

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2011</div> This Form is Open to Public Inspection
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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>RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1983</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1983</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/1983</u>					
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>RADIOLOGY, LTD. P.L.C.</u> <u>677 NORTH WILMOT ROAD</u> <u>TUCSON, AZ 85711</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>86-0423896</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>520-795-2889</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>621510</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>86-0423896</u>	2c Sponsor's telephone number <u>520-795-2889</u>	2d Business code (see instructions) <u>621510</u>	
2b Employer Identification Number (EIN) <u>86-0423896</u>					
2c Sponsor's telephone number <u>520-795-2889</u>					
2d Business code (see instructions) <u>621510</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	Filed with authorized/valid electronic signature.	10/15/2012	SHARON KENNEDY, APA, QPA, QKA, ERPA
	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") RADIOLOGY, LTD. P.L.C. 677 NORTH WILMOT ROAD TUCSON, AZ 85711	3b Administrator's EIN 86-0423896 3c Administrator's telephone number 520-795-2889
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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	450
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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	379
b Retired or separated participants receiving benefits.....	6b	27
c Other retired or separated participants entitled to future benefits.....	6c	52
d Subtotal. Add lines 6a , 6b , and 6c	6d	458
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	1
f Total. Add lines 6d and 6e	6f	459
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	459
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	17

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:

2A 2E 2J 2K 3D

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

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

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

b General Schedules

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

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

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

A Name of plan <u>RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>RADIOLOGY, LTD. P.L.C.</u>	D Employer Identification Number (EIN) <u>86-0423896</u>

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

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

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

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

MERRILL LYNCH

4 WORLD FINANCIAL CENTER
250 VESEY STREET
NEW YORK, NY 10281

13-5674085

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 28 51 52 60	INVESTMENT	236222	Yes ☒ No ☐	Yes ☒ No ☐	4816	Yes ☐ No ☒

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE 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>RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>RADIOLOGY, LTD. P.L.C.</u>	D Employer Identification Number (EIN) <u>86-0423896</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)	944164	791173
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	323006	242744
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1084031	4482733
(2) U.S. Government securities.....	1c(2)	569654	6710
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	19826252	15424770
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	34207017	34086959
(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)		
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	1002946	1191562

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	57957070	56226651

Liabilities

g Benefit claims payable	1g		52316
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	52316

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	57957070	56174335
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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)	2475532	
(B) Participants	2a(1)(B)	1381805	
(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)		3857337
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)	1043982	
(C) Corporate debt instruments	2b(1)(C)		
(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)		1043982
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	590444	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		590444
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	-2039543	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-2039543
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		3452220

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4796809	
(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)		4796809
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)	383179	
(4) Other	2i(4)	54967	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		438146
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		5234955

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-1782735
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: BEACHFLEISCHMAN PC

(2) EIN: 86-0683059

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

5b(1) Name of plan(s)

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

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>RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>RADIOLOGY, LTD. P.L.C.</u>	D Employer Identification Number (EIN) <u>86-0423896</u>

Part I	Distributions
---------------	----------------------

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<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>32-0236376</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	

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

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

Part III	Amendments
-----------------	-------------------

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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): _____

**RADIOLOGY LTD., P.L.C. 401(K) PROFIT
SHARING PLAN**

YEAR ENDED DECEMBER 31, 2011

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN
YEAR ENDED DECEMBER 31, 2011

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BEACHFLEISCHMAN

Independent Auditors' Report

Board of Trustees
Radiology Ltd., P.L.C. 401(k) Profit Sharing Plan
Tucson, Arizona

We have audited the accompanying statements of net assets available for benefits of Radiology Ltd., P.L.C. 401(k) Profit Sharing Plan, formerly the Radiology Ltd., P.L.C. Money Purchase Pension Plan, (Plan) as of December 31, 2011 and 2010, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with U.S. generally accepted auditing standards established by the AICPA Auditing Standards Board. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Sponsor's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Radiology Ltd., P.L.C. 401(k) Profit Sharing Plan as of December 31, 2011 and 2010, and the changes in net assets available for benefits for the year ended December 31, 2011, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes at end of year for the plan year ended December 31, 2011 is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements themselves, and other additional procedures in accordance with U.S. generally accepted auditing standards. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

BeachFleischman PC

October 3, 2012

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2011 AND 2010

	<u>2011</u>	<u>2010</u>
Cash and cash equivalents	\$ 4,482,733	\$ 1,084,031
Investments, at fair value:		
Common stocks	34,086,959	34,207,017
Corporate notes and bonds	15,424,770	19,826,252
U.S. government securities	6,710	569,654
Mutual funds	<u>1,191,562</u>	<u>1,002,946</u>
	<u>50,710,001</u>	<u>55,605,869</u>
Receivables:		
Employer contributions	791,173	944,164
Accrued interest	240,275	312,906
Other	<u>2,469</u>	<u>10,100</u>
	<u>1,033,917</u>	<u>1,267,170</u>
Total assets	<u>56,226,651</u>	<u>57,957,070</u>
Liabilities:		
Distributions payable	<u>52,316</u>	<u> </u>
Net assets available for benefits	<u>\$ 56,174,335</u>	<u>\$ 57,957,070</u>

See notes to financial statements.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEAR ENDED DECEMBER 31, 2011

Additions to net assets attributed to: Investment income (loss): Net depreciation in fair value of investments Interest Dividends Net investment loss Contributions: Employer Participants' Total contributions Total additions	\$ (2,039,543) 1,043,982 590,444 (405,117) 2,475,532 1,381,805 3,857,337 3,452,220
Deductions from net assets attributed to: Benefits paid to participants Investment expenses Other Total deductions	4,796,809 383,179 54,967 5,234,955
Net decrease	(1,782,735)
Net assets available for benefits:	
Beginning of year	57,957,070
End of year	<u>\$ 56,174,335</u>

See notes to financial statements.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2011

1. Description of plan:

The following description of the Radiology, Ltd., P.L.C. (Sponsor) 401(k) Profit Sharing Plan (Plan), formerly the Radiology, Ltd., P.L.C. Money Purchase Pension Plan (MPPP), provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions. The Sponsor established a money purchase plan on January 1, 1983, which was amended in February 2011 to freeze all contributions effective March 15, 2011. At that time, the Sponsor entered into a new adoption agreement that converted the money purchase plan to a profit sharing and 401k plan with safe harbor provisions effective March 16, 2011.

General:

The Plan is a defined contribution retirement plan covering all full-time employees of the Sponsor (except leased employees or certain excluded nonassociate physicians) who have completed one year of service and are at least 21 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participant contributions:

Prior to March 16, 2011, the Plan did not permit participant contributions other than qualified rollovers. Effective March 16, 2011, under the 401(k) provisions of the Plan, all eligible employees of the sponsor who have completed one year of service may elect to defer a portion of their pretax compensation up to current statutory limits determined annually and prescribed by the Internal Revenue Service. Eligible employees are also able to designate their salary deferrals as Roth deferrals. Through December 31 2011, the Plan continued to permit participants to make additional voluntary contributions of qualified rollovers from other retirement plans. In February 2012, the Plan was amended to no longer allow for rollover contributions into the Plan.

Employer contributions:

Under the 401(k) provisions of the plan, the Sponsor is required to contribute and allocate to each participant's account an amount equal to 100% of the participant's elective deferral up to 4% of the participant's compensation. The Sponsor also makes a safe harbor contribution equal to 3% of the participant's compensation. In addition, the Sponsor is permitted to make discretionary contributions. Discretionary contributions, when made, are allocated to every eligible employee who was actively participating in the Plan at any time during the plan year. Total discretionary contributions for 2011 were \$978,358.

Prior to March 16, 2011, employer contributions were provided for under the MPPP based on a prescribed formula that met the minimum funding requirements of ERISA.

Participants' accounts:

Each participant's account is credited with their salary deferral, rollovers, employer's contributions and Plan earnings, and charged with an allocation of investment related expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

1. Description of plan (continued):

Vesting:

Participants are immediately vested in their elective deferral contributions, employer safe harbor contributions and any rollover contributions made to the Plan, plus actual earnings thereon. Vesting of employer contributions and actual earnings thereon is at 20% intervals per year beginning with the completion of the participant's second year of service. Participants are fully vested after six years of service or upon attaining the Plan's normal retirement age of 62. The Plan defines a year of service for vesting purposes to be a calendar year with at least 1,000 hours of service. Upon the death or disability of a participant, their account balance shall become fully vested.

Payment of benefits:

The Plan requires that upon separation of service due to death, disability, retirement or other reasons, a participant whose vested account balance is less than \$50,000 may take a lump sum distribution as soon as administratively practicable of their vested balance as valued on the last day of the immediately preceding Plan year if known, and if not known, on the last day of the second preceding Plan year. A participant whose vested account balance exceeds \$50,000 may elect to receive one of the following: 80% of their vested balance on or near the first January following the date they become eligible for a distribution, or 70% of their vested balance anytime following the date they become eligible for a distribution. This partial distribution will be based on the participant's vested account balance as valued on the last day of the immediately preceding Plan year if known, and if not known, on the last day of the second preceding Plan year. The remaining vested balance of the participant's account is distributed as soon as administratively practicable following a valuation of the Plan's accounts under either method. Distributions are required to be initiated upon a separated participant's attainment of 62 years of age, or in the year of separation if 62 or older.

Participants who are at least 59½ may take an in-service distribution not exceeding 70% of their vested account balance during the Plan year. For all MPPP contributions, the participant must be at least 62 to receive an in-service distribution. All distributions of any amount require the participant's consent.

Participants who had an account balance under the MPPP may elect to receive that balance through a qualified annuity. The participant may waive this election and receive their distribution as prescribed in the preceding paragraphs.

Forfeitures:

Forfeitures of terminated participants' nonvested accounts are treated as a reduction to the employer's contribution. At December 31, 2011 and 2010, forfeited nonvested accounts totaled \$185,950 and \$227,590. Employer contributions were reduced by forfeited nonvested accounts in the amount of \$101,660 in 2011.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

2. Summary of significant accounting policies:

Basis of accounting:

The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates:

The preparation of financial statements in conformity with U.S. generally accepted accounting principles (GAAP) requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Investment valuation and income recognition:

The Plan's investments are stated at fair value. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Net depreciation in fair value of investments includes both realized and unrealized gains and losses on investments bought and sold as well as held during the year.

Cash and cash equivalents:

The Plan considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

The Plan places its cash with a credit institution. At times, such investments may be in excess of the SIPC insurance limit; however, the trustees do not believe the Plan is exposed to any significant credit risk on cash and cash equivalents.

Payment of benefits:

Benefits paid to participants are recorded when paid or are payable.

Subsequent events:

The Plan has evaluated the events that have occurred subsequent to December 31, 2011 through October 3, 2012, the date that the financial statements were available to be issued. Management has no responsibility to update these financial statements for events and circumstances occurring after this date.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

3. Federal income tax status:

The Internal Revenue Service has determined and informed the Plan by a letter dated July 16, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended and restated since receiving the determination letter. However, the Plan administrator and the Plan Sponsor believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of December 31, 2011 and 2010.

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

4. Fair value measurements:

Fair value is defined as the price to sell an asset or transfer a liability between market participants as of the measurement date. Fair value measurements assume the asset or liability is exchanged in an orderly manner; the exchange is in the principal market for that asset or liability (or in the most advantageous market when no principal market exists); and that the market participants are independent, knowledgeable, able and willing to transact an exchange. The fair value for qualifying alternative investments is determined based on the investment's net asset value as a practical expedient. Considerable judgment is required in interpreting market data used to develop the estimates of fair value. Accordingly, the estimates presented in the financial statements are not necessarily indicative of the amounts that could be realized in a current market exchange. The use of different market assumptions and estimation methodologies may have a material effect on the estimated fair value.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Transfers between levels are recorded at the beginning of the reporting period in which they occur. Valuation techniques used maximize the use of observable inputs and minimize the use of unobservable inputs:

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.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

4. Fair value measurements (continued):

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets or active markets that the Plan does not have access to;
- 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.

At December 31, 2011, the fair value of assets measured on a recurring basis is as follows:

	<u>Fair value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Common stocks:				
Large cap growth	\$ 13,491,618	\$ 13,491,618		
Large cap value	4,281,322	4,281,322		
Small/mid cap growth	3,667,757	3,667,757		
Small/mid cap value	4,267,687	4,267,687		
International equity	6,704,905	6,704,905		
Equities blend	1,673,670	1,673,670		
Corporate notes and bonds	15,424,770	15,424,770		
U.S. government securities	6,710	6,710		
Mutual funds	<u>1,191,562</u>	<u>1,191,562</u>		
	<u>\$ 50,710,001</u>	<u>\$ 50,710,001</u>		

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

4. Fair value measurements (continued):

At December 31, 2010, the fair value of assets measured on a recurring basis is as follows:

	<u>Fair value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Common stocks:				
Large cap growth	\$ 11,356,730	\$ 11,356,730		
Large cap value	7,833,407	7,833,407		
Small/mid cap growth	2,633,940	2,633,940		
Small/mid cap value	4,070,635	4,070,635		
International equity	6,396,712	6,396,712		
Equities blend	1,915,593	1,915,593		
Corporate notes and bonds	19,826,252	19,826,252		
U.S. government securities	569,654	569,654		
Mutual funds	1,002,946	1,002,946		
	<u>\$ 55,605,869</u>	<u>\$ 55,605,869</u>		

The assets in the preceding tables were measured primarily using the market approach. Following is a description of the valuation methodologies used for assets measured at fair value.

Common stocks, corporate bonds and notes, U.S. government securities and mutual funds are all valued at the closing price reported on the active market on which the individual securities are traded.

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

5. Investments:

All of the Plan's assets are nonparticipant directed. The Plan has fiduciary contracts with several investment managers as defined under ERISA to manage its portfolios in accordance with the Plan's Investment Policy Statement. In February 2012, the Plan trustees shifted the Plan's investment strategy to a passive approach investing approximately 65% of the Plan's assets in index funds. The Plan's trustees meet quarterly to review the performance of the Plan's investments.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

5. Investments (continued):

The value of individual investments that represent 5% or more of the Plan's net assets is as follows:

	<u>2011</u>
Common stocks, at fair value:	
Vanguard Growth ETF	\$ 8,097,168
The Plan's investments appreciated (depreciated) in value as follows:	
Common stocks	\$ (1,927,807)
Corporate notes and bonds	(282,760)
U.S. government securities	60,174
Mutual funds	<u>110,850</u>
	<u>\$ (2,039,543)</u>

6. Reconciliation of financial statements to Form 5500:

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

	<u>2011</u>
Accrued interest receivable per the financial statements	\$ 240,275
Other receivable per the financial statements	<u>2,469</u>
Other contributions per Form 5500	<u>\$ 242,744</u>

7. Plan termination:

Although it has not expressed any intent to do so, the Sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100% vested in their accounts.

RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED DECEMBER 31, 2011

8. Related party transactions:

Administrative costs of the Plan related to administration of participant accounts and benefits, accounting and legal fees are paid directly by the Sponsor. During 2011, these expenses were approximately \$62,000.

Certain accounting functions are performed by officers or employees of the Sponsor. No such officer or employee receives compensation from the Plan.

9. Risks and uncertainties:

The Plan invests in securities with contractual cash flows, such as asset backed securities, collateralized mortgage obligations and commercial mortgage backed securities, including securities backed by subprime mortgage loans. The value, liquidity and related income of these securities are sensitive to changes in economic conditions, including real estate value, delinquencies or defaults, or both, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rate. In addition, the Plan invests in various investment securities that are exposed to risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

RADIOLOGY, LTD., P.L.C. 401(K) PROFIT SHARING PLAN
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EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	Cash and cash equivalents			
	BIF MONEY FUND	2,549,090 Cash and cash equivalents	\$ 2,549,090	\$ 2,549,090
	PREFERRED DEPOSIT (BUS)	1,885,336 Cash and cash equivalents	1,885,336	1,885,336
	CASH	48,307 Cash and cash equivalents	48,307	48,307
				<u>\$ 4,482,733</u>
	Common stocks			
	ABB LTD SPON ADR	1,458 shares common stock	35,504	27,454
	ABBOTT LABS	5,200 shares common stock	255,838	292,396
	ACCENTURE PLC SHS	5,638 shares common stock	241,197	300,111
	AEGON N.V. NY REG SHS	9,886 shares common stock	64,029	39,742
	AEON MALL CO 8905 JPY PAR ORDINARY	290 shares common stock	6,248	6,159
	AES CORP	45,100 shares common stock	474,100	533,984
	AIR LIQUIDE ADR	658 shares common stock	17,135	16,187
	ALCATEL LUCENT SPD ADR	34,868 shares common stock	107,494	54,394
	ALERE INC	12,525 shares common stock	384,850	289,202
	ALEXANDRIA REAL EST EQTS REIT	103 shares common stock	7,137	7,104
	ALLEGHANY CORP DEL COM	1,820 shares common stock	530,760	519,228
	ANGLOGOLD ASHANTI LTD	2,161 shares common stock	97,923	91,734
	ANHEUSER-BUSCH INBEV ADR	877 shares common stock	51,007	53,488

RADIOLOGY, LTD., P.L.C. 401(k) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4I-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	APARTMENT INVT & MGMT CO CL A	363 shares common stock	7,589	8,316
	ARCH CAPITAL GRP LTD BM	13,985 shares common stock	345,632	520,662
	ASCENDAS REAL ESTATE INV SGD PAR ORDINARY	6,240 shares common stock	10,201	8,806
	ASML HLDG N.V. NEW YORK REGISTRY SHAR	1,150 shares common stock	45,890	48,059
	ASTRAZENECA PLC SPND ADR	1,475 shares common stock	60,254	68,278
	AVALONBAY COMMUN INC REIT	371 shares common stock	38,274	48,453
	AXA -SPONS ADR	1,987 shares common stock	46,288	25,553
	BAE SYS PLC SPN ADR	7,769 shares common stock	170,876	137,201
	BANK NEW YORK MELLON CORP	24,500 shares common stock	633,799	487,795
	BARRICK GOLD CORPORATION	3,108 shares common stock	148,543	140,637
	BASF SE SPONSORED ADR	373 shares common stock	30,437	28,009
	BELGACOM SA DE DROIT PUBLIC SHS	22,037 shares common stock	159,021	140,376
	BG GROUP PLC SPON ADR	404 shares common stock	-	43,228
	BHP BILLITON LTD ADR	799 shares common stock	66,411	56,433
	BNP PARIBAS SPONSORD ADR	1,961 shares common stock	42,638	38,534
	BOEING COMPANY	4,000 shares common stock	257,338	293,400
	BOSTON PPTYS INC REIT	481 shares common stock	40,885	47,908
	BP PLC SPON ADR	2,270 shares common stock	107,669	97,020

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SCHEDULE H FORM 5500 LINE 4i-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
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a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	BRE PTYS INC MARYLAND A REIT	411 shares common stock	15,899	20,747
	BRITISH LAND CO 25P FN GBP PAR ORDINARY	1,481 shares common stock	10,600	10,645
	BROOKFIELD ASSET MGMT INC CL A	1,657 shares common stock	55,769	45,534
	BROOKFIELD OFFICE PROPERTIES INC	1,005 shares common stock	15,770	15,718
	CALLOWAY REAL ESTATE INV	354 shares common stock	7,495	9,307
	CANADIAN NATL RAILWAY CO	614 shares common stock	32,695	48,236
	CANADIAN RE INVT TR	109 shares common stock	3,066	3,789
	CANON INC ADR REP5SH	902 shares common stock	41,226	39,724
	CAPITACOMMERCIAL-1000 SGD PAR ORDINARY	12,716 shares common stock	11,964	10,346
	CAPITALAND LIMITED 1.SGD PAR ORDINARY	10,645 shares common stock	29,296	18,142
	CAPITAMALL TRUST MGT LTD 1.SGD PAR ORDINARY	9,058 shares common stock	13,130	11,875
	CASTELLUM 2.SEK PAR ORDINARY	351 shares common stock	3,460	4,367
	CENTRICA PLC SPR ADR NEW	2,744 shares common stock	56,029	48,898
	CHAODA MODERN-JUNSPON	2,318 shares common stock	79,201	1,159
	CHECK POINT SOFTWARE TECH	913 shares common stock	49,190	47,969
	CHESAPEAKE ENERGY OKLA	21,100 shares common stock	507,493	470,319
	CHEUNG KONG HOLDINGS .SHKD PAR ORDINARY	3,524 shares common stock	47,855	41,925
	CHINA MOBILE LTD SPN ADR	1,425 shares common stock	69,841	69,098

RADIOLOGY, LTD., P.L.C. 401(K) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4I-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	CHINA UNICOM HONG KONG LTD	1,050 shares common stock	22,833	22,187
	COMP DE BEBIDAS SPN ADR	1,373 shares common stock	46,067	49,552
	COMPASS GROUP PLC ADR	5,643 shares common stock	53,077	53,496
	COMPASS MINERALS INTL INC	4,655 shares common stock	365,529	320,497
	COPA HOLDINGS S A CL A	528 shares common stock	25,565	30,978
	CORIO N.V 20.NLG PAR ORDINARY	158 shares common stock	10,760	6,893
	COVIDIEN PLC SHS NEW	12,475 shares common stock	537,787	561,500
	DAI NIPPON PRTG	13,630 shares common stock	179,571	128,940
	DAITO TRUST CONSTR 1878 JPY PAR ORDINARY	202 shares common stock	10,695	17,328
	DAIWA HOUSE 1925 FN JPY PAR ORDINARY	1,226 shares common stock	13,524	14,628
	DDR CORP COM	1,154 shares common stock	13,531	14,044
	DERWENT LONDON PLC .05GBP PAR ORDINARY	564 shares common stock	12,188	13,674
	DEUTSCHE BK AG REG SHS	2,109 shares common stock	89,365	79,847
	DEUTSCHE POST AG SHS SP ADR	4,605 shares common stock	68,268	71,009
	DEXUS PROPERTY GROUP AUD PAR ORDINARY	22,034 shares common stock	16,919	18,749
	DIAGEO PLC SPSP ADR NEW	536 shares common stock	42,737	46,857
	DRESSER RAND GROUP INC	25 shares common stock	937	1,248
	EMBRAER S A SPONSRD ADR	1,252 shares common stock	41,725	31,575

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PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	EQUIFAX INC	15,770 shares common stock	405,604	610,930
	EQUITY RESIDENTIAL REIT	941 shares common stock	41,129	53,665
	ESSEX PPTY TR INC COM REIT	148 shares common stock	20,637	20,795
	EXPERIAN PLC SP ADR	4,728 shares common stock	40,015	64,159
	FANUC LTD-UNSP	1,422 shares common stock	34,526	35,977
	FDL R INV TR SBI NEW MD REIT	216 shares common stock	16,304	19,602
	FIDELITY NATL INFO SVCS INC	12,164 shares common stock	339,713	323,441
	FRASERS CENTREPOINT TR SGD PAR ORDINARY	2,682 shares common stock	2,777	2,978
	FRESENIUS MEDICAL CARE AG & CO SPON ADR	986 shares common stock	71,410	67,028
	FUJIFILM HLDGS CORP ADR	5,682 shares common stock	180,023	132,163
	GENERAL GROWTH PROPERTIE INC SHS	1,854 shares common stock	27,501	27,847
	GLOBAL LOGISTIC PROPERTI SGD PAR ORDINARY	11,183 shares common stock	19,268	15,135
	GOLAR LNG LIMITED	12,250 shares common stock	224,904	544,513
	GOLD FIELDS SP ADR NEW	4,299 shares common stock	71,875	65,560
	GOLDCORP INC	922 shares common stock	38,302	40,799
	GOODMAN GROUP AUD PAR ORDINARY	23,599 shares common stock	13,700	13,789
	GPT GROUP AUD PAR ORDINARY	6,403 shares common stock	16,909	20,152
	GREAT EAGLE HOLDINGS LTD .5USD PAR ORDINARY	2,138 shares common stock	6,505	4,195

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EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	GREAT PORTLAND ESTATES GBP PAR ORDINARY	1,483 shares common stock	7,176	7,444
	GSW IMMOBILIEN AG AKT. EUR PAR ORDINARY	287 shares common stock	9,780	8,294
	GULFMARK OFSHRE INC CLA	2,500 shares common stock	75,193	105,025
	HACHIJUNI BANK LTD ADR	885 shares common stock	51,387	50,268
	HALLIBURTON COMPANY	7,500 shares common stock	233,724	258,825
	HAMMERSON ORD 25P GBP PAR ORDINARY	2,991 shares common stock	18,712	16,734
	HANG LUNG GROUP LIMITED 1.HKD PAR ORDINARY	1,574 shares common stock	8,681	8,623
	HANG LUNG PROPERTIES LTD 1.HKD PAR ORDINARY	5,407 shares common stock	19,522	15,386
	HCP INC	702 shares common stock	25,837	29,084
	HEALTH CARE REIT INC COM REIT	422 shares common stock	21,680	23,012
	HECKMANN CORP	36,500 shares common stock	214,763	242,725
	HEWLETT PACKARD CO DEL	27,300 shares common stock	907,060	703,248
	HIGHWOODS PTYS INC REIT	165 shares common stock	4,985	4,896
	HOME RETAIL GROUP PLC	21,371 shares common stock	235,683	110,274
	HONG KONG LAND HLDGS .1USD PAR ORDINARY	2,380 shares common stock	12,674	10,805
	HOSPIRA INC	5,675 shares common stock	248,385	172,350
	HOST HOTELS & RESORTS REIT	1,931 shares common stock	28,959	28,521
	HSBC HLDG PLC SP ADR	784 shares common stock	29,371	29,870

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	HUANENG PWR INTL SP ADR	8,025 shares common stock	173,748	168,686
	HUFVUDSTADEN A FREE SEK PAR ORDINARY	324 shares common stock	3,421	3,311
	ICADE EUR PAR ORDINARY	117 shares common stock	11,769	9,233
	IMPALA PLATINUM SPON ADR	2,182 shares common stock	56,773	44,971
	INDRA SISTEMAS SA SHS	17,402 shares common stock	175,360	109,285
	INFINEON TECHS AG SPDADR	2,866 shares common stock	30,760	21,524
	INTERCONTINENTAL HOTELS GROUP PLC NEW ADR	1,405 shares common stock	24,502	25,276
	INTESA SANPAOLO SPON ADR	4,445 shares common stock	63,943	44,183
	INVESTA OFFICE FUND 1.AUD PAR ORDINARY	21,554 shares common stock	11,983	13,258
	ITAU UNIBANCO BANCO HOLD SA SPONSORED ADR	1,756 shares common stock	36,949	32,591
	ITT CORP SHS	5,450 shares common stock	106,144	105,349
	JARDEN CORP	7,375 shares common stock	233,635	220,365
	JOHNSON CONTROLS INC	8,150 shares common stock	307,998	254,769
	JPMORGAN CHASE & CO	13,166 shares common stock	475,273	437,770
	KAO CORP SPD ADR	3,410 shares common stock	90,325	92,752
	KEPPEL LAND .5SGD PAR ORDINARY	1,512 shares common stock	5,336	2,589
	KEPPEL LTD SPONS ADR	10,447 shares common stock	113,006	148,765
	KERRY PROPERTIES LIMITED 1.HKD PAR ORDINARY	2,660 shares common stock	12,463	8,802

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PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	KIMCO REALTY CORP MD COM REIT	691 shares common stock	11,981	11,222
	KINROSS GOLD CORP	5,361 shares common stock	75,114	61,115
	KLEPIERRE ORD EUR 8 EUR PAR ORDINARY	176 shares common stock	7,128	5,036
	KT CORP ADR	8,506 shares common stock	142,703	133,034
	L OREAL CO ADR	2,305 shares common stock	49,819	48,013
	LABORATORY CP AMER HLDGS	3,750 shares common stock	285,296	322,388
	LAND SEC GRP ORD GBP GBP PAR ORDINARY	2,123 shares common stock	20,717	20,967
	LEND LEASE GROUP AUD PAR ORDINARY	395 shares common stock	2,685	2,899
	LIBERTY INTERACTIVE CORP SERIES A	34,700 shares common stock	515,612	562,861
	LIBERTY MEDIA CORP LIBERTY CAP COM SER A	3,300 shares common stock	260,851	257,565
	LIBERTY PPTY TR SBI REIT	686 shares common stock	21,581	21,184
	LIFE TECHNOLOGIES CORP	4,100 shares common stock	185,713	159,531
	LINK (THE) REAL ESTATE I HKD PAR ORDINARY	9,058 shares common stock	26,577	33,355
	LLOYDS BANKING GROUP PLC ADR	21,485 shares common stock	73,108	33,731
	LOCKHEED MARTIN CORP	2,555 shares common stock	190,129	206,700
	LOEWS CORP	13,300 shares common stock	530,506	500,745
	LONGFOR PROPERTIES CO LT PAR ORDINARY	3,610 shares common stock	4,816	4,081
	LOWE'S COMPANIES INC	15,800 shares common stock	343,741	401,004

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a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	MACERICH CO REIT	717 shares common stock	28,728	36,280
	MACYS INC	6,000 shares common stock	146,607	193,080
	MAGNA INTL INC CL A VTG	1,902 shares common stock	71,564	63,356
	MEDQUIST HLDGS INC	10,350 shares common stock	111,945	99,567
	MERCIALYS EUR PAR ORDINARY	231 shares common stock	7,938	7,467
	MIRVAC GROUP FN AUD PAR ORDINARY	8,253 shares common stock	11,031	9,984
	MITSUBISHI CP SPNSRD ADR	993 shares common stock	40,317	39,790
	MITSUBISHI ESTATE 8802 JPY PAR ORDINARY	4,498 shares common stock	75,236	67,230
	MITSUMI FUDOSAN 8801 JPY PAR ORDINARY	3,084 shares common stock	53,391	44,973
	MONSANTO CO NEW DEL COM	4,320 shares common stock	261,060	302,702
	MONSTER WORLDWIDE INC	17,450 shares common stock	274,911	138,379
	MS&AD INS GROUP HLDGS UNSP ADR	5,997 shares common stock	71,224	54,513
	NESTLE S A REP RG SH ADR	801 shares common stock	49,302	46,226
	NEUSTAR INC CL A	11,850 shares common stock	288,182	404,915
	NEWMONT MINING CORP	2,692 shares common stock	152,570	161,547
	NEWS CORP CL A	33,800 shares common stock	489,335	602,992
	NINTENDO LTD ADR	5,303 shares common stock	170,242	89,833
	NOKIA CORP SPON ADR	20,744 shares common stock	214,734	99,986

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	NOMURA REAL ESTATE HOLD JPY PAR ORDINARY	472 shares common stock	8,726	7,030
	NOVARTIS ADR	2,662 shares common stock	151,488	152,187
	NOVO NORDISK A S ADR	447 shares common stock	30,518	51,521
	PALADIN ENERGY LTD AUD PAR ORDINARY	21,900 shares common stock	91,753	30,759
	PEARSON SPONSORED ADR	3,059 shares common stock	58,291	57,723
	PEBBLEBROOK HOTEL TRUST	333 shares common stock	6,517	6,387
	PIONEER NATURAL RES CO	3,400 shares common stock	251,820	304,232
	PRIMARIS RETAIL REAL ESTATE INVT TR	256 shares common stock	4,400	5,182
	PROLOGIS INC	1,501 shares common stock	44,357	42,914
	PRUDENTIAL PLC ADR	2,781 shares common stock	63,596	54,897
	PSP SWISS PROPERTY 16.78CHF PAR ORDINARY	36 shares common stock	3,606	3,026
	PUBLIC STORAGE \$0.10 REIT	285 shares common stock	29,716	38,321
	RALCORP HLDGS INC NEW	890 shares common stock	64,096	76,095
	REPUBLIC SERVICES INC	10,175 shares common stock	306,536	280,321
	RIOCAN RL EST INV TR ONT	684 shares common stock	13,371	17,754
	ROHM CO LTD SHS	5,331 shares common stock	165,955	122,826
	ROLLS ROYCE GRP SPN ADR	1,087 shares common stock	44,612	62,753
	ROYAL DUTCH SHELL PLC SPONS ADR B	2,733 shares common stock	170,987	207,735

RADIOLOGY, LTD., P.L.C. 401(k) PROFIT SHARING PLAN
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	RYANAIR HLDGS PLC SP ADR	1,330 shares common stock	36,097	37,054
	SAFESTORE HOLDINGS LTD GBP PAR ORDINARY	1,866 shares common stock	3,585	2,900
	SANOFI ADR	4,031 shares common stock	155,172	147,293
	SAP AG SHS	770 shares common stock	33,443	40,772
	SASOL LTD SPONSORED ADR	765 shares common stock	39,702	36,261
	SEGA SAMMY HOLDINGS INC ADR	18,456 shares common stock	88,716	100,585
	SEGR0 PLC (REIT) SHS .1 GBP PAR ORDINARY	733 shares common stock	3,430	2,375
	SEKISUI HSE LD SPONS ADR	10,365 shares common stock	101,400	90,279
	SEVEN AND I HOLDINGS CO LTD SHS	2,563 shares common stock	132,210	141,606
	SHIRE PLC-ADR	354 shares common stock	32,753	36,781
	SHISEIDO LTD SPONSRD ADR	6,323 shares common stock	120,398	114,636
	SIEMENS AG ADR	1,383 shares common stock	140,137	132,229
	SILIC ORD EUR 4 EUR PAR ORDINARY	41 shares common stock	4,836	3,988
	SIMON PROPERTY GROUP DEL REIT	741 shares common stock	66,988	95,545
	SL GREEN REALTY CORP REIT	341 shares common stock	20,175	22,724
	SOCIETE GENERAL SPN ADR	13,448 shares common stock	116,803	58,633
	SOFTBANK CORP SHS	2,826 shares common stock	54,922	41,260
	SOHO CHINA LTD .02HKD PAR ORDINARY	4,390 shares common stock	3,770	2,922

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EIN:86-0423896 PLAN #001
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a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	SSE PLC SPONSORED ADR	3,097 shares common stock	69,296	62,219
	STARWOOD HOTELS AND RESORTS WORLDWIDE NE	234 shares common stock	11,776	11,225
	STOCKLAND AUD PAR ORDINARY	5,810 shares common stock	20,507	18,346
	STORA ENSO OYJ SPD ADR	14,269 shares common stock	137,763	84,758
	SUMITOMO MITSUI TR HLDGS INC SPONSORED ADR	17,972 shares common stock	62,102	51,040
	SUMITOMO REALTY & JPY PAR ORDINARY	1,799 shares common stock	34,719	31,518
	SUN HUNG KAI PROPERTIES .5HKD PAR ORDINARY	3,649 shares common stock	53,534	45,738
	SUNCOR ENERGY INC NEW	4,650 shares common stock	155,785	134,060
	SWISS PRIME SITE 182.CHF PAR ORDINARY	118 shares common stock	8,396	8,903
	SYNGENTA AG ADR	645 shares common stock	40,349	38,016
	TANGER FACTORY OUTLT CEN REIT	262 shares common stock	5,844	7,682
	TAUBMAN CENTERS INC COM REIT'S-REGIONAL MALLS	269 shares common stock	10,427	16,705
	TE CONNECTIVITY LTD REG.SHS	13,925 shares common stock	207,223	429,029
	TELECOM ITALIA SPA ADR	13,259 shares common stock	158,903	118,005
	TESCO PLC SPNRD ADR	5,144 shares common stock	105,116	96,913
	TEVA PHARMACTOL INDS ADR	1,065 shares common stock	50,550	42,983
	THERMO FISHER SCIENTIFIC INC	6,075 shares common stock	257,861	273,193
	TIM HORTONS INC	640 shares common stock	-	30,989

RADIOLOGY, LTD., P.L.C. 401(K) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4i-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	TORONTO DOMINION BANK	1,083 shares common stock	78,806	81,019
	TYCO INTL LTD NAMEN-AKT	12,375 shares common stock	471,789	578,036
	UDR INC	971 shares common stock	18,891	24,372
	UNIBAIL RODAMCO 5.EUR PAR ORDINARY	235 shares common stock	46,531	42,374
	UNILEVER NV NY REG SHS	1,429 shares common stock	44,697	49,115
	VANGUARD GROWTH ETF	131,107 shares common stock	8,673,324	8,097,168
	VARIOUS	69,750 shares common stock	69,750	69,750
	VENTAS INC REIT	639 shares common stock	31,833	35,228
	VIASAT INC COM	1,000 shares common stock	37,520	46,120
	VISTEON CORP COM STK WHEN IS	5,360 shares common stock	365,552	267,678
	VODAFONE GROU PLC SP ADR	1,459 shares common stock	40,506	40,896
	VORNADO REALTY TRUST COM REIT	498 shares common stock	37,617	38,276
	WAL-MART DE MEX SPNADR V SA DE CV	2,729 shares common stock	52,072	74,747
	WAL-MART STORES INC	10,400 shares common stock	516,853	621,504
	WARNER CHILCOTT PLC	18,850 shares common stock	431,530	285,201
	WESTFIELD GROUP AUD PAR ORDINARY	4,788 shares common stock	48,817	38,337
	WESTFIELD GROUP AUD PAR ORDINARY	461 shares common stock	-	3,691
	WESTFIELD RETAIL TR STAP AUD PAR ORDINARY	11,489 shares common stock	30,448	29,328

RADIOLOGY, LTD., P.L.C. 401(K) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4i-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	WHARF HOLDINGS LTD (HK) 1.HKD PAR ORDINARY	1,022 shares common stock	5,815	4,619
	WHITE MTNS INS GRP LTD	1,165 shares common stock	346,459	528,281
	WILLIS GROUP HOLDINGS PUBLIC LIMITED COMPANY	7,925 shares common stock	280,475	307,490
	WOLTERS KLUWR NV SPN ADR	5,254 shares common stock	117,637	89,213
	XYLEM INC SHS ISSUED	10,900 shares common stock	319,320	282,855
	YAHOO INC	34,025 shares common stock	522,931	548,824
	ZURICH FINL SVCS SPN ADR	1,057 shares common stock	24,547	23,730
				<u>\$ 34,086,959</u>
	Corporate notes and bonds			
	AES CORP GLB	Notes, principal \$500,000, rate 8%, matures Oct 15 2017	503,468	550,000
	ALLSTATE CORP	Notes, principal \$400,000, rate 6.125%, matures Feb 15 2012	388,448	402,084
	ALLY FINANCIAL INC	Notes, principal \$500,000, rate 6.75%, matures Dec 01 2014	519,068	504,365
	AMERICAN INTL GROUP GLB	Notes, principal \$500,000, rate 5.05%, matures Oct 01 2015	484,500	484,115
	AVERY DENNISON CORP	Notes, principal \$250,000, rate 4.875%, matures Jan 15 2013	259,457	258,030
	BERKLEY (WR) CORP	Notes, principal \$525,000, rate 5.6%, matures May 15 2015	557,627	556,967
	BP CAPITAL MARKETS PLC COMPANY GUARNT GLB	Notes, principal \$225,000, rate 5.25%, matures Nov 07 2013	210,915	241,326
	CHESAPEAKE ENERGY CORP COMPANY GUARNT	Notes, principal \$500,000, rate 7.625%, matures Jul 15 2013	528,859	528,750
	CITY NATIONAL CORP SENIOR NOTES GLB	Notes, principal \$500,000, rate 5.125%, matures Feb 15 2013	470,000	507,845
	CLOROX	Notes, principal \$500,000, rate 5.45%, matures Oct 15 2012	518,048	518,045

RADIOLOGY, LTD., P.L.C. 401(k) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4I-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	DOW CHEMICAL CO/THE GLB	Notes, principal \$250,000, rate 4.85%, matures Aug 15 2012	251,236	255,770
	ECHOSTAR DBS CORP COMPANY GUARNT GLB	Notes, principal \$250,000, rate 6.625%, matures Oct 01 2014	263,043	266,875
	FIDELITY NATIONAL TITLE GLB	Notes, principal \$500,000, rate 5.25%, matures Mar 15 2013	518,771	510,850
	FORD MOTOR CREDIT CO GLB	Notes, principal \$400,000, rate 7%, matures Oct 01 2013	418,059	424,132
	FORTUNE BRANDS INC	Notes, principal \$250,000, rate 6.375%, matures Jun 15 2014	252,089	273,360
	GANNETT CO., INC COMPANY GUARNT GLB	Notes, principal \$500,000, rate 10%, matures Apr 01 2016	576,888	557,500
	GATX CORP	Notes, principal \$500,000, rate 5.5%, matures Feb 15 2012	472,755	501,345
	GENERAL ELEC CAP CORP SER GMTN	Notes, principal \$500,000, rate 5.25%, matures Oct 19 2012	486,527	517,485
	GOLDMAN SACHS GROUP INC GLB	Notes, principal \$500,000, rate 5.7%, matures Sep 01 2012	454,637	508,805
	JEFFERIES GROUP INC	Notes, principal \$500,000, rate 7.75%, matures Mar 15 2012	507,031	507,500
	LEUCADIA NATIONAL CORP	Notes, principal \$500,000, rate 8.125%, matures Sep 15 2015	536,584	525,625
	MARRIOTT INTERNATIONAL	Notes, principal \$500,000, rate 4.625%, matures Jun 15 2012	507,585	506,535
	MIDAMERICAN ENERGY HLDGS GLB	Notes, principal \$500,000, rate 5.875%, matures Oct 01 2012	488,655	517,590
	NABORS INDUSTRIES INC COMPANY GUARNT	Notes, principal \$500,000, rate 5.375%, matures Aug 15 2012	511,130	511,050
	PRUDENTIAL FINANCIAL INC SER MTNB	Notes, principal \$500,000, rate 4.5%, matures Jul 15 2013	513,150	518,355
	SOUTHWEST AIRLINES	Notes, principal \$500,000, rate 6.5%, matures Mar 15 2012	503,583	504,010
	SUPERVALU INC	Notes, principal \$250,000, rate 7.5%, matures May 15 2012	252,274	253,125
	TIME WARNER ENTERTAINMENT COMPANY GUARNT	Notes, principal \$400,000, rate 10.15%, matures May 01 2012	411,893	411,576

RADIOLOGY, LTD., P.L.C. 401(k) PROFIT SHARING PLAN
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EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	TYCO ELECTRONICS GROUP S COMPANY GUARNT	Notes, principal \$500,000, rate 6%, matures Oct 01 2012	482,500	517,545
	VERIZON COMMUNICATIONS SER FRN GLB	Notes, principal \$500,000, rate FLT%, matures Mar 28 2014	503,084	499,355
	WILLIS GROUP HLD COMPANY GUARNT	Notes, principal \$500,000, rate 5.625%, matures Jul 15 2015	505,244	530,930
	MONTPELIER RE HOLDINGS	Notes, principal \$500,000, rate 6.125%, matures Aug 15 2013	506,947	509,505
	ROYAL CARIBBEAN CRUISES GLB	Notes, principal \$225,000, rate 7%, matures Jun 15 2013	233,823	236,250
	CITIGROUP CAPITAL XIII 7.875% FIX/FLT RATE TRST PFD DUE OCT 30 2040	19,500 shares of fund	508,827	508,170
	U.S. government securities	CMO, amortized value \$514,105, rate 6%, matures 2014	6,442	\$ 6,710
	GNM P470040X			\$ 15,424,770
	Mutual funds			
	SPDR GOLD TRUST	7,285 shares of fund	884,122	1,107,247
	GOLAR LNG PARTNERS LP	2,750 shares of fund	72,140	84,315
				\$ 1,191,562

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2011</div> This Form is Open to Public Inspection
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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 RADIOLOGY LTD., P.L.C. 401(K) PROFIT SHARING PLAN	1b Three-digit plan number (PN) ▶	001	
1c Effective date of plan 01/01/1983			
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) RADIOLOGY, LTD. P.L.C. 677 NORTH WILMOT ROAD TUCSON AZ 85711			
2b Employer Identification Number (EIN) 86-0423896			
2c Sponsor's telephone number 520-795-2889			
2d Business code (see instructions) 621510			

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>10/12/12</u>	Walter C. Hardesty, Chief Operating Officer
	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") RADIOLOGY, LTD. P.L.C. 677 NORTH WILMOT ROAD TUCSON AZ 85711	3b Administrator's EIN 86-0423896 3c Administrator's telephone number 520-795-2889
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 450
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 379
b Retired or separated participants receiving benefits	6b 27
c Other retired or separated participants entitled to future benefits.....	6c 52
d Subtotal. Add lines 6a, 6b, and 6c.....	6d 458
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 1
f Total. Add lines 6d and 6e.	6f 459
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g 459
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 17
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: 2A 2E 2J 2K 3D	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information - Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

RADIOLOGY, LTD., P.L.C. 401(K) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4I-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
EIN:86-0423896 PLAN #001
PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	Cash and cash equivalents			
	BIF MONEY FUND	2,549,090 Cash and cash equivalents	\$ 2,549,090	\$ 2,549,090
	PREFERRED DEPOSIT (BUS)	1,885,336 Cash and cash equivalents	1,885,336	1,885,336
	CASH	48,307 Cash and cash equivalents	48,307	48,307
				<u>\$ 4,482,733</u>
	Common stocks			
	ABB LTD SPON ADR	1,458 shares common stock	35,504	27,454
	ABBOTT LABS	5,200 shares common stock	255,838	292,396
	ACCENTURE PLC SHS	5,638 shares common stock	241,197	300,111
	AEGON N.V. NY REG SHS	9,886 shares common stock	64,029	39,742
	AEON MALL CO 8905 JPY PAR ORDINARY	290 shares common stock	6,248	6,159
	AES CORP	45,100 shares common stock	474,100	533,984
	AIR LIQUIDE ADR	658 shares common stock	17,135	16,187
	ALCATEL LUCENT SPD ADR	34,868 shares common stock	107,494	54,394
	ALERE INC	12,525 shares common stock	384,850	289,202
	ALEXANDRIA REAL EST EQTS REIT	103 shares common stock	7,137	7,104
	ALLEGHANY CORP DEL COM	1,820 shares common stock	530,760	519,228
	ANGLOGOLD ASHANTI LTD	2,161 shares common stock	97,923	91,734
	ANHEUSER-BUSCH INBEV ADR	877 shares common stock	51,007	53,488

RADIOLOGY, LTD., P.L.C. 401(k) PROFIT SHARING PLAN
SCHEDULE H FORM 5500 LINE 4I-SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
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PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	APARTMENT INVT & MGMT CO CL A	363 shares common stock	7,589	8,316
	ARCH CAPITAL GRP LTD BM	13,985 shares common stock	345,632	520,662
	ASCENDAS REAL ESTATE INV SGD PAR ORDINARY	6,240 shares common stock	10,201	8,806
	ASML HLDG N.V. NEW YORK REGISTRY SHAR	1,150 shares common stock	45,890	48,059
	ASTRAZENECA PLC SPND ADR	1,475 shares common stock	60,254	68,278
	AVALONBAY COMMUN INC REIT	371 shares common stock	38,274	48,453
	AXA -SPONS ADR	1,987 shares common stock	46,288	25,553
	BAE SYS PLC SPN ADR	7,769 shares common stock	170,876	137,201
	BANK NEW YORK MELLON CORP	24,500 shares common stock	633,799	487,795
	BARRICK GOLD CORPORATION	3,108 shares common stock	148,543	140,637
	BASF SE SPONSORED ADR	373 shares common stock	30,437	28,009
	BELGACOM SA DE DROIT PUBLIC SHS	22,037 shares common stock	159,021	140,376
	BG GROUP PLC SPON ADR	404 shares common stock	-	43,228
	BHP BILLITON LTD ADR	799 shares common stock	66,411	56,433
	BNP PARIBAS SPONSORD ADR	1,961 shares common stock	42,638	38,534
	BOEING COMPANY	4,000 shares common stock	257,338	293,400
	BOSTON PPTYS INC REIT	481 shares common stock	40,885	47,908
	BP PLC SPON ADR	2,270 shares common stock	107,669	97,020

RADIOLOGY, LTD., P.L.C. 401(k) PROFIT SHARING PLAN
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PLAN YEAR ENDED DECEMBER 31, 2011

a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	BRE PTYS INC MARYLAND A REIT	411 shares common stock	15,899	20,747
	BRITISH LAND CO 25P FN GBP PAR ORDINARY	1,481 shares common stock	10,600	10,645
	BROOKFIELD ASSET MGMT INC CL A	1,657 shares common stock	55,769	45,534
	BROOKFIELD OFFICE PROPERTIES INC	1,005 shares common stock	15,770	15,718
	CALLOWAY REAL ESTATE INV	354 shares common stock	7,495	9,307
	CANADIAN NATL RAILWAY CO	614 shares common stock	32,695	48,236
	CANADIAN RE INVT TR	109 shares common stock	3,066	3,789
	CANON INC ADR REP5SH	902 shares common stock	41,226	39,724
	CAPITACOMMERCIAL-1000 SGD PAR ORDINARY	12,716 shares common stock	11,964	10,346
	CAPITALAND LIMITED 1.SGD PAR ORDINARY	10,645 shares common stock	29,296	18,142
	CAPITAMALL TRUST MGT LTD 1.SGD PAR ORDINARY	9,058 shares common stock	13,130	11,875
	CASTELLUM 2.SEK PAR ORDINARY	351 shares common stock	3,460	4,367
	CENTRICA PLC SPR ADR NEW	2,744 shares common stock	56,029	48,898
	CHAODA MODERN-JUNSPON	2,318 shares common stock	79,201	1,159
	CHECK POINT SOFTWARE TECH	913 shares common stock	49,190	47,969
	CHESAPEAKE ENERGY OKLA	21,100 shares common stock	507,493	470,319
	CHEUNG KONG HOLDINGS .SHKD PAR ORDINARY	3,524 shares common stock	47,855	41,925
	CHINA MOBILE LTD SPN ADR	1,425 shares common stock	69,841	69,098

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	CHINA UNICOM HONG KONG LTD	1,050 shares common stock	22,833	22,187
	COMP DE BEBIDAS SPN ADR	1,373 shares common stock	46,067	49,552
	COMPASS GROUP PLC ADR	5,643 shares common stock	53,077	53,496
	COMPASS MINERALS INTL INC	4,655 shares common stock	365,529	320,497
	COPA HOLDINGS S A CL A	528 shares common stock	25,565	30,978
	CORIO N.V 20.NLG PAR ORDINARY	158 shares common stock	10,760	6,893
	COVIDIEN PLC SHS NEW	12,475 shares common stock	537,787	561,500
	DAI NIPPON PRTG	13,630 shares common stock	179,571	128,940
	DAITO TRUST CONSTR 1878 JPY PAR ORDINARY	202 shares common stock	10,695	17,328
	DAIWA HOUSE 1925 FN JPY PAR ORDINARY	1,226 shares common stock	13,524	14,628
	DDR CORP COM	1,154 shares common stock	13,531	14,044
	DERWENT LONDON PLC .05GBP PAR ORDINARY	564 shares common stock	12,188	13,674
	DEUTSCHE BK AG REG SHS	2,109 shares common stock	89,365	79,847
	DEUTSCHE POST AG SHS SP ADR	4,605 shares common stock	68,268	71,009
	DEXUS PROPERTY GROUP AUD PAR ORDINARY	22,034 shares common stock	16,919	18,749
	DIAGEO PLC SPSP ADR NEW	536 shares common stock	42,737	46,857
	DRESSER RAND GROUP INC	25 shares common stock	937	1,248
	EMBRAER S A SPONSRD ADR	1,252 shares common stock	41,725	31,575

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a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	EQUIFAX INC	15,770 shares common stock	405,604	610,930
	EQUITY RESIDENTIAL REIT	941 shares common stock	41,129	53,665
	ESSEX PPTY TR INC COM REIT	148 shares common stock	20,637	20,795
	EXPERIAN PLC SP ADR	4,728 shares common stock	40,015	64,159
	FANUC LTD-UNSP	1,422 shares common stock	34,526	35,977
	FDL R INV TR SBI NEW MD REIT	216 shares common stock	16,304	19,602
	FIDELITY NATL INFO SVCS INC	12,164 shares common stock	339,713	323,441
	FRASERS CENTREPOINT TR SGD PAR ORDINARY	2,682 shares common stock	2,777	2,978
	FRESENIUS MEDICAL CARE AG & CO SPON ADR	986 shares common stock	71,410	67,028
	FUJIFILM HLDGS CORP ADR	5,682 shares common stock	180,023	132,163
	GENERAL GROWTH PROPERTIE INC SHS	1,854 shares common stock	27,501	27,847
	GLOBAL LOGISTIC PROPERTI SGD PAR ORDINARY	11,183 shares common stock	19,268	15,135
	GOLAR LNG LIMITED	12,250 shares common stock	224,904	544,513
	GOLD FIELDS SP ADR NEW	4,299 shares common stock	71,875	65,560
	GOLDCORP INC	922 shares common stock	38,302	40,799
	GOODMAN GROUP AUD PAR ORDINARY	23,599 shares common stock	13,700	13,789
	GPT GROUP AUD PAR ORDINARY	6,403 shares common stock	16,909	20,152
	GREAT EAGLE HOLDINGS LTD .5USD PAR ORDINARY	2,138 shares common stock	6,505	4,195

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a)	b) Identity of issue, borrower, lessor, or similar party	c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	d) Cost	e) Current value
	GREAT PORTLAND ESTATES GBP PAR ORDINARY	1,483 shares common stock	7,176	7,444
	GSW IMMOBILIEN AG AKT. EUR PAR ORDINARY	287 shares common stock	9,780	8,294
	GULFMARK OFSHRE INC CLA	2,500 shares common stock	75,193	105,025
	HACHIJUNI BANK LTD ADR	885 shares common stock	51,387	50,268
	HALLIBURTON COMPANY	7,500 shares common stock	233,724	258,825
	HAMMERSON ORD 25P GBP PAR ORDINARY	2,991 shares common stock	18,712	16,734
	HANG LUNG GROUP LIMITED 1.HKD PAR ORDINARY	1,574 shares common stock	8,681	8,623
	HANG LUNG PROPERTIES LTD 1.HKD PAR ORDINARY	5,407 shares common stock	19,522	15,386
	HCP INC	702 shares common stock	25,837	29,084
	HEALTH CARE REIT INC COM REIT	422 shares common stock	21,680	23,012
	HECKMANN CORP	36,500 shares common stock	214,763	242,725
	HEWLETT PACKARD CO DEL	27,300 shares common stock	907,060	703,248
	HIGHWOODS PTYS INC REIT	165 shares common stock	4,985	4,896
	HOME RETAIL GROUP PLC	21,371 shares common stock	235,683	110,274
	HONG KONG LAND HLDGS .1USD PAR ORDINARY	2,380 shares common stock	12,674	10,805
	HOSPIRA INC	5,675 shares common stock	248,385	172,350
	HOST HOTELS & RESORTS REIT	1,931 shares common stock	28,959	28,521
	HSBC HLDG PLC SP ADR	784 shares common stock	29,371	29,870

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PLAN YEAR ENDED DECEMBER 31, 2011

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	HUANENG PWR INTL SP ADR	8,025 shares common stock	173,748	168,686
	HUFVUDSTADEN A FREE SEK PAR ORDINARY	324 shares common stock	3,421	3,311
	ICADE EUR PAR ORDINARY	117 shares common stock	11,769	9,233
	IMPALA PLATINUM SPON ADR	2,182 shares common stock	56,773	44,971
	INDRA SISTEMAS SA SHS	17,402 shares common stock	175,360	109,285
	INFINEON TECHS AG SPDADR	2,866 shares common stock	30,760	21,524
	INTERCONTINENTAL HOTELS GROUP PLC NEW ADR	1,405 shares common stock	24,502	25,276
	INTESA SANPAOLO SPON ADR	4,445 shares common stock	63,943	44,183
	INVESTA OFFICE FUND 1.AUD PAR ORDINARY	21,554 shares common stock	11,983	13,258
	ITAU UNIBANCO BANCO HOLD SA SPONSORED ADR	1,756 shares common stock	36,949	32,591
	ITT CORP SHS	5,450 shares common stock	106,144	105,349
	JARDEN CORP	7,375 shares common stock	233,635	220,365
	JOHNSON CONTROLS INC	8,150 shares common stock	307,998	254,769
	JPMORGAN CHASE & CO	13,166 shares common stock	475,273	437,770
	KAO CORP SPD ADR	3,410 shares common stock	90,325	92,752
	KEPPEL LAND .5SGD PAR ORDINARY	1,512 shares common stock	5,336	2,589
	KEPPEL LTD SPONS ADR	10,447 shares common stock	113,006	148,765
	KERRY PROPERTIES LIMITED 1.HKD PAR ORDINARY	2,660 shares common stock	12,463	8,802

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	KIMCO REALTY CORP MD COM REIT	691 shares common stock	11,981	11,222
	KINROSS GOLD CORP	5,361 shares common stock	75,114	61,115
	KLEPIERRE ORD EUR 8 EUR PAR ORDINARY	176 shares common stock	7,128	5,036
	KT CORP ADR	8,506 shares common stock	142,703	133,034
	L OREAL CO ADR	2,305 shares common stock	49,819	48,013
	LABORATORY CP AMER HLDGS	3,750 shares common stock	285,296	322,388
	LAND SEC GRP ORD GBP GBP PAR ORDINARY	2,123 shares common stock	20,717	20,967
	LEND LEASE GROUP AUD PAR ORDINARY	395 shares common stock	2,685	2,899
	LIBERTY INTERACTIVE CORP SERIES A	34,700 shares common stock	515,612	562,861
	LIBERTY MEDIA CORP LIBERTY CAP COM SER A	3,300 shares common stock	260,851	257,565
	LIBERTY PPTY TR SBI REIT	686 shares common stock	21,581	21,184
	LIFE TECHNOLOGIES CORP	4,100 shares common stock	185,713	159,531
	LINK (THE) REAL ESTATE I HKD PAR ORDINARY	9,058 shares common stock	26,577	33,355
	LLOYDS BANKING GROUP PLC ADR	21,485 shares common stock	73,108	33,731
	LOCKHEED MARTIN CORP	2,555 shares common stock	190,129	206,700
	LOEWS CORP	13,300 shares common stock	530,506	500,745
	LONGFOR PROPERTIES CO LT PAR ORDINARY	3,610 shares common stock	4,816	4,081
	LOWE'S COMPANIES INC	15,800 shares common stock	343,741	401,004

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	MACERICH CO REIT	717 shares common stock	28,728	36,280
	MACYS INC	6,000 shares common stock	146,607	193,080
	MAGNA INTL INC CL A VTG	1,902 shares common stock	71,564	63,356
	MEDQUIST HLDGS INC	10,350 shares common stock	111,945	99,567
	MERCIALYS EUR PAR ORDINARY	231 shares common stock	7,938	7,467
	MIRVAC GROUP FN AUD PAR ORDINARY	8,253 shares common stock	11,031	9,984
	MITSUBISHI CP SPNSRD ADR	993 shares common stock	40,317	39,790
	MITSUBISHI ESTATE 8802 JPY PAR ORDINARY	4,498 shares common stock	75,236	67,230
	MITSUMI FUDOSAN 8801 JPY PAR ORDINARY	3,084 shares common stock	53,391	44,973
	MONSANTO CO NEW DEL COM	4,320 shares common stock	261,060	302,702
	MONSTER WORLDWIDE INC	17,450 shares common stock	274,911	138,379
	MS&AD INS GROUP HLDGS UNSP ADR	5,997 shares common stock	71,224	54,513
	NESTLE S A REP RG SH ADR	801 shares common stock	49,302	46,226
	NEUSTAR INC CL A	11,850 shares common stock	288,182	404,915
	NEWMONT MINING CORP	2,692 shares common stock	152,570	161,547
	NEWS CORP CL A	33,800 shares common stock	489,335	602,992
	NINTENDO LTD ADR	5,303 shares common stock	170,242	89,833
	NOKIA CORP SPON ADR	20,744 shares common stock	214,734	99,986

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	NOMURA REAL ESTATE HOLD JPY PAR ORDINARY	472 shares common stock	8,726	7,030
	NOVARTIS ADR	2,662 shares common stock	151,488	152,187
	NOVO NORDISK A S ADR	447 shares common stock	30,518	51,521
	PALADIN ENERGY LTD AUD PAR ORDINARY	21,900 shares common stock	91,753	30,759
	PEARSON SPONSORED ADR	3,059 shares common stock	58,291	57,723
	PEBBLEBROOK HOTEL TRUST	333 shares common stock	6,517	6,387
	PIONEER NATURAL RES CO	3,400 shares common stock	251,820	304,232
	PRIMARIS RETAIL REAL ESTATE INVT TR	256 shares common stock	4,400	5,182
	PROLOGIS INC	1,501 shares common stock	44,357	42,914
	PRUDENTIAL PLC ADR	2,781 shares common stock	63,596	54,897
	PSP SWISS PROPERTY 16.78CHF PAR ORDINARY	36 shares common stock	3,606	3,026
	PUBLIC STORAGE \$0.10 REIT	285 shares common stock	29,716	38,321
	RALCORP HLDGS INC NEW	890 shares common stock	64,096	76,095
	REPUBLIC SERVICES INC	10,175 shares common stock	306,536	280,321
	RIOCAN RL EST INV TR ONT	684 shares common stock	13,371	17,754
	ROHM CO LTD SHS	5,331 shares common stock	165,955	122,826
	ROLLS ROYCE GRP SPN ADR	1,087 shares common stock	44,612	62,753
	ROYAL DUTCH SHELL PLC SPONS ADR B	2,733 shares common stock	170,987	207,735

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	RYANAIR HLDGS PLC SP ADR	1,330 shares common stock	36,097	37,054
	SAFESTORE HOLDINGS LTD GBP PAR ORDINARY	1,866 shares common stock	3,585	2,900
	SANOFI ADR	4,031 shares common stock	155,172	147,293
	SAP AG SHS	770 shares common stock	33,443	40,772
	SASOL LTD SPONSORED ADR	765 shares common stock	39,702	36,261
	SEGA SAMMY HOLDINGS INC ADR	18,456 shares common stock	88,716	100,585
	SEGRO PLC (REIT) SHS .1 GBP PAR ORDINARY	733 shares common stock	3,430	2,375
	SEKISUI HSE LD SPONS ADR	10,365 shares common stock	101,400	90,279
	SEVEN AND I HOLDINGS CO LTD SHS	2,563 shares common stock	132,210	141,606
	SHIRE PLC-ADR	354 shares common stock	32,753	36,781
	SHISEIDO LTD SPONSRD ADR	6,323 shares common stock	120,398	114,636
	SIEMENS AG ADR	1,383 shares common stock	140,137	132,229
	SILIC ORD EUR 4 EUR PAR ORDINARY	41 shares common stock	4,836	3,988
	SIMON PROPERTY GROUP DEL REIT	741 shares common stock	66,988	95,545
	SL GREEN REALTY CORP REIT	341 shares common stock	20,175	22,724
	SOCIETE GENERAL SPN ADR	13,448 shares common stock	116,803	58,633
	SOFTBANK CORP SHS	2,826 shares common stock	54,922	41,260
	SOHO CHINA LTD .02HKD PAR ORDINARY	4,390 shares common stock	3,770	2,922

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SSE PLC SPONSORED ADR	3,097 shares common stock	69,296	62,219
STARWOOD HOTELS AND RESORTS WORLDWIDE NE	234 shares common stock	11,776	11,225
STOCKLAND AUD PAR ORDINARY	5,810 shares common stock	20,507	18,346
STORA ENSO OYJ SPD ADR	14,269 shares common stock	137,763	84,758
SUMITOMO MITSUI TR HLDGS INC SPONSORED ADR	17,972 shares common stock	62,102	51,040
SUMITOMO REALTY & JPY PAR ORDINARY	1,799 shares common stock	34,719	31,518
SUN HUNG KAI PROPERTIES .5HKD PAR ORDINARY	3,649 shares common stock	53,534	45,738
SUNCOR ENERGY INC NEW	4,650 shares common stock	155,785	134,060
SWISS PRIME SITE 182.CHF PAR ORDINARY	118 shares common stock	8,396	8,903
SYNGENTA AG ADR	645 shares common stock	40,349	38,016
TANGER FACTORY OUTLT CEN REIT	262 shares common stock	5,844	7,682
TAUBMAN CENTERS INC COM REIT'S-REGIONAL MALLS	269 shares common stock	10,427	16,705
TE CONNECTIVITY LTD REG.SHS	13,925 shares common stock	207,223	429,029
TELECOM ITALIA SPA ADR	13,259 shares common stock	158,903	118,005
TESCO PLC SPNRD ADR	5,144 shares common stock	105,116	96,913
TEVA PHARMACTOL INDS ADR	1,065 shares common stock	50,550	42,983
THERMO FISHER SCIENTIFIC INC	6,075 shares common stock	257,861	273,193
TIM HORTONS INC	640 shares common stock	-	30,989

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	TORONTO DOMINION BANK	1,083 shares common stock	78,806	81,019
	TYCO INTL LTD NAMEN-AKT	12,375 shares common stock	471,789	578,036
	UDR INC	971 shares common stock	18,891	24,372
	UNIBAIL RODAMCO 5.EUR PAR ORDINARY	235 shares common stock	46,531	42,374
	UNILEVER NV NY REG SHS	1,429 shares common stock	44,697	49,115
	VANGUARD GROWTH ETF	131,107 shares common stock	8,673,324	8,097,168
	VARIOUS	69,750 shares common stock	69,750	69,750
	VENTAS INC REIT	639 shares common stock	31,833	35,228
	VIASAT INC COM	1,000 shares common stock	37,520	46,120
	VISTEON CORP COM STK WHEN IS	5,360 shares common stock	365,552	267,678
	VODAFONE GROU PLC SP ADR	1,459 shares common stock	40,506	40,896
	VORNADO REALTY TRUST COM REIT	498 shares common stock	37,617	38,276
	WAL-MART DE MEX SPNADR V SA DE CV	2,729 shares common stock	52,072	74,747
	WAL-MART STORES INC	10,400 shares common stock	516,853	621,504
	WARNER CHILCOTT PLC	18,850 shares common stock	431,530	285,201
	WESTFIELD GROUP AUD PAR ORDINARY	4,788 shares common stock	48,817	38,337
	WESTFIELD GROUP AUD PAR ORDINARY	461 shares common stock	-	3,691
	WESTFIELD RETAIL TR STAP AUD PAR ORDINARY	11,489 shares common stock	30,448	29,328

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	WHARF HOLDINGS LTD (HK) 1.HKD PAR ORDINARY	1,022 shares common stock	5,815	4,619
	WHITE MTNS INS GRP LTD	1,165 shares common stock	346,459	528,281
	WILLIS GROUP HOLDINGS PUBLIC LIMITED COMPANY	7,925 shares common stock	280,475	307,490
	WOLTERS KLUWR NV SPN ADR	5,254 shares common stock	117,637	89,213
	XYLEM INC SHS ISSUED	10,900 shares common stock	319,320	282,855
	YAHOO INC	34,025 shares common stock	522,931	548,824
	ZURICH FINL SVCS SPN ADR	1,057 shares common stock	24,547	23,730
				<u>\$ 34,086,959</u>
	Corporate notes and bonds			
	AES CORP GLB	Notes, principal \$500,000, rate 8%, matures Oct 15 2017	503,468	550,000
	ALLSTATE CORP	Notes, principal \$400,000, rate 6.125%, matures Feb 15 2012	388,448	402,084
	ALLY FINANCIAL INC	Notes, principal \$500,000, rate 6.75%, matures Dec 01 2014	519,068	504,365
	AMERICAN INTL GROUP GLB	Notes, principal \$500,000, rate 5.05%, matures Oct 01 2015	484,500	484,115
	AVERY DENNISON CORP	Notes, principal \$250,000, rate 4.875%, matures Jan 15 2013	259,457	258,030
	BERKLEY (WR) CORP	Notes, principal \$525,000, rate 5.6%, matures May 15 2015	557,627	556,967
	BP CAPITAL MARKETS PLC COMPANY GUARNT GLB	Notes, principal \$225,000, rate 5.25%, matures Nov 07 2013	210,915	241,326
	CHESAPEAKE ENERGY CORP COMPANY GUARNT	Notes, principal \$500,000, rate 7.625%, matures Jul 15 2013	528,859	528,750
	CITY NATIONAL CORP SENIOR NOTES GLB	Notes, principal \$500,000, rate 5.125%, matures Feb 15 2013	470,000	507,845
	CLOROX	Notes, principal \$500,000, rate 5.45%, matures Oct 15 2012	518,048	518,045

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	DOW CHEMICAL CO/THE GLB	Notes, principal \$250,000, rate 4.85%, matures Aug 15 2012	251,236	255,770
	ECHOSTAR DBS CORP COMPANY GUARNT GLB	Notes, principal \$250,000, rate 6.625%, matures Oct 01 2014	263,043	266,875
	FIDELITY NATIONAL TITLE GLB	Notes, principal \$500,000, rate 5.25%, matures Mar 15 2013	518,771	510,850
	FORD MOTOR CREDIT CO GLB	Notes, principal \$400,000, rate 7%, matures Oct 01 2013	418,059	424,132
	FORTUNE BRANDS INC	Notes, principal \$250,000, rate 6.375%, matures Jun 15 2014	252,089	273,360
	GANNETT CO., INC COMPANY GUARNT GLB	Notes, principal \$500,000, rate 10%, matures Apr 01 2016	576,888	557,500
	GATX CORP	Notes, principal \$500,000, rate 5.5%, matures Feb 15 2012	472,755	501,345
	GENERAL ELEC CAP CORP SER GMTN	Notes, principal \$500,000, rate 5.25%, matures Oct 19 2012	486,527	517,485
	GOLDMAN SACHS GROUP INC GLB	Notes, principal \$500,000, rate 5.7%, matures Sep 01 2012	454,637	508,805
	JEFFERIES GROUP INC	Notes, principal \$500,000, rate 7.75%, matures Mar 15 2012	507,031	507,500
	LEUCADIA NATIONAL CORP	Notes, principal \$500,000, rate 8.125%, matures Sep 15 2015	536,584	525,625
	MARRIOTT INTERNATIONAL	Notes, principal \$500,000, rate 4.625%, matures Jun 15 2012	507,585	506,535
	MIDAMERICAN ENERGY HLDGS GLB	Notes, principal \$500,000, rate 5.875%, matures Oct 01 2012	488,655	517,590
	NABORS INDUSTRIES INC COMPANY GUARNT	Notes, principal \$500,000, rate 5.375%, matures Aug 15 2012	511,130	511,050
	PRUDENTIAL FINANCIAL INC SER MTNB	Notes, principal \$500,000, rate 4.5%, matures Jul 15 2013	513,150	518,355
	SOUTHWEST AIRLINES	Notes, principal \$500,000, rate 6.5%, matures Mar 15 2012	503,583	504,010
	SUPERVALU INC	Notes, principal \$250,000, rate 7.5%, matures May 15 2012	252,274	253,125
	TIME WARNER ENTERTAINMENT COMPANY GUARNT	Notes, principal \$400,000, rate 10.15%, matures May 01 2012	411,893	411,576

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	TYCO ELECTRONICS GROUP S COMPANY GUARNT	Notes, principal \$500,000, rate 6%, matures Oct 01 2012	482,500	517,545
	VERIZON COMMUNICATIONS SER FRN GLB	Notes, principal \$500,000, rate FLT%, matures Mar 28 2014	503,084	499,355
	WILLIS GROUP HLD COMPANY GUARNT	Notes, principal \$500,000, rate 5.625%, matures Jul 15 2015	505,244	530,930
	MONTPELIER RE HOLDINGS	Notes, principal \$500,000, rate 6.125%, matures Aug 15 2013	506,947	509,505
	ROYAL CARIBBEAN CRUISES GLB	Notes, principal \$225,000, rate 7%, matures Jun 15 2013	233,823	236,250
	CITIGROUP CAPITAL XIII 7.875% FIX/FLT RATE TRST PFD DUE OCT 30 2040	19,500 shares of fund	508,827	508,170
	U.S. government securities	CMO, amortized value \$514,105, rate 6%, matures 2014	6,442	\$ 6,710
	GNM P470040X			\$ 15,424,770
	Mutual funds			
	SPDR GOLD TRUST	7,285 shares of fund	884,122	1,107,247
	GOLAR LNG PARTNERS LP	2,750 shares of fund	72,140	84,315
				\$ 1,191,562