	398.69
11,855.833	THORNBURG INTL VALUE FUND CL I CUSIP NO: 885215566	375,000.00	24.580	291,416.38	-83,583.62			1.562	4,552.64
	TOTAL MUTUAL FUNDS-EQUITY	2,704,695.34		2,578,522.12	-126,173.22			1.079	27,809.81
	OTHER EQUITIES								
6,515.000	ISHARES MSCI EMERGING MKTS INDEX FUND CUSIP NO: 464287234	298,266.66	37.940	247,179.10	-51,087.56			2.130	5,264.12
	TOTAL OTHER EQUITIES	298,266.66		247,179.10	-51,087.56			2.130	5,264.12
	TOTAL EQUITIES	4,929,762.83		4,962,166.17	32,403.34			1.580	78,388.24
	ALTERNATIVE INVESTMENTS								
	REAL ESTATE								
9,596.704	NATIXIS FDS TR IV AEM REAL ESTATE FD CL Y COM CUSIP NO: 63872W409	161,000.00	16.990	163,048.00	2,048.00			1.042	1,698.62
	TOTAL REAL ESTATE	161,000.00		163,048.00	2,048.00			1.042	1,698.62
	TOTAL ALTERNATIVE INVESTMENTS	161,000.00		163,048.00	2,048.00			1.042	1,698.62

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
TOTAL INVESTMENTS		8,178,125.54		8,163,074.22	-15,051.32	9,850.82		2.506	204,559.51
TOTAL CASH									
ACCRUED INCOME		9,850.82		9,850.82					
TOTAL ASSETS		8,187,976.36		8,172,925.04					

Pension Plan for Employees of Lista International Corporation

EIN 04-2440593

Plan Number 001

Form 5500, Schedule H, Part IV, item 4j - Schedule of Reportable Transactions Year Ended December 31, 2011

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Assets	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)

Category (i) Series of transactions in the same security exceed 5% of the value of Plan Assets at the beginning of the year:

Bank of America, N.A.	Columbia Select Large Cap Growth	\$ 420,000	\$ -	\$ 420,000	\$ 420,000	\$ -
Bank of America, N.A.	Federated US Treasury Cash Reserves #125	-	412,851	412,851	412,851	-

Category (iii) Series of transactions in the same security exceed 5% of the value of Plan Assets at the beginning of the year:

Bank of America, N.A.	Federated US Treasury Cash Reserves #125	\$ 1,145,678	\$ 1,364,591	\$ 2,510,269	\$ 2,510,269	\$ -
Bank of America, N.A.	Columbia Dividend Income Fund Class Z Shares	612,000	-	612,000	612,000	-
Bank of America, N.A.	Columbia Select Large Cap Growth Fund Class Z Shares	768,000	-	768,000	768,000	-

There were no category (ii) or (iv) transactions for the year ended December 31, 2011.

The above information has been certified by Bank of America, N.A., the trustee, as complete and accurate.

Plan Name: Pension Plan for Employees of Lista
 International Corporation
 EIN: 04-2440593
 Plan Number: 001

Schedule SB, Line 26--Schedule of Active Participant Data

Attained Age	Under 1	YEARS OF CREDITED SERVICE												40 & up
		1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up				40 & up
	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	No. Comp.*	Avg.	Avg.	Avg.	
	Avg.	Avg.	Avg.	Avg.	Avg.	Avg.	Avg.	Avg.	Avg.	Avg.	Cash Bal.	Cash Bal.	Cash Bal.	Avg. Comp.*
	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Cash Bal.	Avg. Comp.*
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25 to 29	0	0	2	0	0	0	0	0	0	0	0	0	0	0
30 to 34	0	0	2	2	0	0	0	0	0	0	0	0	0	0
35 to 39	0	0	7	10	1	0	0	0	0	0	0	0	0	0
40 to 44	0	0	2	7	8	4	2	0	0	0	0	0	0	0
45 to 49	0	0	3	12	8	3	8	1	0	0	0	0	0	0
50 to 54	0	0	5	9	9	12	3	5	0	0	0	0	0	0
55 to 59	0	0	1	3	0	9	2	2	1	0	0	0	0	0
60 to 64	0	0	2	1	1	4	3	2	0	0	0	0	0	0
65 to 69	0	0	1	0	0	0	0	0	2	0	0	0	0	0
70 & up	0	0	0	1	0	0	0	0	0	0	0	0	0	0

* The plan is "hard frozen", and average annual accrued benefits are reported in lieu of average annual compensation.

SECTION XII

ACTUARIAL COST METHODS

Traditional Unit Credit

The actuarial cost method used in the development of the minimum contribution was the unit credit cost method.

The normal cost is the sum of all the individual normal costs for each participant. For active participants, the individual normal cost is the present value of the benefit earned during the year being valued. For active participants whose credited service equals or exceeds the plan maximum, if any, and for non-active participants, the normal cost is zero.

The actuarial accrued liability is the sum of the individual accrued liabilities for all participants. The individual accrued liability for an active participant is the present value of the accrued benefit as of the valuation date. The unfunded liability is the actuarial accrued liability less the valuation assets.

The total annual cost of the plan is the normal cost plus an amount to amortize the shortfall amount.

Projected Unit Credit

The actuarial cost method used in the development of the maximum contribution was the projected unit credit cost method.

Under this method, the normal cost is the sum of the individual normal costs for all participants. For an active participant, the individual normal cost is the present value at the current age of the projected benefit at the assumed retirement age, based on the actuarial assumptions, divided by the participant's expected years of credited service at that age. For a non-active participant, the normal cost is zero.

The actuarial accrued liability is the sum of the individual accrued liabilities for all plan participants. For an active participant, the individual accrued liability is the product of the normal cost and the total years of credited service at the current age. For non-active participants, the individual accrued liability is the present value at the current age of future benefits. The unfunded actuarial accrued liability equals the actuarial accrued liability less the valuation assets.

SECTION XIII

ACTUARIAL METHODS AND ASSUMPTIONS

A summary of the actuarial assumptions used in the valuation is presented below:

Valuation Assets - Market Value.

Mandated Discount Rates – Segment rates for January 2011 (0 month look back)

1. PPA funding - segment 1	2.94%
2. PPA funding - segment 2	5.82%
3. PPA funding - segment 3	6.46%

Plan's Effective Interest Rate: 6.08%

Financial Accounting Standards Board No. 35 Rates:

Mandated Discount Rates (above)

Salary Scale - Salary increases were not assumed in the valuation.

Retirement Rates - Employees were assumed to retire at normal retirement age.

Termination - Termination rates were not assumed in the valuation.

Pre-retirement Mortality - IRS 2011 P.V. M Optional Combined Table and IRS 2011 P.V. F Optional Combined Table - Pre-retirement mortality was assumed in the valuation. Sample rates are as follows:

<u>Age</u>	<u>Males</u>	<u>Females</u>
20	0.0002	0.0001
25	0.0003	0.0001
30	0.0004	0.0002
35	0.0007	0.0004
40	0.0009	0.0005
45	0.0011	0.0007
50	0.0014	0.0011
55	0.0023	0.0022
60	0.0049	0.0045

SECTION XIII (Cont.)

Post-retirement Mortality - IRS 2011 P.V. M Optional Combined Table and IRS 2011 P.V. F Optional Combined Table - Post-retirement mortality was assumed in the valuation. Sample rates are as follows:

<u>Age</u>	<u>Males</u>	<u>Females</u>
65	0.0098	0.0088
70	0.0167	0.0150
75	0.0292	0.0242
80	0.0537	0.0404
85	0.0976	0.0695
90	0.1706	0.1247
95	0.2580	0.1876
100	0.3384	0.2332
105	0.3979	0.2931

Rates of Disablement - Rates of disablement were not assumed.

Post-Disablement Mortality - IRS 2011 P.V. M Optional Combined Table and IRS 2011 P.V. F Optional Combined Table - Post-disablement mortality was assumed in the valuation. Sample rates are as follows:

<u>Age</u>	<u>Males</u>	<u>Females</u>
65	0.0098	0.0088
70	0.0167	0.0150
75	0.0292	0.0242
80	0.0537	0.0404
85	0.0976	0.0695
90	0.1706	0.1247
95	0.2580	0.1876
100	0.3384	0.2332
105	0.3979	0.2931

Administrative Expenses - Expenses of \$35 per annum were assumed.

Percent Married - 85% of males and 85% of females were assumed to be married.

Age of Spouse - The female spouse is assumed to be 3 years younger than the male spouse.

Pension Plan for Employees of Lista International Corporation

EIN 04-2440593

Plan Number 001

Form 5500, Schedule H, Part IV, item 4j - Schedule of Reportable Transactions Year Ended December 31, 2011

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Assets	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)

Category (i) Series of transactions in the same security exceed 5% of the value of Plan Assets at the beginning of the year:

Bank of America, N.A.	Columbia Select Large Cap Growth	\$ 420,000	\$ -	\$ 420,000	\$ 420,000	\$ -
Bank of America, N.A.	Federated US Treasury Cash Reserves #125	-	412,851	412,851	412,851	-

Category (iii) Series of transactions in the same security exceed 5% of the value of Plan Assets at the beginning of the year:

Bank of America, N.A.	Federated US Treasury Cash Reserves #125	\$ 1,145,678	\$ 1,364,591	\$ 2,510,269	\$ 2,510,269	\$ -
Bank of America, N.A.	Columbia Dividend Income Fund Class Z Shares	612,000	-	612,000	612,000	-
Bank of America, N.A.	Columbia Select Large Cap Growth Fund Class Z Shares	768,000	-	768,000	768,000	-

There were no category (ii) or (iv) transactions for the year ended December 31, 2011.

The above information has been certified by Bank of America, N.A., the trustee, as complete and accurate.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection
For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>		

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

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

A Name of plan PENSION PLAN FOR EMPLOYEES OF LISTA INTERNATIONAL CORPORATION	B Three-digit plan number (PN) ► <u>001</u>	
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF LISTA INTERNATIONAL CORPORATION	D Employer Identification Number (EIN) 04-2440593	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2011</u>			
2 Assets:			
a Market value	2a	8222534	
b Actuarial value	2b	8222534	
3 Funding target/participant count breakdown:			
		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	29	2034983
b For terminated vested participants	3b	107	2564127
c For active participants:			
(1) Non-vested benefits	3c(1)		0
(2) Vested benefits	3c(2)		5532119
(3) Total active	3c(3)	160	5532119
d Total	3d	296	10131229
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.08%	
6 Target normal cost	6	35	

Statement by Enrolled Actuary

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

SIGN HERE	 Signature of actuary	<u>9/22/2012</u> Date 1105445 Most recent enrollment number 401-438-9250 Telephone number (including area code)
JEAN M. WILSON Type or print name of actuary THE ANGELL PENSION GROUP, INC. Firm name 88 BOYD AVENUE EAST PROVIDENCE RI 02914-1202 Address of the firm		

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

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

Schedule SB (Form 5500) 2011
v.012611

Part II Beginning of year carryover and prefunding balances

Part III Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	17214
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	17177
9	Amount remaining (line 7 minus line 8)	0	37
10	Interest on line 9 using prior year's actual return of <u>6.14</u> %	0	2
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>6.66</u> % except as otherwise provided (see instructions)		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	39

Part III Funding percentages

14	Funding target attainment percentage.....	14	81.15 %
15	Adjusted funding target attainment percentage.....	15	81.15 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	80.99 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls

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

Contributions made to the plan for the plan year by employer(s) and employee(s)					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/14/2011	74595	0			
07/15/2011	74595	0			
10/14/2011	74595	0			
01/17/2012	74595	0			
09/14/2012	815000	0			
			Totals ►	18(b)	1113380 18(c)
					0

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

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date.....	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	1023999

20 Quarterly contributions and liquidity shortfalls:

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

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

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

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

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

21 Discount rate:			
a Segment rates:	1st segment: 2.94%	2nd segment: 5.82%	3rd segment: 6.46%
			☐ N/A, full yield curve used
b Applicable month (enter code)	21b		0
22 Weighted average retirement age	22		65
23 Mortality table(s) (see instructions)	☒ Prescribed - combined ☐ Prescribed - separate ☐ Substitute		

Part VI Miscellaneous items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	35	
b Excess assets, if applicable, but not greater than 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	1908734		358955
b Waiver amortization installment	0		0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	358990	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	358990	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	1023999	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	665009	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

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

Pension Plan for Employees of Lista International Corporation
EIN: 04-2440593; Plan Number: 001
2011 Schedule SB, line 19 - Discounted Employer Contributions

(1)	(2)	(3)	(4a)	(4b)	(5)
			Applicable Effective Interest Rate		
Date (MM-DD-YYYY)	Amount paid by employer(s)	Year to which Contribution is Applied	Applicable Effective Interest Rate	Increased Rate for late quarterly installments	Interest Adjusted Contribution
4/14/2011	\$74,595	2011	6.08%		1 \$73,363
7/15/2011	74,595	2011	6.08%		2 72,279
10/14/2011	74,595	2011	6.08%		3 71,224
1/17/2012	74,595	2011	6.08%	11.08%	4 70,120
9/14/2012	815,000	2011	6.08%		7 737,013
9/15/2012	0	2011	6.08%		7 0
9/15/2012	0	2011	6.08%		7 0
9/15/2012	0	2011	6.08%		7 0
9/15/2012	0	2011	6.08%		7 0
9/15/2012	0	2011	6.08%		7 0
9/15/2012	0	2011	6.08%		7 0
9/15/2012	0	2011	6.08%		7 0
TOTALS:	\$1,113,380				\$1,023,999

Valuation Date:
1/1/2011

NOTES: footnote before column (5) describes due date for Quarterly Contribution
 "1" is for 4/15/2011 due date
 "2" is for 7/15/2011 due date
 "3" is for 10/15/2011 due date
 "4" is for 1/15/2012 due date
 "7" is not subject to Quarterly Contributions

Pension Plan for Employees of Lista
International Corporation
EIN: 04-2440593; Plan Number: 001

Schedule SB, line 22 - Description of
Weighted Average Retirement Age

As indicated on line 22 of the 2011 Schedule SB, the Weighted Average Retirement Age is 65. Under the 2011 Plan Year, the Weighted Average Retirement Age is the same as the Normal Retirement Age.

Appendix A

Summary of Plan Provisions

<i>Plan Effective Date:</i>	January 1, 1979
<i>Eligibility Requirements:</i>	Service: One Year
<i>Year of Service for Eligibility:</i>	12-consecutive-month computation period in which an employee is credited with 1,000 or more hours of service. Computation period commences on employee's date of hire.
<i>Year of Service for Benefit Accrual and Vesting:</i>	Completed years and months without regard to hours worked. A month of service is credited if 15 or more days are worked.
<i>Plan Entry Date:</i>	An eligible employee will enter the plan on the first of the month coincident with or next following completion of the eligibility requirements. No additional participants allowed as of August 1, 2004.
<i>Normal Retirement Date:</i>	First day of the month coincident or next following the later of (i) a participant's 65th Birthday and (ii) the earlier of the fifth anniversary of date of Participation, or completion of 5 Years of Credited Service.
<i>Compensation:</i>	The total compensation paid for the plan year, including 401(k) deferrals and Section 125 deductions. For plan years beginning after 12/31/93, no more than \$150,000 of compensation will be considered for plan purposes. This limit of \$150,000 is subject to adjustment by the Secretary of the Treasury or his delegate. The adjusted limit for 2011 is \$245,000.
<i>Average Annual Earnings:</i>	Average Annual Earnings means the average of the participant's W-2 earnings during the highest five consecutive Plan Years during the participant's career.
<i>Final Average Compensation:</i>	Final Average Compensation means the average of the participant's W-2 earnings for the three consecutive year period ending on the December 31 of the Plan Year coincident with or preceding the participant's termination of employment. Earnings shall not exceed the Taxable Wage Base in any year, and Final Average Compensation shall not exceed Covered Compensation as defined under Section 401(l)(5)(E) of the Internal Revenue Code.

<i>Normal Retirement Benefit:</i>	<p>1.5% of Average Annual Earnings minus the lesser of a) .65% of Final Average Compensation and b) .75% of Average Annual Earnings, limited to Final Average Compensation, multiplied by years and months of credited service, to a maximum of 30 years.</p> <p><u>Note:</u> Plan benefits were frozen effective August 1, 2004.</p>
<i>Covered Compensation:</i>	<p>The average of the taxable wage bases for the 35 calendar years ending with the year in which the participant attains social security retirement age. For this purpose, the long Table II will be used.</p>
<i>Normal Form of Benefit:</i>	<p>Life Annuity. Optional forms of benefit payment are available on an actuarially equivalent basis.</p>
<i>Accrued Benefit:</i>	<p>The Normal Retirement Benefit based on Average Compensation and years of credited service to date.</p> <p><u>Note:</u> Plan benefits were frozen effective August 1, 2004.</p>
<i>Top-Heavy Minimum Accrued Benefit:</i>	<p>A participant will receive a minimum benefit equal to 2% of a 5-year average compensation for each year of Credited Service in which the plan is top-heavy (actuarially reduced for normal form of benefit other than a life annuity).</p> <p>This minimum may be satisfied by other employer-sponsored plans in which the participant is a member.</p>
<i>Early Retirement:</i>	<p>A participant who has attained age 55 with 5 Years of Credited Service may retire and receive an Early Retirement Benefit. The amount of the Early Retirement Benefit equals the Accrued Benefit, reduced actuarially for payment prior to Normal Retirement Date.</p>
<i>Late Retirement:</i>	<p>Participants who continue employment after their Normal Retirement Date are eligible for a Late Retirement Benefit equal to the Accrued Benefit determined at actual retirement.</p>
<i>Death Benefit:</i>	<p><u>Before Retirement:</u></p> <p>The spouse of a participant who is eligible for Early or Normal Retirement or a Deferred Vested Benefit and who dies shall receive a monthly benefit. The spouse's benefit shall be equal to the benefit he or she would have received had the participant terminated employment on the date of his death and elected to receive benefits on a 50% joint and survivor basis, to commence as of the later of the participant's date of death or age 55.</p>

After Retirement:

A married retiree is automatically considered to have elected the 50% Joint and Survivor option unless he elects in writing one of the other optional forms of benefit payment available for election. Death benefits payable after retirement, if any, are payable in accordance with whichever option the retiree elected.

Disability Benefit: None

Vesting: Based on Years of Service, subject to the following schedule:

<u>Years of Service</u>	<u>Vested Percentage</u>
Less than 5 years	0%
5 years or more	100%

Notwithstanding the above vesting schedule, a participant will become 100% vested upon reaching the Normal Retirement Date.

01-013

Pension Plan for Employees of Lista
International Corporation
EIN 04-2440593
Plan Number 001
Form 5500, Schedule H, Part IV, 4(i)
Schedule of Assets (Held at End of Year)
December 31, 2011

TRADE DATE

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AS OF 12/31/11



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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
CASH EQUIVALENTS									
MONEY MARKET FUNDS									
280,661.130	FEDERATED US TREASURY CASH RESERVES #125 CUSIP NO: 60934N682	280,661.13		280,661.13		.60			
	TOTAL MONEY MARKET FUNDS	280,661.13		280,661.13		.60			
	TOTAL CASH EQUIVALENTS	280,661.13		280,661.13		.60			
FIXED INCOME									
GOVERNMENT AND AGENCY									
20,000.000	FEDERAL HOME LN MTG CORP MTN CALL 11/13/06 \$100 DTD 11/10/04 5.000% DUE 11/13/14 MOODY'S: AAA S&P: AAA CUSIP NO: 3128X3L76	19,901.80	111.902	22,380.40	2,478.60	133.33	.775	4.468	1,000.00
175,000.000	UNITED STATES TREAS NT DTD 11/15/04 4.250% DUE 11/15/14 MOODY'S: AAA S&P: AAA CUSIP NO: 912828DC1	175,313.70	111.031	194,304.25	18,990.55	960.34	.351	3.828	7,437.50
45,000.000	UNITED STATES TREAS NT DTD 02/15/05 4.000% DUE 02/15/15 MOODY'S: AAA S&P: AAA CUSIP NO: 912828DM9	43,657.27	111.063	49,978.35	6,321.08	679.89	.384	3.602	1,800.00
20,000.000	UNITED STATES TREAS NT DTD 11/15/05 4.500% DUE 11/15/15 MOODY'S: AAA S&P: AAA CUSIP NO: 912828EN6	19,878.91	114.969	22,993.80	3,114.89	116.21	.529	3.914	900.00

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TOTAL GOVERNMENT AND AGENCY									
		258,751.68		289,656.80	30,905.12	1,889.77		3.845	11,137.50
CORPORATE BONDS									
10,000.000	CATERPILLAR FINL SVCS CORP MTN SER F DTD 02/03/05 4.750% DUE 02/17/15 MOODY'S: A2 S&P: A CUSIP NO: 1491212M2	9,798.70	110.551	11,055.10	1,256.40	176.81	1.288	4.297	475.00
20,000.000	DU PONT E I NEHOUS & CO NT DTD 04/30/04 4.875% DUE 04/30/14 MOODY'S: A2 S&P: A CUSIP NO: 263534BN8	19,825.20	109.230	21,846.00	2,020.80	165.20	.871	4.463	975.00
200,000.000	LEHMAN BROTHERS HLDS INC MTN SER B ** IN DEFAULT ** DTD 01/11/05 4.250% DUE 01/27/10 MOODY'S: NA S&P: NR CUSIP NO: 52517PYN5	198,326.00	25.625	51,250.00	-147,076.00		23.845		
	TOTAL CORPORATE BONDS	227,949.90		84,151.10	-143,798.80	342.01		1.723	1,450.00
COLLECTIVE FUNDS-FIXED									
16,905.246	MORTGAGE-BACKED SECURITIES FUND EB (FORMERLY FLEET) MOODY'S: NOT RATED S&P: NOT RATED CUSIP NO: 990285991 ORIGINAL COST	270,000.00	24.382	412,182.02	142,182.02				
	TOTAL COLLECTIVE FUNDS-FIXED	270,000.00		412,182.02	142,182.02				

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MUTUAL FUNDS-FIXED									
15,547.025	ARTIO GLOBAL HIGH INCOME FUND CL I MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 0431EJ860	162,000.00	9.300	144,587.33	-17,412.67			8.108	11,722.46
68,734.796	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 19765H362	675,000.00	9.860	677,725.09	2,725.09	990.42		2.089	14,159.37
89,473.943	PIMCO TOTAL RETURN FUND INSTL MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 693390700	968,000.00	10.870	972,581.76	4,581.76	2,848.83		3.321	32,300.09
26,959.452	PIMCO COMMODITY REALRETURN STRATEGY FUND MOODYS: NOT RATED S&P: NOT RATED CUSIP NO: 722005667	245,000.00	6.540	176,314.82	-68,685.18			30.459	53,703.23
TOTAL MUTUAL FUNDS-FIXED		2,050,000.00		1,971,209.00	-78,791.00	3,839.25		5.676	111,865.15
TOTAL FIXED INCOME		2,806,701.58		2,757,198.92	-49,502.66	6,071.03		4.514	124,472.65
EQUITIES									
CONSUMER DISCRETIONARY									
375.000	CARNIVAL CORP PAIRED CTF 1 COM PANAMA CUSIP NO: 143658300	10,498.13	32.640	12,240.00	1,741.87			3.064	375.00

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
1,805.000	COMCAST CORP NEW CL A COM CUSIP NO: 20030N101	44,286.60	23.710	42,796.55	-1,488.05	203.06		1.898	812.25
820.000	JOHNSON CTLS INC CUSIP NO: 478366107	34,001.30	31.260	25,633.20	-8,368.10	147.60		2.303	590.40
750.000	LIMITED BRANDS INC CUSIP NO: 532716107	24,131.25	40.350	30,262.50	6,131.25			1.983	600.00
1,080.000	MACYS INC CUSIP NO: 55616P104	25,294.03	32.180	34,754.40	9,460.37	108.00		2.486	864.00
545.000	MCDONALDS CORP CUSIP NO: 580135101	41,041.23	100.330	54,679.85	13,638.62			2.791	1,526.00
905.000	VIACOM INC CL B COM CUSIP NO: 92553P201	30,557.33	45.410	41,096.05	10,538.72	226.25		2.202	905.00
TOTAL CONSUMER DISCRETIONARY		209,807.87		241,462.55	31,654.68	684.91		2.349	5,672.65
CONSUMER STAPLES									
450.000	COSTCO WHSL CORP NEW CUSIP NO: 22160K105	32,145.75	83.320	37,494.00	5,348.25			1.152	432.00
870.000	KELLOGG CO CUSIP NO: 487836108	46,888.65	50.570	43,995.90	-2,892.75			3.401	1,496.40
165.000	LORILLARD INC CUSIP NO: 544147101	13,068.00	114.000	18,810.00	5,742.00			4.561	858.00
1,050.000	PEPSICO INC CUSIP NO: 713448108	68,664.10	66.350	69,667.50	1,003.40	540.75		3.105	2,163.00

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1,005.000	PHILIP MORRIS INTL INC CUSIP NO: 718172109	47,170.84	78.480	78,872.40	31,701.56	773.85		3.925	3,095.40
1,035.000	SAFEMAY INC COM NEW CUSIP NO: 786514208	23,270.84	21.040	21,776.40	-1,494.44	150.08		2.757	600.30
	TOTAL CONSUMER STAPLES	231,208.18		270,616.20	39,408.02	1,464.68		3.195	8,645.10
	ENERGY								
365.000	APACHE CORP CUSIP NO: 037411105	24,382.55	90.580	33,061.70	8,679.15			.662	219.00
510.000	CHESAPEAKE ENERGY CORP CUSIP NO: 165167107	17,026.35	22.290	11,367.90	-5,658.45			1.570	178.50
925.000	CHEVRON CORP CUSIP NO: 166764100	59,144.55	106.400	98,420.00	39,275.45			3.045	2,997.00
365.000	ENSCO PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 293580109	21,068.64	46.920	17,125.80	-3,942.84			2.984	511.00
190.000	HESS CORP CUSIP NO: 42809H107	15,841.25	56.800	10,792.00	-5,049.25	19.00		.704	76.00
510.000	OCCIDENTAL PETE CORP DEL CUSIP NO: 674595105	37,872.61	93.700	47,787.00	9,914.39	234.60		1.964	938.40
360.000	OCEANEERING INTL INC CUSIP NO: 675232102	15,652.91	46.130	16,606.80	953.89			1.301	216.00

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
350.000	ROYAL DUTCH SHELL PLC SPONSORED ADR CL A DUTCH LISTING CUSIP NO: 780259206	25,138.72	73.090	25,581.50	442.78			3.908	999.60
	TOTAL ENERGY	216,127.58		260,742.70	44,615.12	253.60		2.353	6,135.50
	FINANCIALS								
1,155.000	DISCOVER FINL SVCS CUSIP NO: 254709108	14,906.71	24.000	27,720.00	12,813.29	115.50		1.667	462.00
420.000	GOLDMAN SACHS GROUP INC CUSIP NO: 361416104	60,460.77	90.430	37,980.60	-22,480.17			1.548	588.00
660.000	HARTFORD FINL SVCS GROUP INC CUSIP NO: 416515104	17,694.86	16.250	10,725.00	-6,969.86	66.00		2.462	264.00
2,140.000	J P MORGAN CHASE & CO CUSIP NO: 46625H100	94,794.88	33.250	71,155.00	-23,639.88			3.008	2,140.00
1,190.000	METLIFE INC CUSIP NO: 59156R108	51,567.03	31.180	37,104.20	-14,462.83			2.373	880.60
835.000	PNC FINL SVCS GROUP INC CUSIP NO: 693475105	55,625.53	57.670	48,154.45	-7,471.08			2.428	1,169.00
385.000	PRICE T ROME GROUP INC CUSIP NO: 74144T108	19,937.23	56.950	21,925.75	1,988.52			2.177	477.40
2,660.000	WELLS FARGO & CO NEW COM CUSIP NO: 949746101	64,891.21	27.560	73,309.60	8,418.39			1.742	1,276.80
	TOTAL FINANCIALS	379,878.22		328,074.60	-51,803.62	181.50		2.212	7,257.80

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
HEALTH CARE									
340.000	COVIDIEN PLC IRELAND CUSIP NO: 62554F113	17,573.51	45.010	15,303.40	-2,270.11			2.000	306.00
380.000	ALLERGAN INC CUSIP NO: 018490102	26,618.09	87.740	33,341.20	6,723.11			.228	76.00
645.000	CIGNA CORP CUSIP NO: 125509109	27,586.98	42.000	27,090.00	-496.98			.095	25.80
530.000	CELGENE CORP CUSIP NO: 151020104	30,567.75	67.600	35,828.00	5,260.25				
700.000	GILEAD SCIENCES INC CUSIP NO: 375556103	29,396.43	40.930	28,651.00	-745.43				
1,295.000	MERCK & CO INC NEW COM CUSIP NO: 58933Y105	42,084.92	37.700	48,821.50	6,736.58	543.90		4.456	2,175.60
4,040.000	PFIZER INC CUSIP NO: 717081103	85,536.05	21.640	87,425.60	1,889.55			4.067	3,555.20
545.000	ST JUDE MED INC CUSIP NO: 790849103	20,794.48	34.300	18,693.50	-2,100.98	114.45		2.449	457.80
	TOTAL HEALTH CARE	280,158.21		295,154.20	14,995.99	658.35		2.235	6,596.40
INDUSTRIALS									
395.000	COOPER INDS PLC NEW COM IRELAND CUSIP NO: 624140108	25,762.89	54.150	21,389.25	-4,373.64	114.55		2.142	458.20

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435.000	DOVER CORP CUSIP NO: 260003108	28,256.78	58.050	25,251.75	-3,005.03			2.171	548.10
740.000	EMERSON ELEC CO CUSIP NO: 291011104	42,606.02	46.590	34,476.60	-8,129.42			3.434	1,184.00
1,320.000	GENERAL ELEC CO CUSIP NO: 369604103	21,722.47	17.910	23,641.20	1,918.73	224.40		3.797	897.60
585.000	UNITED PARCEL SVC INC CL B CUSIP NO: 911312106	37,875.83	73.190	42,816.15	4,940.32			2.842	1,216.80
645.000	UNITED TECHNOLOGIES CORP CUSIP NO: 913017109	26,408.24	73.090	47,143.05	20,734.81			2.627	1,238.40
TOTAL INDUSTRIALS		182,632.23		194,718.00	12,085.77	338.95		2.847	5,543.10
INFORMATION TECHNOLOGY									
540.000	ACCENTURE PLC CL A COM IRELAND CUSIP NO: 61151C101	29,060.05	53.230	28,744.20	-315.85			2.536	729.00
325.000	APPLE INC CUSIP NO: 037833100	63,884.66	405.000	131,625.00	67,740.34				
1,860.000	CISCO SYS INC CUSIP NO: 17275R102	45,114.30	18.080	33,628.80	-11,485.50			1.327	446.40
1,840.000	EMC CORP CUSIP NO: 268648102	23,363.40	21.540	39,633.60	16,270.20				
735.000	FAIRCHILD SEMICONDUCTOR INTL CL A CUSIP NO: 303726103	13,314.02	12.040	8,849.40	-4,464.62				

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105.000	GOOGLE INC CL A COM CUSIP NO: 38259P508	45,500.25	645.900	67,819.50	22,319.25				
290.000	INTERNATIONAL BUSINESS MACHS CUSIP NO: 459200101	25,971.05	183.880	53,325.20	27,354.15			1.631	870.00
420.000	INTUIT CUSIP NO: 461202103	21,554.48	52.590	22,087.80	533.32			1.141	252.00
1,025.000	MICROSOFT CORP CUSIP NO: 594918104	29,750.22	25.960	26,609.00	-3,141.22			3.082	820.00
790.000	QUALCOMM INC CUSIP NO: 747525103	41,467.18	54.700	43,213.00	1,745.82			1.572	679.40
	TOTAL INFORMATION TECHNOLOGY	338,979.61		455,535.50	116,555.89			.833	3,796.80
	MATERIALS								
340.000	AIR PRODS & CHEMS INC CUSIP NO: 009158106	30,688.71	85.190	28,964.60	-1,724.11	197.20		2.723	788.80
540.000	CELANESE CORP DEL SER A COM CUSIP NO: 150870103	13,869.79	44.270	23,905.80	10,036.01			.542	129.60
550.000	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP NO: 356710857	18,224.25	36.790	20,234.50	2,010.25			2.718	550.00
170.000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 767204100	7,354.20	48.920	8,316.40	962.20			2.388	198.56

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TOTAL MATERIALS									
		70,136.95		81,421.30	11,284.35	197.20		2.047	1,666.96
TELECOMMUNICATION SERVICES									
3,735.000	SPRINT NEXTEL CORP CUSIP NO: 852061100	17,871.98	2.340	8,739.90	-9,132.08				
TOTAL TELECOMMUNICATION SERVICES									
		17,871.98		8,739.90	-9,132.08				
MUTUAL FUNDS-EQUITY									
9,462.492	COLUMBIA ACORN FUND CLASS Z SHARES CUSIP NO: 197199409	223,119.33	27.560	260,786.28	37,666.95			.301	785.39
3,315.857	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES CUSIP NO: 197199813	124,390.91	34.310	113,767.05	-10,623.86			2.987	3,398.75
13,998.511	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES CUSIP NO: 19765H636	136,905.44	10.090	141,244.98	4,339.54			1.933	2,729.71
45,868.661	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES CUSIP NO: 19765N245	612,000.00	13.620	624,731.16	12,731.16			2.430	15,182.53
2,731.529	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES CUSIP NO: 19765N567	98,649.47	41.160	112,429.73	13,780.26			.678	762.10
5,951.373	COLUMBIA SMALL CAP GROWTH I FUND CLASS Z SHARES CUSIP NO: 19765P596	163,630.19	27.140	161,520.26	-2,109.93				

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
56,994.638	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES CUSIP NO: 19765Y688	766,000.00	12.020	685,075.55	-82,924.45				
16,612.111	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND CUSIP NO: 47803W406	203,000.00	11.290	187,550.73	-15,449.27			.213	398.69
11,855.833	THORNBURG INTL VALUE FUND CL I CUSIP NO: 885215566	375,000.00	24.580	291,416.38	-83,583.62			1.562	4,552.64
	TOTAL MUTUAL FUNDS-EQUITY	2,704,695.34		2,578,522.12	-126,173.22			1.079	27,809.81
	OTHER EQUITIES								
6,515.000	ISHARES MSCI EMERGING MKTS INDEX FUND CUSIP NO: 464287234	298,266.66	37.940	247,179.10	-51,087.56			2.130	5,264.12
	TOTAL OTHER EQUITIES	298,266.66		247,179.10	-51,087.56			2.130	5,264.12
	TOTAL EQUITIES	4,929,762.83		4,962,166.17	32,403.34	3,779.19		1.580	78,388.24
	ALTERNATIVE INVESTMENTS								
	REAL ESTATE								
9,596.704	NATIXIS FDS TR IV AEM REAL ESTATE FD CL Y COM CUSIP NO: 63872W409	161,000.00	16.990	163,048.00	2,048.00			1.042	1,698.62
	TOTAL REAL ESTATE	161,000.00		163,048.00	2,048.00			1.042	1,698.62
	TOTAL ALTERNATIVE INVESTMENTS	161,000.00		163,048.00	2,048.00			1.042	1,698.62

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PAR VALUE/ SHARES	ASSET DESCRIPTION	BOOK VALUE	MARKET PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME	YTM	MARKET YIELD	EST ANNUAL INCOME
TOTAL INVESTMENTS		8,178,125.54		8,163,074.22	-15,051.32	9,850.82		2.506	204,559.51
TOTAL CASH									
ACCRUED INCOME		9,850.82		9,850.82					
TOTAL ASSETS		8,187,976.36		8,172,925.04					

SECTION V

AMORTIZATION BASES UNDER SECTION 430 OF THE IRS CODE

<u>Type</u>	<u>Initial Period</u>	<u>Initial Amount</u>	<u>Remaining Period</u>	<u>Remaining Amount</u>	<u>Annual Payment</u>
Shortfall Bases					
	7	\$ 374,853	7	\$ 374,853	\$ 60,575
	7	\$ 1,621,896	6	\$ 1,484,355	\$ 271,062
	7	\$ -346,707	5	\$ -292,461	\$ -61,930
	7	\$ 533,866	4	\$ 341,987	\$ 89,248