Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
CAPCO CONTRACTORS, INC. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/01/2006

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

CAPCO CONTRACTORS, INC.

3323 HIGHWAY 259 NORTH
HENDERSON, TX 75652

2b Employer Identification Number (EIN) 75-2584023

2c Sponsor's telephone number 903-657-2699

2d Business code (see instructions) 238900

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.	10/16/2012	TRINA GROSS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

3323 HIGHWAY 259 NORTH
HENDERSON, TX 75652

3b Administrator's EIN
75-2584023

3c Administrator's telephone number
903-657-2699

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**	238
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**	217
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	6
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	223
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	223
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	39
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance 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.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

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
CAPCO CONTRACTORS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-2584023

Part I **Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

1 Coverage Information:

(a) Name of insurance carrier
HARTFORD LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-0974148	88072	GA-809376	223	01/01/2011	12/31/2011

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
5003	447

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
UBS FINANCIAL SVCS INS AGCY
NEWPORT CENTER III
499 WASHINGTON BLVD
KERSEY CITY, NJ 07310

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
5003			3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
ACUFF & ASSOCIATES, INC.
210 WESTWOOD PLACE, STE 100
BRENTWOOD, TN 37027

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
	447	TPA FEES	5

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4	Current value of plan's interest under this contract in the general account at year end	**4**	
5	Current value of plan's interest under this contract in separate accounts at year end	**5**	973242

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	**6b**	
c	Premiums due but unpaid at the end of the year	**6c**	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	**6d**	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			**7b**	
c	Additions: (1) Contributions deposited during the year	**7c(1)**			
	(2) Dividends and credits	**7c(2)**			
	(3) Interest credited during the year	**7c(3)**			
	(4) Transferred from separate account	**7c(4)**			
	(5) Other (specify below) ▶	**7c(5)**			
	(6) Total additions			**7c(6)**	
d	Total of balance and additions (add **b** and **c(6)**).			**7d**	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	**7e(1)**			
	(2) Administration charge made by carrier	**7e(2)**			
	(3) Transferred to separate account	**7e(3)**			
	(4) Other (specify below) ▶	**7e(4)**			
	(5) Total deductions			**7e(5)**	
f	Balance at the end of the current year (subtract **e(5)** from **d**)			**7f**	

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

a ☐ Health (other than dental or vision) **b** ☐ Dental **c** ☐ Vision **d** ☐ Life insurance

e ☐ Temporary disability (accident and sickness) **f** ☐ Long-term disability **g** ☐ Supplemental unemployment **h** ☐ Prescription drug

i ☐ Stop loss (large deductible) **j** ☐ HMO contract **k** ☐ PPO contract **l** ☐ Indemnity contract

m ☐ Other (specify) ▶

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in **c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

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

A Name of plan
CAPCO CONTRACTORS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
CAPCO CONTRACTORS, INC.

D Employer Identification Number (EIN)
75-2584023

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

a Name of MTIA, CCT, PSA, or 103-12 IE: HARTFORD ADVANTAGE TK4

b Name of sponsor of entity listed in (a): HARTFORD LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
06-0974148-000	P	854771

a Name of MTIA, CCT, PSA, or 103-12 IE: SEPARATE ACCOUNT K4

b Name of sponsor of entity listed in (a): HARTFORD LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
06-0974148-000	P	118471

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

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

A Name of plan
CAPCO CONTRACTORS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-2584023

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	2051	0
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)	1991	0
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	871213	973241
(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)	1208	466

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	876463	973707
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	876463	973707

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)	100785	
(B) Participants	2a(1)(B)	172623	
(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)		273408
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)	78	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		78
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
(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)		-17085
(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		256401
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	158677	
(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)		158677
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)	480	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		480
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		159157
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		97244
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: AXLEY & RODE, LLP (2) EIN: 75-0767305

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.) **4a**	X		13296
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.) **4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) **4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) **4d**		X	
e	Was this plan covered by a fidelity bond? **4e**		X	
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? **4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? **4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? **4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) **4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) **4j**		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? **4k**		X	
l	Has the plan failed to provide any benefit when due under the plan? **4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) **4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. **4n**		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **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.

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

A Name of plan
CAPCO CONTRACTORS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-2584023

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): 06-0974148

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

CAPCO CONTRACTORS INC. 401(k) PLAN

FINANCIAL STATEMENTS WITH
INDEPENDENT AUDITORS' REPORT

December 31, 2011 and 2010

AXLEY & RODE, LLP
CERTIFIED PUBLIC ACCOUNTANTS

C O N T E N T S

Independent Auditors' Report 3

Financial Statement (Modified Cash Basis)

Statements of Net Assets Available for Benefits 4

Statement of Changes in Net Assets Available for Benefits 5

Notes to the Financial Statements 6

Supplementary Information:

Schedule of Assets (Held At End of Year) 13

Schedule of Delinquent Participant Contributions 14

AXLEY & RODE, LLP
CERTIFIED PUBLIC ACCOUNTANTS • SINCE 1949
CROCKETT - JASPER - LIVINGSTON - LUFKIN - NACOGDOCHES

INDEPENDENT AUDITORS' REPORT

Retirement Committee
CAPCO Contractors, Inc. 401(k) Plan
Henderson, Texas

We were engaged to audit the accompanying statements of Net Assets Available for Benefits (modified cash basis) of CAPCO Contractors, Inc. 401(k) Plan as of December 31, 2011 and 2010 and for the related Statement of Changes in Net Assets Available for Benefits (modified cash basis) for year ended December 31, 2011, and the supplemental schedules as of December 31, 2011. These financial statements and schedules are the responsibility of the Plan's management.

As permitted by 29 CFT 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosures 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 I, which was certified by Hartford Life Insurance Company, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the Trustee as of and for the years ended December 31, 2011 and 2010, that the information provided to the plan administrator by the trustee is complete and accurate.

As described in Note B, these financial statements and supplemental schedules were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

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

Axley & Rode LLP
CERTIFIED PUBLIC ACCOUNTANTS

Lufkin, Texas
October 11, 2012

CAPCO CONTRACTORS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS - MODIFIED CASH BASIS

	DECEMBER 31, 2011	DECEMBER 31, 2010
ASSETS		
Investments, at Fair Value:		
SEI Stable Asset Fund	$ 101 838	$ 76 227
Shares of Registered investment companies, at fair value:		
American Funds American Balanced Fund	330 886	258 981
American Funds Bond Fund of America	157 331	77 192
American Funds Capital World Growth and Income Fund	55 306	51 248
American Funds Century Vista Fund	13 101	11 807
American Funds Fundamental Investors Fund	21 835	20 078
Eaton Vance Dividend Builder Fund	1 288	1 267
Fidelity Advisor Leveraged Company Stock Fund	12 454	17 352
Hartford Capital Appreciation Fund	66 387	68 972
Hartford Growth Opportunities Fund	1 386	5 205
Hartford Small Company HLS Fund	50 725	48 413
Ivy Global Natural Resources Fund	6 675	82 422
Blackrock LifePath 2020 Fund	559	176
Blackrock LifePath 2030 Fund	17 235	17 536
Blackrock LifePath 2040 Fund	50 342	35 607
Pioneer Emerging Markets Fund	5 012	19 792
RiverSource Mid Source Capital Fund	49 600	46 193
Invesco Van Kampen Small Cap Growth Fund	31 281	34 796
TOTAL INVESTMENTS	973 241	873 264
Notes receivable from participants	-	1 991
NET ASSETS	973 241	875 255
Adjustment from fair value to contract value for fully benefit responsive investment contract	466	1 208
NET ASSETS AVAILABLE FOR BENEFITS	$ 973 707	$ 876 463

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

CAPCO CONTRACTORS, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS - MODIFIED CASH BASIS
For the Year Ended December 31, 2011

Additions:	
Additions to Net Assets Attributed to:	
Net appreciation in fair value of investments	$ (16 343)
Adjustments for contract value of fully-benefit responsive investment contracts	(742)
Net investment loss	(17 085)
Participant loan interest	78
Contributions:	
Participant	157 280
Employer	100 785
Roth	15 343
TOTAL ADDITIONS	256 401
Deductions:	
Deductions from Net Assets Attributed to:	
Benefits paid to participants/beneficiaries	158 677
Other expenses	480
TOTAL DEDUCTIONS	159 157
NET INCREASE	97 244
Assets Available for Benefits:	
Beginning of year	876 463
END OF YEAR	$ 973 707

The accompanying notes are an integral part of this financial statement.

NOTE A - DESCRIPTION OF PLAN

The following description of CAPCO Contractors, Inc. 401(k) Plan (the "Plan") provides only general information. For a more complete description of the Plan's provisions, refer to the Plan agreement.

1. General. The Plan is a defined contribution plan for all employees of the Company who have completed 250 hours of service within three consecutive months, have reached the age twenty-one or older, are a U.S. resident or resident alien, and whose terms of employment are not governed by a collective bargaining agreement. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

2. Contributions and Forfeitures. Participants in the Plan may elect to contribute on a pre-tax basis the maximum amount of their compensation allowed under applicable law. Participants may also elect to make Roth and rollover contributions. The Company makes annual safe harbor contributions equivalent to 100% of the participants contribution up to 4%. The Company may also make matching contributions equal to a discretionary percentage, to be determined by the Company, of the participants' salary reductions. Participants may direct the investment of their pre-tax contributions, Roth contributions, rollover, and the Company's matching contribution into various investment options as described below. Forfeitures may be used to offset Company contribution obligations to the Plan. The activity in the forfeiture account was as follows for the years presented:

Balance December 31, 2009	$ 1 797
Net investment earnings	(14)
Forfeitures	536
Used for matching contributions	(268)
Balance December 31, 2010	2 051
Net investment earnings	(26)
Forfeitures	2 731
Used for matching contributions	(3 517)
Balance December 31, 2011	$ 1 239

3. Participant Accounts. Each participant's account is credited with the participant's pre-tax contribution and rollovers, the Company's matching contribution, the associated gains and losses and fees (income and expenses).

4. Vesting. Participants are immediately vested in their voluntary contributions and the Company safe harbor contributions plus actual gains and losses thereon. Vesting in the discretionary company contributions portion of their accounts plus gains and losses thereon is based on years of credited service. A participant is 100 percent vested after five years of credited service.

5. Payment of Benefits. On termination of service due to death, disability, retirement or other reasons, a participant will receive a lump-sum amount equal to the fair market value of the participant's vested interest in his or her account at the time of distribution. The participant may request a distribution at the time of termination, or he or she may elect to leave the account invested in the Plan until a later date. In service distributions may occur if requested by a participant that exceeds age 59 ½. Hardship withdrawals are also available.

NOTE A - DESCRIPTION OF PLAN - CONTINUED

6. Investment. Participants have the option of investing their contributions among numerous mutual funds and a fully benefit responsive investment contract. Participant may transfer some or all of the balances out of any fund into one or any combination of the other funds. Participants may change their election options at any time during the calendar year.

NOTE B - SUMMARY OF ACCOUNTING POLICIES

Modified Cash Basis of Accounting

The Plan's financial statements have been prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the Unites States of America. Consequently, contributions receivable are not recognized.

Risk and Uncertainties

The Plan provides for various investments in mutual funds and a fully responsive investment contract (SEI Stable Asset Fund). Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risk. Due to the level of risk associated with certain investment securities, it is 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.

Fully Benefit-Responsive Investment Contracts

The plan investments include investment contracts through SEI Stable Asset Fund. As described in Financial Accounting Standards Board codification 946 Financial Services - Investment Companies (FASB ASC 946), investment contracts such as these held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they went to initiate permitted transactions under the terms of the plan. As required by FASB ASC 946, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis for these investment contracts.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. The fair value of the fully benefit responsive investment contract is calculated by using the fund managements own assumptions based on current yields of similar instruments with comparable durations.

Realized gains and losses from security transactions are calculated on a specific identification basis. Unrealized appreciation and depreciation of investments are reported on an identified cost basis. Interest earned on fully benefit responsive investment contracts is recorded on a cash basis in net investment income.

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

Payment of Benefits

Benefits are recorded upon distribution.

NOTE B - SUMMARY OF ACCOUNTING POLICIES - CONTINUED

Estimates

The preparation of financial statements requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Subsequent Events

Management has evaluated subsequent events through October 11, 2012, the date the financial statements were available to be issued.

NOTE C - PLAN TERMINATION

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

NOTE D - TAX STATUS

The Plan has received a favorable determination letter from the Internal Revenue Service. The plan has been amended since receiving the determination letter, however, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code and, accordingly, is qualified and tax exempt as of the financial statement date. Employees are not taxed currently on contributions and related gains and losses until such amounts are withdrawn from the Plan and distributed.

NOTE E - ADMINISTRATION OF PLAN ASSETS

Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan. Certain administrative expenses are paid directly by the Company.

NOTE F - INVESTMENTS

During 2011 the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by ($17,085) as follows:

	2011
Net Appreciation (Depreciation) in Fair Value of Investments is as Follows:	
SEI Stable Asset Fund (fair value depreciation)	$ (816)
SEI Stable Asset Fund (contract value (depreciation)/appreciation)	(742)
Shares of registered investment companies	(15 527)
	$ (17 085)

NOTE G - FAIR VALUE MEASUREMENT

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits. The methods used to measure fair value may produce an amount 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.

NOTE G - FAIR VALUE MEASUREMENT - CONTINUED

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities, Level 1 measurements, and the lowest priority to measurements involving significant unobservable inputs, Level 3 measurements. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value; Level 3 inputs were only used when Level 1 or Level 2 inputs were not available. The three levels of the fair value hierarchy are as follows:

- **Level 1** inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date. Investments whose values are based on quoted market prices in active markets, and whose values are therefore classified as Level 1 prices, include active listed equities. Investments in underlying mutual funds are valued at their Net Asset Value (NAV) daily and are classified as Level 1 prices.
- **Level 2** inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.). Investments in this level include certain portions of the SEI Stable Asset Fund.
- **Level 3** inputs are unobservable inputs for the asset or liability. Investments whose values are classified as Level 3 prices have significant unobservable inputs, as they may trade infrequently or not at all. When observable prices are not available for these securities, the Funds use one or more valuation techniques for which sufficient and reliable data is available. See the discussion below regarding certain portions of the SEI Stable Fund.

		FAIR VALUE MEASUREMENTS AT REPORTING DATE USING		
	FAIR VALUE	QUOTED PRICES IN ACTIVE MARKETS FOR IDENTICAL ASSETS/ LIABILITIES (LEVEL 1)	SIGNIFICANT OTHER OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)
December 31, 2011:				
*SEI Stable Asset Fund	$ 101 838	$ 13 086	$ 88 752	$ -
*American Funds American Balanced Fund	330 886	330 886	-	-
*American Funds Bond Fund of America	157 331	157 331	-	-
*American Funds Cap World Growth & Income Fund	55 306	55 306	-	-
American Funds Century Vista Fund	13 101	13 101	-	-
American Funds Fundamental Investors Fund	21 835	21 835	-	-
Eaton Vance Dividend Builder Fund	1 288	1 288	-	-
Fidelity Advisor Leveraged Company Stock Fund	12 454	12 454	-	-
*Hartford Capital Appreciation Fund	66 387	66 387	-	-
Hartford Growth Opportunities Fund	1 386	1 386	-	-
*Hartford Small Company HLS Fund	50 725	50 725	-	-
Ivy Global Natural Resources Fund	6 675	6 675	-	-
Blackrock LifePath 2020 Fund	559	559	-	-
Blackrock LifePath 2030 Fund	17 235	17 235	-	-
*Blackrock LifePath 2040 Fund	50 342	50 342	-	-
Pioneer Emerging Markets Fund	5 012	5 012	-	-
*RiverSource Mid Source Capital Fund	49 600	49 600	-	-
Invesco Van Kampen Small Cap Growth Fund	31 281	31 281	-	-
	$ 973 241	$ 884 489	$ 88 752	$ -

*Exceeds 5% of 2011 net assets

NOTE G - FAIR VALUE MEASUREMENT - CONTINUED

		FAIR VALUE MEASUREMENTS AT REPORTING DATE USING		
	FAIR VALUE	QUOTED PRICES IN ACTIVE MARKETS FOR IDENTICAL ASSETS/ LIABILITIES (LEVEL 1)	SIGNIFICANT OTHER OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)
December 31, 2010:				
*SEI Stable Asset Fund	$ 76 227	$ 11 815	$ 64 031	$ 381
*American Funds American Balanced Fund	258 981	258 981	-	-
American Funds Bond Fund of America	77 192	77 192	-	-
*American Funds Cap World Growth & Income Fund	51 248	51 248	-	-
American Funds Century Vista Fund	11 807	11 807	-	-
American Funds Fundamental Investors Fund	20 078	20 078	-	-
Eaton Vance Dividend Builder Fund	1 267	1 267	-	-
Fidelity Advisor Leveraged Company Stock Fund	17 352	17 352	-	-
*Hartford Capital Appreciation Fund	68 972	68 972	-	-
Hartford Growth Opportunities Fund	5 205	5 205	-	-
*Hartford Small Company HLS Fund	48 413	48 413	-	-
*Ivy Global Natural Resources Fund	82 422	82 422	-	-
Blackrock LifePath 2020 Fund	176	176	-	-
Blackrock LifePath 2030 Fund	17 536	17 536	-	-
Blackrock LifePath 2040 Fund	35 607	35 607	-	-
Pioneer Emerging Markets Fund	19 792	19 792	-	-
*RiverSource Mid Source Capital Fund	46 193	46 193	-	-
Invesco Van Kampen Small Cap Growth Fund	34 796	34 796	-	-
	$ 873 264	$ 808 852	$ 64 031	$ 381

*Exceeds 5% of 2010 net assets

There were no transfers between Level 1 and Level 2 for the periods presented.

The fair value for mutual funds is based on quoted net asset values of the shares held by the Plan at year-end and are considered Level 1 fair value measurements. Certain investments held by the SEI Stable Asset Fund (a guaranteed investment contract) are not actively traded and significant other observable inputs are not available. Thus, the fair value of a portion of the guaranteed investment contract is determined by using the fund management's own assumptions based on current yields of similar instruments with comparable durations. The following table provides the further details of the Level 3 fair value measurements.

	INVESTMENT CONTRACT
Beginning balance, December 31, 2010	$ 381
Total gains or losses (realized or unrealized) included in changes in net assets available for benefits	(24)
Accrued income and amortization	(10)
Purchases	50
Sales	(397)
ENDING BALANCE, DECEMBER 31, 2011	$ -

NOTE H - FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT

The SEI Stable Asset Fund invests in a diversified portfolio of investment contracts issued by high quality financial institutions such as insurance companies and banks. Each contract has its own specific terms including interest rate and maturity date. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

NOTE H - FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT - CONTINUED

As described in Note B, because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract.

Contract value, as reported to the Plan by Hartford Life Insurance Company, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based upon a formula agreed upon with the issuer, but may not be less than 0%. Such interest rates are reviewed on a monthly or quarterly basis for resetting.

Events affecting contracts - Many of the investment contracts issued today stipulate that if an employer-initiated event (for example, a layoff, early retirement window, sale of a division, plant closure, etc.) occurs, all withdrawals attributable to this event that exceed a specified level are payable at fair value rather than contract value. In the event that the plan is terminated, there is a material adverse change to the provisions of the plan, or the employer elects to withdraw from a contract in order to switch to a different investment provider, the amount withdrawn from the contract would be payable at fair value rather than contract value. The Plan administrator is not aware of any circumstances that would limit the ability of the Plan to transact at contract value.

The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

	2011	2010
Average Yields:		
Based on actual earnings	1.36%	1.63%
Based on interest rate credited to participants	0.71%	0.89%

NOTE I - INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE (UNAUDITED)

The Plan administrator has elected the method of annual reporting compliance permitted by Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Plan's Trustee has certified that the following data, included in the accompanying financial statements, is complete and accurate:

Investments as shown in the statements of net assets available for benefits as of December 31, 2011 and 2010.

Net depreciation in fair value of investments as shown in the statements of changes in net assets available for benefits for the year ended December 31, 2011.

Information in Note F.

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

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements.

NOTE J - TERMINATED PARTICIPANT BALANCES

As of December 31, 2011, the Plan held accounts of participants who have withdrawn from the Plan but who have not yet withdrawn their funds totaling approximately $87,000.

SUPPLEMENTARY INFORMATION

FORM 5500 SCHEDULE H PART IV, LINE4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
CAPCO CONTRACTORS, INC. 401(k) PLAN
December 31, 2011

EIN #75-2584023
PN #001

(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
	SEI	SEI Stable Asset Fund	$ -	$ 101 838
	American Funds	American Funds American Balanced Fund	-	330 886
	American Funds	American Funds Bond Fund of America	-	157 331
	American Funds	American Funds Cap World Growth & Income Fund	-	55 306
	American Funds	American Funds Century Vista Fund	-	13 101
	American Funds	American Funds Fundamental Investors Fund	-	21 835
	American Funds	Eaton Vance Dividend Builder Fund	-	1 288
	American Funds	Fidelity Advisor Leveraged Company Stock Fund	-	12 454
*	Hartford	Hartford Capital Appreciation Fund	-	66 387
*	Hartford	Hartford Growth Opportunities Fund	-	1 386
*	Hartford	Hartford Small Company HLS Fund	-	50 725
*	Hartford	Ivy Global Natural Resources Fund	-	6 675
	Blackrock	Blackrock LifePath 2020 Fund	-	559
	Blackrock	Blackrock LifePath 2030 Fund	-	17 235
	Blackrock	Blackrock LifePath 2040 Fund	-	50 342
	Pioneer	Pioneer Emerging Markets Fund	-	5 012
	RiverSource	RiverSource Mid Source Capital Fund	-	49 600
	Invesco	Invesco Van Kampen Small Cap Growth Fund	-	31 281
			$ -	$ 973 241

* Party in interest

** Column not applicable as this is an individual account plan that a participant or beneficiary directed with respect to assets allocated to his or her account.

See independent auditors' report.

FORM 5500 SCHEDULE H, PART IV, LINE4A
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
CAPCO CONTRACTORS, INC. 401(k) PLAN
December 31, 2011

EIN #75-2584023
PN #001

	TOTAL THAT CONSTITUTES NONEXEMPT PROHIBITED TRANSACTIONS			
PARTICIPANT CONTRIBUTIONS TRANSFERRED LATE TO PLAN	CORRECTIONS NOT CORRECTED	CONTRIBUTIONS CORRECTED OUTSIDE VFCP	CONTRIBUTIONS PENDING CORRECTION IN VPCP	TOTAL FULLY CORRECTED UNDER VFCP AND PTE 2002-51
$ 271	$ -	$ 271	$ -	$ -
$ 13 296	$ 13 296	$ -	$ -	$ -

See independent auditors' report.

CAPCO CONTRACTORS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS - MODIFIED CASH BASIS

	DECEMBER 31, 2011	DECEMBER 31, 2010
ASSETS		
Investments, at Fair Value:		
SEI Stable Asset Fund	$ 101 838	$ 76 227
Shares of Registered investment companies, at fair value:		
American Funds American Balanced Fund	330 886	258 981
American Funds Bond Fund of America	157 331	77 192
American Funds Capital World Growth and Income Fund	55 306	51 248
American Funds Century Vista Fund	13 101	11 807
American Funds Fundamental Investors Fund	21 835	20 078
Eaton Vance Dividend Builder Fund	1 288	1 267
Fidelity Advisor Leveraged Company Stock Fund	12 454	17 352
Hartford Capital Appreciation Fund	66 387	68 972
Hartford Growth Opportunities Fund	1 386	5 205
Hartford Small Company HLS Fund	50 725	48 413
Ivy Global Natural Resources Fund	6 675	82 422
Blackrock LifePath 2020 Fund	559	176
Blackrock LifePath 2030 Fund	17 235	17 536
Blackrock LifePath 2040 Fund	50 342	35 607
Pioneer Emerging Markets Fund	5 012	19 792
RiverSource Mid Source Capital Fund	49 600	46 193
Invesco Van Kampen Small Cap Growth Fund	31 281	34 796
TOTAL INVESTMENTS	973 241	873 264
Notes receivable from participants	-	1 991
NET ASSETS	973 241	875 255
Adjustment from fair value to contract value for fully benefit responsive investment contract	466	1 208
NET ASSETS AVAILABLE FOR BENEFITS	$ 973 707	$ 876 463

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

CAPCO CONTRACTORS, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS - MODIFIED CASH BASIS
For the Year Ended December 31, 2011

Additions:	
Additions to Net Assets Attributed to:	
Net appreciation in fair value of investments	$ (16 343)
Adjustments for contract value of fully-benefit responsive investment contracts	(742)
Net investment loss	(17 085)
Participant loan interest	78
Contributions:	
Participant	157 280
Employer	100 785
Roth	15 343
TOTAL ADDITIONS	256 401
Deductions:	
Deductions from Net Assets Attributed to:	
Benefits paid to participants/beneficiaries	158 677
Other expenses	480
TOTAL DEDUCTIONS	159 157
NET INCREASE	97 244
Assets Available for Benefits:	
Beginning of year	876 463
END OF YEAR	$ 973 707

The accompanying notes are an integral part of this financial statement.

NOTE A - DESCRIPTION OF PLAN

The following description of CAPCO Contractors, Inc. 401(k) Plan (the "Plan") provides only general information. For a more complete description of the Plan's provisions, refer to the Plan agreement.

1. General. The Plan is a defined contribution plan for all employees of the Company who have completed 250 hours of service within three consecutive months, have reached the age twenty-one or older, are a U.S. resident or resident alien, and whose terms of employment are not governed by a collective bargaining agreement. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

2. Contributions and Forfeitures. Participants in the Plan may elect to contribute on a pre-tax basis the maximum amount of their compensation allowed under applicable law. Participants may also elect to make Roth and rollover contributions. The Company makes annual safe harbor contributions equivalent to 100% of the participants contribution up to 4%. The Company may also make matching contributions equal to a discretionary percentage, to be determined by the Company, of the participants' salary reductions. Participants may direct the investment of their pre-tax contributions, Roth contributions, rollover, and the Company's matching contribution into various investment options as described below. Forfeitures may be used to offset Company contribution obligations to the Plan. The activity in the forfeiture account was as follows for the years presented:

Balance December 31, 2009	$ 1 797
Net investment earnings	(14)
Forfeitures	536
Used for matching contributions	(268)
Balance December 31, 2010	2 051
Net investment earnings	(26)
Forfeitures	2 731
Used for matching contributions	(3 517)
Balance December 31, 2011	$ 1 239

3. Participant Accounts. Each participant's account is credited with the participant's pre-tax contribution and rollovers, the Company's matching contribution, the associated gains and losses and fees (income and expenses).

4. Vesting. Participants are immediately vested in their voluntary contributions and the Company safe harbor contributions plus actual gains and losses thereon. Vesting in the discretionary company contributions portion of their accounts plus gains and losses thereon is based on years of credited service. A participant is 100 percent vested after five years of credited service.

5. Payment of Benefits. On termination of service due to death, disability, retirement or other reasons, a participant will receive a lump-sum amount equal to the fair market value of the participant's vested interest in his or her account at the time of distribution. The participant may request a distribution at the time of termination, or he or she may elect to leave the account invested in the Plan until a later date. In service distributions may occur if requested by a participant that exceeds age 59 ½. Hardship withdrawals are also available.

NOTE A - DESCRIPTION OF PLAN - CONTINUED

6. Investment. Participants have the option of investing their contributions among numerous mutual funds and a fully benefit responsive investment contract. Participant may transfer some or all of the balances out of any fund into one or any combination of the other funds. Participants may change their election options at any time during the calendar year.

NOTE B - SUMMARY OF ACCOUNTING POLICIES

Modified Cash Basis of Accounting

The Plan's financial statements have been prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the Unites States of America. Consequently, contributions receivable are not recognized.

Risk and Uncertainties

The Plan provides for various investments in mutual funds and a fully responsive investment contract (SEI Stable Asset Fund). Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risk. Due to the level of risk associated with certain investment securities, it is 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.

Fully Benefit-Responsive Investment Contracts

The plan investments include investment contracts through SEI Stable Asset Fund. As described in Financial Accounting Standards Board codification 946 Financial Services - Investment Companies (FASB ASC 946), investment contracts such as these held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they went to initiate permitted transactions under the terms of the plan. As required by FASB ASC 946, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis for these investment contracts.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. The fair value of the fully benefit responsive investment contract is calculated by using the fund managements own assumptions based on current yields of similar instruments with comparable durations.

Realized gains and losses from security transactions are calculated on a specific identification basis. Unrealized appreciation and depreciation of investments are reported on an identified cost basis. Interest earned on fully benefit responsive investment contracts is recorded on a cash basis in net investment income.

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

Payment of Benefits

Benefits are recorded upon distribution.

NOTE B - SUMMARY OF ACCOUNTING POLICIES - CONTINUED

Estimates

The preparation of financial statements requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Subsequent Events

Management has evaluated subsequent events through October 11, 2012, the date the financial statements were available to be issued.

NOTE C - PLAN TERMINATION

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

NOTE D - TAX STATUS

The Plan has received a favorable determination letter from the Internal Revenue Service. The plan has been amended since receiving the determination letter, however, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code and, accordingly, is qualified and tax exempt as of the financial statement date. Employees are not taxed currently on contributions and related gains and losses until such amounts are withdrawn from the Plan and distributed.

NOTE E - ADMINISTRATION OF PLAN ASSETS

Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan. Certain administrative expenses are paid directly by the Company.

NOTE F - INVESTMENTS

During 2011 the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by ($17,085) as follows:

	2011
Net Appreciation (Depreciation) in Fair Value of Investments is as Follows:	
SEI Stable Asset Fund (fair value depreciation)	$ (816)
SEI Stable Asset Fund (contract value (depreciation)/appreciation)	(742)
Shares of registered investment companies	(15 527)
	$ (17 085)

NOTE G - FAIR VALUE MEASUREMENT

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits. The methods used to measure fair value may produce an amount 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.

NOTE G - FAIR VALUE MEASUREMENT - CONTINUED

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities, Level 1 measurements, and the lowest priority to measurements involving significant unobservable inputs, Level 3 measurements. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value; Level 3 inputs were only used when Level 1 or Level 2 inputs were not available. The three levels of the fair value hierarchy are as follows:

- **Level 1** inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date. Investments whose values are based on quoted market prices in active markets, and whose values are therefore classified as Level 1 prices, include active listed equities. Investments in underlying mutual funds are valued at their Net Asset Value (NAV) daily and are classified as Level 1 prices.
- **Level 2** inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.). Investments in this level include certain portions of the SEI Stable Asset Fund.
- **Level 3** inputs are unobservable inputs for the asset or liability. Investments whose values are classified as Level 3 prices have significant unobservable inputs, as they may trade infrequently or not at all. When observable prices are not available for these securities, the Funds use one or more valuation techniques for which sufficient and reliable data is available. See the discussion below regarding certain portions of the SEI Stable Fund.

		FAIR VALUE MEASUREMENTS AT REPORTING DATE USING		
	FAIR VALUE	QUOTED PRICES IN ACTIVE MARKETS FOR IDENTICAL ASSETS/ LIABILITIES (LEVEL 1)	SIGNIFICANT OTHER OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)
December 31, 2011:				
*SEI Stable Asset Fund	$ 101 838	$ 13 086	$ 88 752	$ -
*American Funds American Balanced Fund	330 886	330 886	-	-
*American Funds Bond Fund of America	157 331	157 331	-	-
*American Funds Cap World Growth & Income Fund	55 306	55 306	-	-
American Funds Century Vista Fund	13 101	13 101	-	-
American Funds Fundamental Investors Fund	21 835	21 835	-	-
Eaton Vance Dividend Builder Fund	1 288	1 288	-	-
Fidelity Advisor Leveraged Company Stock Fund	12 454	12 454	-	-
*Hartford Capital Appreciation Fund	66 387	66 387	-	-
Hartford Growth Opportunities Fund	1 386	1 386	-	-
*Hartford Small Company HLS Fund	50 725	50 725	-	-
Ivy Global Natural Resources Fund	6 675	6 675	-	-
Blackrock LifePath 2020 Fund	559	559	-	-
Blackrock LifePath 2030 Fund	17 235	17 235	-	-
*Blackrock LifePath 2040 Fund	50 342	50 342	-	-
Pioneer Emerging Markets Fund	5 012	5 012	-	-
*RiverSource Mid Source Capital Fund	49 600	49 600	-	-
Invesco Van Kampen Small Cap Growth Fund	31 281	31 281	-	-
	$ 973 241	$ 884 489	$ 88 752	$ -

*Exceeds 5% of 2011 net assets

NOTE G - FAIR VALUE MEASUREMENT - CONTINUED

		FAIR VALUE MEASUREMENTS AT REPORTING DATE USING		
	FAIR VALUE	QUOTED PRICES IN ACTIVE MARKETS FOR IDENTICAL ASSETS/ LIABILITIES (LEVEL 1)	SIGNIFICANT OTHER OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)
December 31, 2010:				
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*RiverSource Mid Source Capital Fund	46 193	46 193	-	-
Invesco Van Kampen Small Cap Growth Fund	34 796	34 796	-	-
	$ 873 264	$ 808 852	$ 64 031	$ 381

*Exceeds 5% of 2010 net assets

There were no transfers between Level 1 and Level 2 for the periods presented.

The fair value for mutual funds is based on quoted net asset values of the shares held by the Plan at year-end and are considered Level 1 fair value measurements. Certain investments held by the SEI Stable Asset Fund (a guaranteed investment contract) are not actively traded and significant other observable inputs are not available. Thus, the fair value of a portion of the guaranteed investment contract is determined by using the fund management's own assumptions based on current yields of similar instruments with comparable durations. The following table provides the further details of the Level 3 fair value measurements.

	INVESTMENT CONTRACT
Beginning balance, December 31, 2010	$ 381
Total gains or losses (realized or unrealized) included in changes in net assets available for benefits	(24)
Accrued income and amortization	(10)
Purchases	50
Sales	(397)
ENDING BALANCE, DECEMBER 31, 2011	$ -

NOTE H - FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT

The SEI Stable Asset Fund invests in a diversified portfolio of investment contracts issued by high quality financial institutions such as insurance companies and banks. Each contract has its own specific terms including interest rate and maturity date. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

NOTE H - FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT - CONTINUED

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The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

	2011	2010
Average Yields:		
Based on actual earnings	1.36%	1.63%
Based on interest rate credited to participants	0.71%	0.89%

NOTE I - INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE (UNAUDITED)

The Plan administrator has elected the method of annual reporting compliance permitted by Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Plan's Trustee has certified that the following data, included in the accompanying financial statements, is complete and accurate:

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Information in Note F.

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NOTE J - TERMINATED PARTICIPANT BALANCES

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FORM 5500 SCHEDULE H PART IV, LINE4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
CAPCO CONTRACTORS, INC. 401(k) PLAN
December 31, 2011

EIN #75-2584023
PN #001

(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
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			$ -	$ 973 241

* Party in interest

** Column not applicable as this is an individual account plan that a participant or beneficiary directed with respect to assets allocated to his or her account.

See independent auditors' report.