

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

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

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>UFC AEROSPACE CORP 401(K) PLAN</u>	1b Three-digit plan number (PN) ► <u>001</u> 1c Effective date of plan <u>01/01/1995</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>UFC AEROSPACE CORP 401(K) PLAN</u> <u>25 DREXEL DRIVE</u> <u>BAY SHORE, NY 11706</u>	2b Employer Identification Number (EIN) <u>11-2303884</u> 2c Sponsor's telephone number <u>631-435-3535</u> 2d Business code (see instructions) <u>336410</u>

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

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

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

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

Form 5500 (2011)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") UFC AEROSPACE CORP 401(K) PLAN 25 DREXEL DRIVE BAY SHORE, NY 11706	3b Administrator's EIN 11-2303884 3c Administrator's telephone number 631-435-3535
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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	116
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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	104
b Retired or separated participants receiving benefits.....	6b	8
c Other retired or separated participants entitled to future benefits.....	6c	0
d Subtotal. Add lines 6a , 6b , and 6c	6d	112
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	112
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	104
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

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

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

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

a Pension Schedules

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

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

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

b General Schedules

- (1)** ☒ **H** (Financial Information)
(2) ☐ **I** (Financial Information – Small Plan)
(3) ☐ **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 UFC AEROSPACE CORP 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 UFC AEROSPACE CORP 401(K) PLAN	D Employer Identification Number (EIN) 11-2303884

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
EXPERTPLAN, INC. 50 MILLSTONE ROAD BUILDING 400 SUITE 300 EAST WINDSOR, NJ 08520 52-2269494

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

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

LADENBURG THALMAN & CO. INC.

520 MADISON AVENUE
9TH FLOOR
NEW YORK, NY 10022

(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?
26	NONE	26642	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2011</div> This Form is Open to Public Inspection
For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011		
A Name of plan UFC AEROSPACE CORP 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 UFC AEROSPACE CORP 401(K) PLAN	D Employer Identification Number (EIN) 11-2303884	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a	11323	13387
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)	294186	405800
	(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)	3980416	4233832
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	4285925	4653019

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	4285925	4653019
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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)		
(B) Participants	2a(1)(B)	419252	
(C) Others (including rollovers)	2a(1)(C)	131846	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		551098
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)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	15348	
(F) Other	2b(1)(F)	1039	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		16387
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	83968	
(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)		83968
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		-201337
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		450116

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	53491	
(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)		53491
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	29531	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		29531
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		83022

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		367094
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: HOLTZ RUBENSTEIN REMINICK LLP (2) EIN: 11-2355064

d The opinion of an independent qualified public accountant is **not attached** because:
 (1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

5b(1) Name of plan(s)

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

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2011</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011		
A Name of plan UFC AEROSPACE CORP 401(K) PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 UFC AEROSPACE CORP 401(K) PLAN		D Employer Identification Number (EIN) 11-2303884
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 01-0609808		
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		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2011 v.012611		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
 Stock: _____% 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): _____

UFC AEROSPACE CORPORATION
401(k) PLAN

REPORT ON AUDITS OF FINANCIAL STATEMENTS

Year Ended December 31, 2011

UFC AEROSPACE CORPORATION

401(k) PLAN

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Year Ended December 31, 2011

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Financial Statements

Independent Auditors' Report

Plan Administrator
UFC Aerospace Corporation
401(k) Plan
Holtsville, New York

We were engaged to audit the financial statements and supplemental schedule of UFC Aerospace Corporation 401(k) Plan (the "Plan") as of December 31, 2011 and 2010, and for the year ended December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by MG Trust Company, LLC, the custodian of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from the custodian as of December 31, 2011 and 2010, and for the year ended December 31, 2011, that the information provided to the Plan administrator by the custodian is complete and accurate.

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

Holtz Rubenstein Reminick LLP

Melville, New York
October 2, 2012

UFC AEROSPACE CORPORATION

401(k) PLAN

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2011	2010
Assets		
Cash	\$ 13,387	\$ 11,323
Investments	4,233,832	3,980,416
Participant Contributions Receivable	11,545	10,058
Notes Receivable from Participants	405,800	294,186
Total Assets	<u>4,664,564</u>	<u>4,295,983</u>
Liabilities		
Refund of Excess Contributions	1,753	-
Net Assets Available for Benefits	<u>\$ 4,662,811</u>	<u>\$ 4,295,983</u>

UFC AEROSPACE CORPORATION

401(k) PLAN

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2011

Additions:

Investment income:

Net depreciation in fair value of investments	\$ (201,337)
Dividend income	83,968
Interest income	16,387
	<u>(100,982)</u>

Contributions:

Participant contributions	418,986
Rollover contributions	131,846

Total	<u>449,850</u>
-------	----------------

Deductions:

Benefits paid to participants	53,491
Administrative expenses	29,531

Total	<u>83,022</u>
-------	---------------

Net Increase	366,828
Net Assets Available for Benefits, beginning of year	4,295,983
Net Assets Available for Benefits, end of year	<u><u>\$ 4,662,811</u></u>

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

1. Plan Description

The following description of the UFC Aerospace Corporation 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all eligible employees of UFC Aerospace Corporation (the "Corporation") who are age 21 or older. Employees become eligible to participate and contribute to the Plan upon completing three months of service.

Eligibility - Employees become eligible to receive company contributions upon completing 1,000 hours of service in the Plan year. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions - Participants may contribute up to 100% of their annual eligible compensation not to exceed the contribution limits established by the Internal Revenue Service ("IRS") for the contribution period. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participant contributions are recorded in the period during which the Corporation makes payroll deductions from the participants' earnings. Participants are also allowed to make rollover contributions of amounts received from other tax qualified employer sponsored retirement plans.

The Corporation may make discretionary matching contributions at amounts to be determined annually by the Corporation. Such contributions, if any, are recorded for the year to which the contribution applies. There were no discretionary matching contributions during the year ended December 31, 2011. Additionally, the Corporation may make discretionary profit-sharing contributions at amounts to be determined annually by the Corporation. There were no discretionary profit-sharing contributions during the year ended December 31, 2011.

Vesting - Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Corporation's matching contribution is based on years of service. A participant becomes 20% vested after two years of service, 40% vested after three years of service, 70% vested after four years of service and 100% vested after five years of service.

Participant accounts - Each participant's account is credited with the participant's contributions, allocation of the Corporation's contribution, if any, and an allocation of net Plan earnings. Such accounts are invested in available investment options in accordance with the participant's direction and the Plan provisions. The benefit to which a participant is entitled is the benefit that can be provided by the participant's vested account.

Notes receivable from participants - Participants may borrow a minimum of \$1,000 up to the lesser of \$50,000 or 50% of the vested portion of their account balance. The participant loans receivable are secured by the participant's vested balance and are payable through payroll withholdings. Such loans bear a fixed rate of interest at the prime rate plus 1% at the time the loan is issued. Loans must be repaid over a period not extending beyond five year from the date of the loan, unless such loan is used to acquire a dwelling unit which within a reasonable time will be used as a principal residence. A participant may have five loans outstanding at any one time. Participant loans receivable total \$405,800 and \$294,186 at December 31, 2011 and 2010, respectively. Interest rates range from 4.25% to 9.25% as of December 31, 2011.

Payment of benefits - Upon termination of service due to death, disability, retirement or separation, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested account balance.

Forfeitures - The Plan allows for forfeitures of nonvested account balances to be used to reduce employer contributions. There were no forfeitures during the year ended December 31, 2011. There were no forfeitures and earnings thereon that were used to reduce the employer matching contributions during the year ended December 31, 2011. At December 31, 2011, the balance of forfeited nonvested accounts, and earnings thereon, available to offset future employer contributions totaled approximately \$29,800.

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

2. Summary of Significant Accounting Policies

Basis of accounting - The financial statements of the Plan are prepared under the accrual basis of accounting.

Investment valuation and income recognition - Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Benefit payments - Benefits are recorded when paid.

Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management 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.

Administrative fees - The Corporation absorbs certain of the administrative charges associated with the Plan. Administrative expenses reflected on the statement of changes in net assets available for benefits consist of certain custodian, asset, loan and third-party fees that are charged to the individual participant account.

Evaluation of subsequent events - The Plan has evaluated subsequent events through October 2, 2012, the date the financial statements were available to be issued.

3. Certified Financial Information

The Plan's assets are invested in various mutual funds. Investments totaling \$4,233,832 and \$3,980,416 at December 31, 2011 and 2010, respectively, were certified by MG Trust Company, LLC as complete and accurate in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Investment loss totaling \$100,982 during the year ended December 31, 2011 was also certified by MG Trust Company, LLC as complete and accurate.

4. Investments

The following presents investments that represent 5% or more of the Plan's net assets:

December 31, 2011

First America Prime Obligations Y	\$	723,211
Mainstay Large-Cap Growth R2		387,535
Blackrock Equity Dividend - A		340,581
Thornburg International Value R5		337,737
Columbia Mid-Cap Value Z		315,410
Munder Mid-Cap Core Growth A		296,386
RS Global Natural Resources A		287,922
Oppenheimer Developing Markets A		268,200
Dodge & Cox Income		266,268
Principal High Yield A		252,993

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

The following presents investments that represent 5% or more of the Plan's net assets:

December 31, 2010

American Funds Money Market R4	\$	551,957
Mainstay Large-Cap Growth R2		319,246
Blackrock Equity Dividend - A		306,324
Columbia Mid-Cap Value Z		255,063
Munder Mid-Cap Core Growth A		240,438
Dodge & Cox Income		238,939
Thornburg International Value R5		223,814

5. Fair Value Measurements

ASC Topic 820, "*Fair Value Measurements*", establishes a framework for measuring fair value for the Plan's financial assets and liabilities that are re-measured and reported at fair value at each reporting period, and non-financial assets and liabilities that are re-measured and reported at fair value at least annually. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in the active market for identical assets or liabilities (Level 1 measurements) and the lowest priority to the unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC Topic 820 are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Money market - Valued at cost.

Mutual funds - Valued at the net asset value ("NAV") of shares held by the Plan at year end, which are based on the fair market value of the underlying securities or investments in the funds.

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value:

<i>December 31,</i>	Level 1	
	2011	2010
Money Market	\$ 723,211	\$ 717,562
Mutual Funds:		
Large Growth	387,535	319,246
Intermediate-Term Bond	371,266	338,043
Large Value	340,581	306,324
Foreign Large Blend	337,737	300,611
Mid-Cap Value	315,410	255,063
Mid-Cap Growth	305,070	281,890
Natural Resources	287,922	207,917
Diversified Emerging Markets	268,200	207,277
High Yield Bond	253,088	204,969
Short-Term Bond	206,515	171,377
Long-Short	150,424	136,484
World Bond	121,649	90,706
Large Blend	56,026	70,077
Small Blend	42,233	84,374
Global Real Estate	36,273	34,201
Intermediate Government	28,517	-
Moderate Allocation	2,175	-
Equity Precious Metals	-	106,266
Foreign Small/Mid Growth	-	69,658
Mid-Cap Blend	-	45,512
Short Government Fund	-	23,950
Small Growth	-	8,797
Small Value	-	112
Total Mutual Funds	3,510,621	3,262,854
Total	\$ 4,233,832	\$ 3,980,416

6. Reconciliation of Financial Statements to Form 5500

The differences between the information reported in the financial statements and the information reported in the Form 5500 arise primarily from presenting the financial statements on the accrual basis of accounting.

The following is a reconciliation of net assets available for benefits:

<i>December 31,</i>	2011	2010
Net Assets per Form 5500	\$ 4,653,019	\$ 4,285,925
Participant Contributions Receivable, current year	11,545	10,058
Refund of Excess Contributions	(1,753)	-
Net Assets Available for Benefits, accrual basis of accounting	\$ 4,662,811	\$ 4,295,983

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

The following is a reconciliation of the changes in net assets available for benefits during the year ended December 31, 2011:

	Amount
Changes in Net Assets Available for Benefits per Form 5500	\$ 367,094
Participant Contributions Receivable, current year	11,545
Participant Contributions Receivable, prior year	(10,058)
Refund of Excess Contributions, current year	(1,753)
Changes in Net Assets Available for Benefits, accrual basis of accounting	<u>\$ 366,828</u>

7. Tax Status

The IRS has determined and informed the Company by letters dated September 5, 2003 and March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by the 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 2007.

8. Risks and Uncertainties

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

9. Plan Merger

In January 2012, the Plan's sponsor, UFC Aerospace, Inc. was sold to B/E Aerospace, Inc. The Plan was merged into the pension plan of B/E Aerospace, Inc. effective August 2012. Net assets of approximately \$4,188,000 were transferred to B/E Aerospace, Inc.'s plan.

Supplemental Schedule

UFC AEROSPACE CORPORATION

401(k) PLAN

Schedule H, Line 4i; Form 5500 (EIN): 11-2303884; (PN): 001

Schedule of Assets (Held at End of Year)*December 31, 2011*

(a)	(b)	(c)	(d)	(e) Current Value
Identity of issuer, borrower, lessor or similar party.	Description of Investment	Cost		
First America Prime Obligations Y	Money Market		\$	723,211
Mainstay Large-Cap Growth R2	Mutual Fund			387,535
Blackrock Equity Dividend - A	Mutual Fund			340,581
Thornburg International Value R5	Mutual Fund			337,737
Columbia Mid-Cap Value Z	Mutual Fund			315,410
Munder Mid-Cap Core Growth A	Mutual Fund			296,386
RS Global Natural Resources A	Mutual Fund			287,922
Oppenheimer Developing Markets A	Mutual Fund			268,200
Dodge & Cox Income	Mutual Fund			266,268
Principal High Yield A	Mutual Fund			252,993
Columbia Short-Term Bond Z	Mutual Fund			206,515
Guggenheim Managed Futures Strategy H	Mutual Fund			150,424
Oppenheimer International Bond A	Mutual Fund			121,649
Managers Bond	Mutual Fund			104,985
RS S&P 500 Index A	Mutual Fund			56,026
Keeley Small-Cap Value A	Mutual Fund			42,233
Ing Global Real Estate A	Mutual Fund			36,273
American Century Gov't Bond Inv	Mutual Fund			28,517
Columbia Acorn Fund - A	Mutual Fund			8,684
Janus Balanced T	Mutual Fund			2,175
Eaton Vance Income Fund of Boston A	Mutual Fund			95
Franklin Total Return A	Mutual Fund			13
				<u>\$ 4,233,832</u>
Notes receivable from participants, various maturity dates through May 2016, bearing interest at rates ranging from 4.25% to 9.25%.				<u>\$ 405,800</u>

Note: Column (d) cost information is not required when reporting investments directed by participants.

UFC AEROSPACE CORPORATION
401(k) PLAN

REPORT ON AUDITS OF FINANCIAL STATEMENTS

Year Ended December 31, 2011

UFC AEROSPACE CORPORATION

401(k) PLAN

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Financial Statements

Independent Auditors' Report

Plan Administrator
UFC Aerospace Corporation
401(k) Plan
Holtsville, New York

We were engaged to audit the financial statements and supplemental schedule of UFC Aerospace Corporation 401(k) Plan (the "Plan") as of December 31, 2011 and 2010, and for the year ended December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by MG Trust Company, LLC, the custodian of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from the custodian as of December 31, 2011 and 2010, and for the year ended December 31, 2011, that the information provided to the Plan administrator by the custodian is complete and accurate.

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

Holtz Rubenstein Reminick LLP

Melville, New York
October 2, 2012

UFC AEROSPACE CORPORATION

401(k) PLAN

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2011	2010
Assets		
Cash	\$ 13,387	\$ 11,323
Investments	4,233,832	3,980,416
Participant Contributions Receivable	11,545	10,058
Notes Receivable from Participants	405,800	294,186
Total Assets	<u>4,664,564</u>	<u>4,295,983</u>
Liabilities		
Refund of Excess Contributions	1,753	-
Net Assets Available for Benefits	<u>\$ 4,662,811</u>	<u>\$ 4,295,983</u>

UFC AEROSPACE CORPORATION

401(k) PLAN

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2011

Additions:

Investment income:

Net depreciation in fair value of investments	\$ (201,337)
Dividend income	83,968
Interest income	16,387
	<u>(100,982)</u>

Contributions:

Participant contributions	418,986
Rollover contributions	131,846

Total	<u>449,850</u>
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Deductions:

Benefits paid to participants	53,491
Administrative expenses	29,531

Total	<u>83,022</u>
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Net Increase	366,828
Net Assets Available for Benefits, beginning of year	4,295,983
Net Assets Available for Benefits, end of year	<u><u>\$ 4,662,811</u></u>

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

1. Plan Description

The following description of the UFC Aerospace Corporation 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all eligible employees of UFC Aerospace Corporation (the "Corporation") who are age 21 or older. Employees become eligible to participate and contribute to the Plan upon completing three months of service.

Eligibility - Employees become eligible to receive company contributions upon completing 1,000 hours of service in the Plan year. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions - Participants may contribute up to 100% of their annual eligible compensation not to exceed the contribution limits established by the Internal Revenue Service ("IRS") for the contribution period. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participant contributions are recorded in the period during which the Corporation makes payroll deductions from the participants' earnings. Participants are also allowed to make rollover contributions of amounts received from other tax qualified employer sponsored retirement plans.

The Corporation may make discretionary matching contributions at amounts to be determined annually by the Corporation. Such contributions, if any, are recorded for the year to which the contribution applies. There were no discretionary matching contributions during the year ended December 31, 2011. Additionally, the Corporation may make discretionary profit-sharing contributions at amounts to be determined annually by the Corporation. There were no discretionary profit-sharing contributions during the year ended December 31, 2011.

Vesting - Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Corporation's matching contribution is based on years of service. A participant becomes 20% vested after two years of service, 40% vested after three years of service, 70% vested after four years of service and 100% vested after five years of service.

Participant accounts - Each participant's account is credited with the participant's contributions, allocation of the Corporation's contribution, if any, and an allocation of net Plan earnings. Such accounts are invested in available investment options in accordance with the participant's direction and the Plan provisions. The benefit to which a participant is entitled is the benefit that can be provided by the participant's vested account.

Notes receivable from participants - Participants may borrow a minimum of \$1,000 up to the lesser of \$50,000 or 50% of the vested portion of their account balance. The participant loans receivable are secured by the participant's vested balance and are payable through payroll withholdings. Such loans bear a fixed rate of interest at the prime rate plus 1% at the time the loan is issued. Loans must be repaid over a period not extending beyond five year from the date of the loan, unless such loan is used to acquire a dwelling unit which within a reasonable time will be used as a principal residence. A participant may have five loans outstanding at any one time. Participant loans receivable total \$405,800 and \$294,186 at December 31, 2011 and 2010, respectively. Interest rates range from 4.25% to 9.25% as of December 31, 2011.

Payment of benefits - Upon termination of service due to death, disability, retirement or separation, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested account balance.

Forfeitures - The Plan allows for forfeitures of nonvested account balances to be used to reduce employer contributions. There were no forfeitures during the year ended December 31, 2011. There were no forfeitures and earnings thereon that were used to reduce the employer matching contributions during the year ended December 31, 2011. At December 31, 2011, the balance of forfeited nonvested accounts, and earnings thereon, available to offset future employer contributions totaled approximately \$29,800.

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

2. Summary of Significant Accounting Policies

Basis of accounting - The financial statements of the Plan are prepared under the accrual basis of accounting.

Investment valuation and income recognition - Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Benefit payments - Benefits are recorded when paid.

Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management 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.

Administrative fees - The Corporation absorbs certain of the administrative charges associated with the Plan. Administrative expenses reflected on the statement of changes in net assets available for benefits consist of certain custodian, asset, loan and third-party fees that are charged to the individual participant account.

Evaluation of subsequent events - The Plan has evaluated subsequent events through October 2, 2012, the date the financial statements were available to be issued.

3. Certified Financial Information

The Plan's assets are invested in various mutual funds. Investments totaling \$4,233,832 and \$3,980,416 at December 31, 2011 and 2010, respectively, were certified by MG Trust Company, LLC as complete and accurate in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Investment loss totaling \$100,982 during the year ended December 31, 2011 was also certified by MG Trust Company, LLC as complete and accurate.

4. Investments

The following presents investments that represent 5% or more of the Plan's net assets:

December 31, 2011

First America Prime Obligations Y	\$	723,211
Mainstay Large-Cap Growth R2		387,535
Blackrock Equity Dividend - A		340,581
Thornburg International Value R5		337,737
Columbia Mid-Cap Value Z		315,410
Munder Mid-Cap Core Growth A		296,386
RS Global Natural Resources A		287,922
Oppenheimer Developing Markets A		268,200
Dodge & Cox Income		266,268
Principal High Yield A		252,993

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

The following presents investments that represent 5% or more of the Plan's net assets:

December 31, 2010

American Funds Money Market R4	\$	551,957
Mainstay Large-Cap Growth R2		319,246
Blackrock Equity Dividend - A		306,324
Columbia Mid-Cap Value Z		255,063
Munder Mid-Cap Core Growth A		240,438
Dodge & Cox Income		238,939
Thornburg International Value R5		223,814

5. Fair Value Measurements

ASC Topic 820, "*Fair Value Measurements*", establishes a framework for measuring fair value for the Plan's financial assets and liabilities that are re-measured and reported at fair value at each reporting period, and non-financial assets and liabilities that are re-measured and reported at fair value at least annually. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in the active market for identical assets or liabilities (Level 1 measurements) and the lowest priority to the unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC Topic 820 are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Money market - Valued at cost.

Mutual funds - Valued at the net asset value ("NAV") of shares held by the Plan at year end, which are based on the fair market value of the underlying securities or investments in the funds.

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value:

<i>December 31,</i>	Level 1	
	2011	2010
Money Market	\$ 723,211	\$ 717,562
Mutual Funds:		
Large Growth	387,535	319,246
Intermediate-Term Bond	371,266	338,043
Large Value	340,581	306,324
Foreign Large Blend	337,737	300,611
Mid-Cap Value	315,410	255,063
Mid-Cap Growth	305,070	281,890
Natural Resources	287,922	207,917
Diversified Emerging Markets	268,200	207,277
High Yield Bond	253,088	204,969
Short-Term Bond	206,515	171,377
Long-Short	150,424	136,484
World Bond	121,649	90,706
Large Blend	56,026	70,077
Small Blend	42,233	84,374
Global Real Estate	36,273	34,201
Intermediate Government	28,517	-
Moderate Allocation	2,175	-
Equity Precious Metals	-	106,266
Foreign Small/Mid Growth	-	69,658
Mid-Cap Blend	-	45,512
Short Government Fund	-	23,950
Small Growth	-	8,797
Small Value	-	112
Total Mutual Funds	3,510,621	3,262,854
Total	\$ 4,233,832	\$ 3,980,416

6. Reconciliation of Financial Statements to Form 5500

The differences between the information reported in the financial statements and the information reported in the Form 5500 arise primarily from presenting the financial statements on the accrual basis of accounting.

The following is a reconciliation of net assets available for benefits:

<i>December 31,</i>	2011	2010
Net Assets per Form 5500	\$ 4,653,019	\$ 4,285,925
Participant Contributions Receivable, current year	11,545	10,058
Refund of Excess Contributions	(1,753)	-
Net Assets Available for Benefits, accrual basis of accounting	\$ 4,662,811	\$ 4,295,983

UFC AEROSPACE CORPORATION

401(k) PLAN

Notes to Financial Statements

Year Ended December 31, 2011

The following is a reconciliation of the changes in net assets available for benefits during the year ended December 31, 2011:

	Amount
Changes in Net Assets Available for Benefits per Form 5500	\$ 367,094
Participant Contributions Receivable, current year	11,545
Participant Contributions Receivable, prior year	(10,058)
Refund of Excess Contributions, current year	(1,753)
Changes in Net Assets Available for Benefits, accrual basis of accounting	<u>\$ 366,828</u>

7. Tax Status

The IRS has determined and informed the Company by letters dated September 5, 2003 and March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by the 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 2007.

8. Risks and Uncertainties

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

9. Plan Merger

In January 2012, the Plan's sponsor, UFC Aerospace, Inc. was sold to B/E Aerospace, Inc. The Plan was merged into the pension plan of B/E Aerospace, Inc. effective August 2012. Net assets of approximately \$4,188,000 were transferred to B/E Aerospace, Inc.'s plan.

Supplemental Schedule

UFC AEROSPACE CORPORATION

401(k) PLAN

Schedule H, Line 4i; Form 5500 (EIN): 11-2303884; (PN): 001

Schedule of Assets (Held at End of Year)*December 31, 2011*

(a)	(b)	(c)	(d)	(e) Current Value
Identity of issuer, borrower, lessor or similar party.	Description of Investment	Cost		
First America Prime Obligations Y	Money Market		\$	723,211
Mainstay Large-Cap Growth R2	Mutual Fund			387,535
Blackrock Equity Dividend - A	Mutual Fund			340,581
Thornburg International Value R5	Mutual Fund			337,737
Columbia Mid-Cap Value Z	Mutual Fund			315,410
Munder Mid-Cap Core Growth A	Mutual Fund			296,386
RS Global Natural Resources A	Mutual Fund			287,922
Oppenheimer Developing Markets A	Mutual Fund			268,200
Dodge & Cox Income	Mutual Fund			266,268
Principal High Yield A	Mutual Fund			252,993
Columbia Short-Term Bond Z	Mutual Fund			206,515
Guggenheim Managed Futures Strategy H	Mutual Fund			150,424
Oppenheimer International Bond A	Mutual Fund			121,649
Managers Bond	Mutual Fund			104,985
RS S&P 500 Index A	Mutual Fund			56,026
Keeley Small-Cap Value A	Mutual Fund			42,233
Ing Global Real Estate A	Mutual Fund			36,273
American Century Gov't Bond Inv	Mutual Fund			28,517
Columbia Acorn Fund - A	Mutual Fund			8,684
Janus Balanced T	Mutual Fund			2,175
Eaton Vance Income Fund of Boston A	Mutual Fund			95
Franklin Total Return A	Mutual Fund			13
				<u>\$ 4,233,832</u>
Notes receivable from participants, various maturity dates through May 2016, bearing interest at rates ranging from 4.25% to 9.25%.				<u>\$ 405,800</u>

Note: Column (d) cost information is not required when reporting investments directed by participants.