

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
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Part I	Annual Report Identification Information
For calendar plan year 2011 or fiscal plan year beginning <u>07/01/2011</u> and ending <u>06/30/2012</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>MARCA INDUSTRIES, INC. RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>07/01/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>07/01/1987</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>07/01/1987</u>					
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>MARCA INDUSTRIES, INC.</u> <u>2387 HARDING HIGHWAY EAST</u> <u>MARION, OH 43302</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>31-0796766</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>740-387-1035</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>624310</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>31-0796766</u>	2c Sponsor's telephone number <u>740-387-1035</u>	2d Business code (see instructions) <u>624310</u>	
2b Employer Identification Number (EIN) <u>31-0796766</u>					
2c Sponsor's telephone number <u>740-387-1035</u>					
2d Business code (see instructions) <u>624310</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	<u>04/15/2013</u>	<u>ELIZABETH OWENS</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") MARCA INDUSTRIES, INC. 2387 HARDING HIGHWAY EAST MARION, OH 43302	3b Administrator's EIN 31-0796766 3c Administrator's telephone number 740-387-1035
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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	177
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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	184
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	10
d Subtotal. Add lines 6a , 6b , and 6c	6d	194
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	31
f Total. Add lines 6d and 6e	6f	225
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	174
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

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

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

a Pension Schedules

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

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **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 **07/01/2011** and ending **06/30/2012**

A Name of plan MARCA INDUSTRIES, INC. RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 MARCA INDUSTRIES, INC.	D Employer Identification Number (EIN) 31-0796766

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

MID-OHIO PENSION SERVICES, INC.

31-1484181

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15	NONE	2600	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

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) 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
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For calendar plan year 2011 or fiscal plan year beginning 07/01/2011 and ending 06/30/2012		
A Name of plan MARCA INDUSTRIES, INC. RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 MARCA INDUSTRIES, INC.	D Employer Identification Number (EIN) 31-0796766	

Part I	Asset and Liability Statement
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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	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities.....	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	0	0
(9) Value of interest in common/collective trusts.....	1c(9)	0	0
(10) Value of interest in pooled separate accounts.....	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	232118	221464
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	232118	221464

Liabilities

g Benefit claims payable	1g	52520	55719
h Operating payables	1h	11333	6333
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	63853	62052

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	168265	159412
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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)	0	
(B) Participants	2a(1)(B)	0	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	0	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(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)	0	
(B) Other	2b(5)(B)	0	
(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)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-7148
c Other income.....	2c		5901
d Total income. Add all income amounts in column (b) and enter total.....	2d		-1247

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	816	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		816
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		0
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	2825	
(4) Other	2i(4)	3965	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		6790
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		7606

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-8853
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan	2l(2)		0

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: **HOLBROOK & MANTER**

(2) EIN: **31-0338651**

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		30000
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.		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)

MARCA INDUSTRIES, INC.
RETIREMENT PLAN AND TRUST
FINANCIAL STATEMENTS AND SCHEDULES
JUNE 30, 2012 AND 2011

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Marca Industries, Inc.
Marion, Ohio

We have audited the accompanying statements of net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's administrator. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the administrator, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and its changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes as of June 30, 2012, schedule of reportable transactions for the year ended June 30, 2012, and schedule of investments held in excess of 5% of plan assets as of June 30, 2012 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's administrator. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements for the year ended June 30, 2012, and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

A handwritten signature in black ink that reads 'Holbrook & Manter' in a cursive script.

Certified Public Accountants

April 11, 2013
Marion, Ohio

MEMBERS
AMERICAN INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS
OHIO SOCIETY OF
CERTIFIED PUBLIC ACCOUNTANTS

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ASSETS:-		
Interest in registered investment companies	\$ <u>221,464</u>	\$ <u>232,118</u>
Total assets	221,464	232,118
LIABILITIES:-		
Benefits payable	55,719	52,520
Administrative fees payable	<u>6,333</u>	<u>11,333</u>
Total liabilities	<u>62,052</u>	<u>63,853</u>
Net assets available for benefits	\$ <u><u>159,412</u></u>	\$ <u><u>168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEARS ENDED JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ADDITIONS:-		
Investment Income:-		
Interest and dividends earned	\$ 4,230	\$ 4,270
Capital gains	1,672	776
Unrealized net gain (loss)	<u>(7,149)</u>	<u>37,942</u>
Total investment income (loss)	<u>(1,247)</u>	<u>42,988</u>
Total additions	(1,247)	42,988
DEDUCTIONS:-		
Participant distributions	816	18,458
Brokerage fees	2,825	2,801
Administrative fees	<u>3,965</u>	<u>6,197</u>
Total deductions	<u>7,606</u>	<u>27,456</u>
Net increase (decrease) in net assets available for benefits	(8,853)	15,532
Net assets available for benefits at the beginning of year	<u>168,265</u>	<u>152,733</u>
Net assets available for benefits at the end of year	<u><u>\$ 159,412</u></u>	<u><u>\$ 168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES:-

The accompanying financial statements have been prepared on the accrual basis and present net assets available for benefits and changes in those assets.

Valuation of Investments - Marketable investments are stated at market value as of June 30, 2012 and 2011. Market values as determined by the Trustees are obtained from various market value quotations. The change in the difference between current market value and the cost of securities is reflected in the statement of changes in net assets available for benefits as unrealized appreciation (depreciation) in the aggregate market value of securities.

Administrative Expenses - Administrative expenses and brokerage fees are also charged to the plan. Marca Industries, Inc., the Plan's sponsor, also provides some limited accounting and administrative services at no cost to the Plan.

Plan Assets Held in Trust - Plan assets are held by Wells Fargo & Company. Marca Industries, Inc., the Plan Administrator and Trustee, shall maintain investments as deemed advisable, including, but not limited to, common or preferred stock, bonds and other evidences of indebtedness or ownership, and real estate or any interest therein. The Trustee shall at all times in making investments of the Trust Fund consider, among other factors, the short and long-term financial needs of the Plan on the basis of information furnished. The Trustee shall also give due regard to any limitations imposed by the Code or the Act so that at all times the Plan may qualify as a qualified Profit Sharing Plan and Trust.

Use of Estimates - The financial statements of the Plan are presented in conformity with accounting principles generally accepted in United States of America. This presentation requires the use of estimates and assumptions made by the Plan administrator that affect certain amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 2 - DESCRIPTION OF THE PLAN:-

The Plan is a defined contribution plan covering substantially all employees who in general complete at least one hour of service per month and have completed at least six months of service. An eligible employee shall become a participant effective as of the first day of the plan year following the date of eligibility. The Plan is subject to the Employees Retirement Income Security Act of 1974.

The Plan provides for discretionary contributions by the employer. All contributions by the employer shall be made in cash or in such property as is acceptable to the Trustee.

The employer has the right under the Plan to alter or amend the Plan in whole or in part; provided, however, that no such change shall in any way affect the vesting rights of the employees under this Plan. The employer also has the right to terminate the Plan upon which each participant is entitled to receive the entire amount credited in the account of the participant.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 2 - DESCRIPTION OF THE PLAN:- (continued)

Contributions by the employer vest according to the following schedule:

<u>Years of Service</u>	<u>Percentage</u>
0-2	0%
3	20%
4	40%
5	60%
6	80%
7	100%

The foregoing description of the Plan provides only general information. Those individuals affected should refer to the Summary Plan Description for a more complete description of the Plan's provisions.

NOTE 3 - FAIR VALUE MEASUREMENTS:-

Effective July 1, 2009, the Plan adopted the Accounting Standards Codification (ASC) No. 820, Fair Value Measurements. ASC No. 820 establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC No. 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2012 and 2011.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 3 - FAIR VALUE MEASUREMENTS:- (continued)

Money Market and Mutual funds: Valued at the net asset value ("NAV") of shares held by the Organization at year end. All stated assets were valued as Level 1 inputs at June 30, 2012 and 2011. The balance at June 30, 2012 and 2011 was \$221,464 and \$232,118, respectively.

NOTE 4 - ALLOCATION OF CONTRIBUTIONS, EARNINGS, AND FORFEITURES:-

Marca Industries, Inc., the Administrator of the Plan, has established and maintained an account in the name of each Participant to which the Administrator credits on each Plan anniversary date a portion of the contributions, earnings, and forfeitures based on the total number of eligible employees. Contributions and forfeitures are allocated to eligible participants equally. Earnings are allocated based upon beginning of the year participant account balances.

NOTE 5 - PLAN AMENDMENTS:-

Effective June 30, 2009, the Plan was closed to current and future employees that were not already enrolled in the Plan as of June 30, 2009, and current participant benefits were frozen.

NOTE 6 - INCOME TAX STATUS:-

The Internal Revenue Service has issued a determination letter, dated April 24, 1995, stating the Plan is exempt from Federal income taxes under Section 401(a) of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the Internal Revenue Code. The Plan follows ASC No. 740-10 "Accounting for Uncertainty in Income Taxes". The Plan's tax returns for the years 2009-2011 are subject to examination by tax authorities. The Plan records interest and penalties, if any, in interest expense and other expense, respectively, in other expenses. During the years ended June 30, 2012 and 2011, the Plan did not have any interest or penalties related to taxes. The Plan Administrator believes that the application of this accounting standard does not have a material effect on its financial statements.

NOTE 7 - NON-VESTED BENEFITS:-

The Plan does not contain a specified length of time for non-vested benefits to be retained in former employee accounts. The Plan Administrator has established a procedure to maintain these accounts for a seven year period.

NOTE 8 - SUBSEQUENT EVENTS:-

The Plan evaluated subsequent events through April 11, 2013, the date which the financial statements were available to be issued.

In September 2012, the Plan Administrator decided to terminate the Plan and distribute the remaining Plan assets after expenses to the Plan participants. The Trustee and the Administrator hope to complete this process by the end of June 2013.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4i - SCHEDULE H
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF JUNE 30, 2012

EMPLOYER IDENTIFICATION : 31-0796766

PLAN NUMBER: 001

Column (a) Party-in-Interest, if any, Identified by *	Column (b) Identity of Issuer, Borrower, Lessor, or Similar Party	Column (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	Column (d) Cost	Column (e) Current Value
	Wells Fargo Advisors	Van Kampen Comstock Class A	\$ 14,793	\$ 13,327
	Wells Fargo Advisors	Calvert Fund Income Portfolio Class A	12,095	12,587
	Wells Fargo Advisors	Calamos Growth Fund Class A	4,740	4,387
	Wells Fargo Advisors	Columbia Funds TR Marisco 21st Century Fund Class A	18,644	16,534
	Wells Fargo Advisors	Dodge & Cox Income Fund	14,003	14,833
	Wells Fargo Advisors	Dodge & Cox International Stock Fund	7,249	6,110
	Wells Fargo Advisors	Dreyfus Appreciation Fund	19,492	17,302
	Wells Fargo Advisors	Europacific Growth Fund Class F	8,138	7,085
	Wells Fargo Advisors	Columbia Federal Series Core Bond Fund Class A	12,872	13,836
	Wells Fargo Advisors	Federated Kaufmann Fund Class A	5,472	5,079
	Wells Fargo Advisors	First Eagle FDS Inc Overseas Fund Class A	7,684	7,262
	Wells Fargo Advisors	Franklin Value Investment TR Balance Sheet Fund Class A	5,407	5,067
	Wells Fargo Advisors	Lord Abbett Affiliated Class A	14,858	12,814
	Wells Fargo Advisors	Davis NY Venture Fund Inc Class Y	16,162	15,032
	Wells Fargo Advisors	Royce Pennsylvania Mutual Fund	5,064	4,711
	Wells Fargo Advisors	RS Value Fund	3,339	2,993
	Wells Fargo Advisors	RS Global Natural Resource Fund	5,421	4,864
	Wells Fargo Advisors	T Rowe Price Blue Chip Fund	20,027	17,549
	Wells Fargo Advisors	Templeton Developing Markets Class A	5,173	4,331
	Wells Fargo Advisors	Touchstone Mid Cap Growth Fund	6,039	4,254
	Wells Fargo Advisors	Van Eck Funds International Investment Gold Fund A	4,183	3,035
	Wells Fargo Advisors	Vanguard Inflation Protected Securities Fund	5,459	6,188
	Wells Fargo Advisors	Western Core Bond Plus Fund	15,693	16,710
	Wells Fargo Advisors	Money market fund	112	5,574
		Total investments	\$ 232,119	\$ 221,464

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4J - SCHEDULE H
SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

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

No reportable transactions during the fiscal year ended June 30, 2012.

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - LINE 27
SCHEDULE OF INVESTMENTS HELD IN EXCESS OF 5% OF PLAN ASSETS
AS OF JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

<u>SECURITY</u>	<u>AMOUNT AT MARKET VALUE</u>
TARGET BOND TRUST:-	
Van Kampen Comstock Class A	\$ 13,327
Calvert Fund Income Portfolio Class A	12,587
Columbia Funds TR Marisco 21st Century Fund Class A	16,534
Dodge & Cox Income Fund	14,833
Dreyfus Appreciation Fund	17,302
Columbia Federal Series Core Bond Fund Class A	13,836
Lord Abbett Affiliated Class A	12,814
Davis NY Venture Fund Inc Class Y	15,032
T Rowe Price Blue Chip Fund	17,549
Western Core Bond Plus Fund	<u>16,710</u>
Total investments	\$ <u><u>150,524</u></u>

See Independent Auditors' Report.

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 4085 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
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Part I Annual Report Identification Information			
For calendar plan year 2011 or fiscal plan year beginning		07/01/2011	and ending
		06/30/2012	
A This return/report is for:	☐ a multiemployer plan; ☒ a single-employer plan;	☐ a multiple-employer plan; or ☐ a DFE (specify) _____	
B This return/report is:	☐ the first return/report; ☐ an amended return/report;	☐ the final 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; ☐ special extension (enter description) _____	☐ automatic extension;	☐ the DFVC program;

Part II Basic Plan Information—enter all requested information			
1a Name of plan MARCA INDUSTRIES, INC. RETIREMENT PLAN	1b Three-digit plan number (PN)	001	
		07/01/1987	
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)	2b Employer Identification Number (EIN)		
MARCA INDUSTRIES, INC.	31-0796766		
	2c Sponsor's telephone number		
2387 HARDING HIGHWAY EAST	(740) 387-1035		
MARION	2d Business code (see instructions)		
	624310		

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	Elizabeth Owens	4/15/13	ELIZABETH OWENS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Elizabeth Owens	4/15/13	ELIZABETH OWENS
	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

MARCA INDUSTRIES, INC.
RETIREMENT PLAN AND TRUST
FINANCIAL STATEMENTS AND SCHEDULES
JUNE 30, 2012 AND 2011

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Marca Industries, Inc.
Marion, Ohio

We have audited the accompanying statements of net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's administrator. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the administrator, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and its changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes as of June 30, 2012, schedule of reportable transactions for the year ended June 30, 2012, and schedule of investments held in excess of 5% of plan assets as of June 30, 2012 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's administrator. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements for the year ended June 30, 2012, and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

A handwritten signature in black ink that reads 'Holbrook & Manter' in a cursive script.

Certified Public Accountants

April 11, 2013
Marion, Ohio

MEMBERS
AMERICAN INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS
OHIO SOCIETY OF
CERTIFIED PUBLIC ACCOUNTANTS

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
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Total liabilities	<u>62,052</u>	<u>63,853</u>
Net assets available for benefits	\$ <u><u>159,412</u></u>	\$ <u><u>168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEARS ENDED JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ADDITIONS:-		
Investment Income:-		
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Total additions	(1,247)	42,988
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Administrative fees	<u>3,965</u>	<u>6,197</u>
Total deductions	<u>7,606</u>	<u>27,456</u>
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Net assets available for benefits at the end of year	<u><u>\$ 159,412</u></u>	<u><u>\$ 168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES:-

The accompanying financial statements have been prepared on the accrual basis and present net assets available for benefits and changes in those assets.

Valuation of Investments - Marketable investments are stated at market value as of June 30, 2012 and 2011. Market values as determined by the Trustees are obtained from various market value quotations. The change in the difference between current market value and the cost of securities is reflected in the statement of changes in net assets available for benefits as unrealized appreciation (depreciation) in the aggregate market value of securities.

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Use of Estimates - The financial statements of the Plan are presented in conformity with accounting principles generally accepted in United States of America. This presentation requires the use of estimates and assumptions made by the Plan administrator that affect certain amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 2 - DESCRIPTION OF THE PLAN:-

The Plan is a defined contribution plan covering substantially all employees who in general complete at least one hour of service per month and have completed at least six months of service. An eligible employee shall become a participant effective as of the first day of the plan year following the date of eligibility. The Plan is subject to the Employees Retirement Income Security Act of 1974.

The Plan provides for discretionary contributions by the employer. All contributions by the employer shall be made in cash or in such property as is acceptable to the Trustee.

The employer has the right under the Plan to alter or amend the Plan in whole or in part; provided, however, that no such change shall in any way affect the vesting rights of the employees under this Plan. The employer also has the right to terminate the Plan upon which each participant is entitled to receive the entire amount credited in the account of the participant.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 2 - DESCRIPTION OF THE PLAN:- (continued)

Contributions by the employer vest according to the following schedule:

<u>Years of Service</u>	<u>Percentage</u>
0-2	0%
3	20%
4	40%
5	60%
6	80%
7	100%

The foregoing description of the Plan provides only general information. Those individuals affected should refer to the Summary Plan Description for a more complete description of the Plan's provisions.

NOTE 3 - FAIR VALUE MEASUREMENTS:-

Effective July 1, 2009, the Plan adopted the Accounting Standards Codification (ASC) No. 820, Fair Value Measurements. ASC No. 820 establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC No. 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2012 and 2011.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 3 - FAIR VALUE MEASUREMENTS:- (continued)

Money Market and Mutual funds: Valued at the net asset value ("NAV") of shares held by the Organization at year end. All stated assets were valued as Level 1 inputs at June 30, 2012 and 2011. The balance at June 30, 2012 and 2011 was \$221,464 and \$232,118, respectively.

NOTE 4 - ALLOCATION OF CONTRIBUTIONS, EARNINGS, AND FORFEITURES:-

Marca Industries, Inc., the Administrator of the Plan, has established and maintained an account in the name of each Participant to which the Administrator credits on each Plan anniversary date a portion of the contributions, earnings, and forfeitures based on the total number of eligible employees. Contributions and forfeitures are allocated to eligible participants equally. Earnings are allocated based upon beginning of the year participant account balances.

NOTE 5 - PLAN AMENDMENTS:-

Effective June 30, 2009, the Plan was closed to current and future employees that were not already enrolled in the Plan as of June 30, 2009, and current participant benefits were frozen.

NOTE 6 - INCOME TAX STATUS:-

The Internal Revenue Service has issued a determination letter, dated April 24, 1995, stating the Plan is exempt from Federal income taxes under Section 401(a) of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the Internal Revenue Code. The Plan follows ASC No. 740-10 "Accounting for Uncertainty in Income Taxes". The Plan's tax returns for the years 2009-2011 are subject to examination by tax authorities. The Plan records interest and penalties, if any, in interest expense and other expense, respectively, in other expenses. During the years ended June 30, 2012 and 2011, the Plan did not have any interest or penalties related to taxes. The Plan Administrator believes that the application of this accounting standard does not have a material effect on its financial statements.

NOTE 7 - NON-VESTED BENEFITS:-

The Plan does not contain a specified length of time for non-vested benefits to be retained in former employee accounts. The Plan Administrator has established a procedure to maintain these accounts for a seven year period.

NOTE 8 - SUBSEQUENT EVENTS:-

The Plan evaluated subsequent events through April 11, 2013, the date which the financial statements were available to be issued.

In September 2012, the Plan Administrator decided to terminate the Plan and distribute the remaining Plan assets after expenses to the Plan participants. The Trustee and the Administrator hope to complete this process by the end of June 2013.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4i - SCHEDULE H
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF JUNE 30, 2012

EMPLOYER IDENTIFICATION : 31-0796766

PLAN NUMBER: 001

Column (a) Party-in-Interest, if any, Identified by *	Column (b) Identity of Issuer, Borrower, Lessor, or Similar Party	Column (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	Column (d) Cost	Column (e) Current Value
	Wells Fargo Advisors	Van Kampen Comstock Class A	\$ 14,793	\$ 13,327
	Wells Fargo Advisors	Calvert Fund Income Portfolio Class A	12,095	12,587
	Wells Fargo Advisors	Calamos Growth Fund Class A	4,740	4,387
	Wells Fargo Advisors	Columbia Funds TR Marisco 21st Century Fund Class A	18,644	16,534
	Wells Fargo Advisors	Dodge & Cox Income Fund	14,003	14,833
	Wells Fargo Advisors	Dodge & Cox International Stock Fund	7,249	6,110
	Wells Fargo Advisors	Dreyfus Appreciation Fund	19,492	17,302
	Wells Fargo Advisors	Europacific Growth Fund Class F	8,138	7,085
	Wells Fargo Advisors	Columbia Federal Series Core Bond Fund Class A	12,872	13,836
	Wells Fargo Advisors	Federated Kaufmann Fund Class A	5,472	5,079
	Wells Fargo Advisors	First Eagle FDS Inc Overseas Fund Class A	7,684	7,262
	Wells Fargo Advisors	Franklin Value Investment TR Balance Sheet Fund Class A	5,407	5,067
	Wells Fargo Advisors	Lord Abbett Affiliated Class A	14,858	12,814
	Wells Fargo Advisors	Davis NY Venture Fund Inc Class Y	16,162	15,032
	Wells Fargo Advisors	Royce Pennsylvania Mutual Fund	5,064	4,711
	Wells Fargo Advisors	RS Value Fund	3,339	2,993
	Wells Fargo Advisors	RS Global Natural Resource Fund	5,421	4,864
	Wells Fargo Advisors	T Rowe Price Blue Chip Fund	20,027	17,549
	Wells Fargo Advisors	Templeton Developing Markets Class A	5,173	4,331
	Wells Fargo Advisors	Touchstone Mid Cap Growth Fund	6,039	4,254
	Wells Fargo Advisors	Van Eck Funds International Investment Gold Fund A	4,183	3,035
	Wells Fargo Advisors	Vanguard Inflation Protected Securities Fund	5,459	6,188
	Wells Fargo Advisors	Western Core Bond Plus Fund	15,693	16,710
	Wells Fargo Advisors	Money market fund	112	5,574
		Total investments	<u>\$ 232,119</u>	<u>\$ 221,464</u>

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4J - SCHEDULE H
SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

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

No reportable transactions during the fiscal year ended June 30, 2012.

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - LINE 27
SCHEDULE OF INVESTMENTS HELD IN EXCESS OF 5% OF PLAN ASSETS
AS OF JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

<u>SECURITY</u>	<u>AMOUNT AT MARKET VALUE</u>
TARGET BOND TRUST:-	
Van Kampen Comstock Class A	\$ 13,327
Calvert Fund Income Portfolio Class A	12,587
Columbia Funds TR Marisco 21st Century Fund Class A	16,534
Dodge & Cox Income Fund	14,833
Dreyfus Appreciation Fund	17,302
Columbia Federal Series Core Bond Fund Class A	13,836
Lord Abbett Affiliated Class A	12,814
Davis NY Venture Fund Inc Class Y	15,032
T Rowe Price Blue Chip Fund	17,549
Western Core Bond Plus Fund	<u>16,710</u>
Total investments	\$ <u><u>150,524</u></u>

See Independent Auditors' Report.

MARCA INDUSTRIES, INC.
RETIREMENT PLAN AND TRUST
FINANCIAL STATEMENTS AND SCHEDULES
JUNE 30, 2012 AND 2011

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Marca Industries, Inc.
Marion, Ohio

We have audited the accompanying statements of net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's administrator. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the administrator, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and its changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes as of June 30, 2012, schedule of reportable transactions for the year ended June 30, 2012, and schedule of investments held in excess of 5% of plan assets as of June 30, 2012 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's administrator. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements for the year ended June 30, 2012, and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

A handwritten signature in black ink that reads 'Holbrook & Manter'.

Certified Public Accountants

April 11, 2013
Marion, Ohio

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CERTIFIED PUBLIC ACCOUNTANTS

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ASSETS:-		
Interest in registered investment companies	\$ <u>221,464</u>	\$ <u>232,118</u>
Total assets	221,464	232,118
LIABILITIES:-		
Benefits payable	55,719	52,520
Administrative fees payable	<u>6,333</u>	<u>11,333</u>
Total liabilities	<u>62,052</u>	<u>63,853</u>
Net assets available for benefits	\$ <u><u>159,412</u></u>	\$ <u><u>168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEARS ENDED JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ADDITIONS:-		
Investment Income:-		
Interest and dividends earned	\$ 4,230	\$ 4,270
Capital gains	1,672	776
Unrealized net gain (loss)	<u>(7,149)</u>	<u>37,942</u>
Total investment income (loss)	<u>(1,247)</u>	<u>42,988</u>
Total additions	(1,247)	42,988
DEDUCTIONS:-		
Participant distributions	816	18,458
Brokerage fees	2,825	2,801
Administrative fees	<u>3,965</u>	<u>6,197</u>
Total deductions	<u>7,606</u>	<u>27,456</u>
Net increase (decrease) in net assets available for benefits	(8,853)	15,532
Net assets available for benefits at the beginning of year	<u>168,265</u>	<u>152,733</u>
Net assets available for benefits at the end of year	<u><u>\$ 159,412</u></u>	<u><u>\$ 168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES:-

The accompanying financial statements have been prepared on the accrual basis and present net assets available for benefits and changes in those assets.

Valuation of Investments - Marketable investments are stated at market value as of June 30, 2012 and 2011. Market values as determined by the Trustees are obtained from various market value quotations. The change in the difference between current market value and the cost of securities is reflected in the statement of changes in net assets available for benefits as unrealized appreciation (depreciation) in the aggregate market value of securities.

Administrative Expenses - Administrative expenses and brokerage fees are also charged to the plan. Marca Industries, Inc., the Plan's sponsor, also provides some limited accounting and administrative services at no cost to the Plan.

Plan Assets Held in Trust - Plan assets are held by Wells Fargo & Company. Marca Industries, Inc., the Plan Administrator and Trustee, shall maintain investments as deemed advisable, including, but not limited to, common or preferred stock, bonds and other evidences of indebtedness or ownership, and real estate or any interest therein. The Trustee shall at all times in making investments of the Trust Fund consider, among other factors, the short and long-term financial needs of the Plan on the basis of information furnished. The Trustee shall also give due regard to any limitations imposed by the Code or the Act so that at all times the Plan may qualify as a qualified Profit Sharing Plan and Trust.

Use of Estimates - The financial statements of the Plan are presented in conformity with accounting principles generally accepted in United States of America. This presentation requires the use of estimates and assumptions made by the Plan administrator that affect certain amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 2 - DESCRIPTION OF THE PLAN:-

The Plan is a defined contribution plan covering substantially all employees who in general complete at least one hour of service per month and have completed at least six months of service. An eligible employee shall become a participant effective as of the first day of the plan year following the date of eligibility. The Plan is subject to the Employees Retirement Income Security Act of 1974.

The Plan provides for discretionary contributions by the employer. All contributions by the employer shall be made in cash or in such property as is acceptable to the Trustee.

The employer has the right under the Plan to alter or amend the Plan in whole or in part; provided, however, that no such change shall in any way affect the vesting rights of the employees under this Plan. The employer also has the right to terminate the Plan upon which each participant is entitled to receive the entire amount credited in the account of the participant.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 2 - DESCRIPTION OF THE PLAN:- (continued)

Contributions by the employer vest according to the following schedule:

<u>Years of Service</u>	<u>Percentage</u>
0-2	0%
3	20%
4	40%
5	60%
6	80%
7	100%

The foregoing description of the Plan provides only general information. Those individuals affected should refer to the Summary Plan Description for a more complete description of the Plan's provisions.

NOTE 3 - FAIR VALUE MEASUREMENTS:-

Effective July 1, 2009, the Plan adopted the Accounting Standards Codification (ASC) No. 820, Fair Value Measurements. ASC No. 820 establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC No. 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2012 and 2011.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 3 - FAIR VALUE MEASUREMENTS:- (continued)

Money Market and Mutual funds: Valued at the net asset value ("NAV") of shares held by the Organization at year end. All stated assets were valued as Level 1 inputs at June 30, 2012 and 2011. The balance at June 30, 2012 and 2011 was \$221,464 and \$232,118, respectively.

NOTE 4 - ALLOCATION OF CONTRIBUTIONS, EARNINGS, AND FORFEITURES:-

Marca Industries, Inc., the Administrator of the Plan, has established and maintained an account in the name of each Participant to which the Administrator credits on each Plan anniversary date a portion of the contributions, earnings, and forfeitures based on the total number of eligible employees. Contributions and forfeitures are allocated to eligible participants equally. Earnings are allocated based upon beginning of the year participant account balances.

NOTE 5 - PLAN AMENDMENTS:-

Effective June 30, 2009, the Plan was closed to current and future employees that were not already enrolled in the Plan as of June 30, 2009, and current participant benefits were frozen.

NOTE 6 - INCOME TAX STATUS:-

The Internal Revenue Service has issued a determination letter, dated April 24, 1995, stating the Plan is exempt from Federal income taxes under Section 401(a) of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the Internal Revenue Code. The Plan follows ASC No. 740-10 "Accounting for Uncertainty in Income Taxes". The Plan's tax returns for the years 2009-2011 are subject to examination by tax authorities. The Plan records interest and penalties, if any, in interest expense and other expense, respectively, in other expenses. During the years ended June 30, 2012 and 2011, the Plan did not have any interest or penalties related to taxes. The Plan Administrator believes that the application of this accounting standard does not have a material effect on its financial statements.

NOTE 7 - NON-VESTED BENEFITS:-

The Plan does not contain a specified length of time for non-vested benefits to be retained in former employee accounts. The Plan Administrator has established a procedure to maintain these accounts for a seven year period.

NOTE 8 - SUBSEQUENT EVENTS:-

The Plan evaluated subsequent events through April 11, 2013, the date which the financial statements were available to be issued.

In September 2012, the Plan Administrator decided to terminate the Plan and distribute the remaining Plan assets after expenses to the Plan participants. The Trustee and the Administrator hope to complete this process by the end of June 2013.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4i - SCHEDULE H
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF JUNE 30, 2012

EMPLOYER IDENTIFICATION : 31-0796766

PLAN NUMBER: 001

Column (a) Party-in-Interest, if any, Identified by *	Column (b) Identity of Issuer, Borrower, Lessor, or Similar Party	Column (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	Column (d) Cost	Column (e) Current Value
	Wells Fargo Advisors	Van Kampen Comstock Class A	\$ 14,793	\$ 13,327
	Wells Fargo Advisors	Calvert Fund Income Portfolio Class A	12,095	12,587
	Wells Fargo Advisors	Calamos Growth Fund Class A	4,740	4,387
	Wells Fargo Advisors	Columbia Funds TR Marisco 21st Century Fund Class A	18,644	16,534
	Wells Fargo Advisors	Dodge & Cox Income Fund	14,003	14,833
	Wells Fargo Advisors	Dodge & Cox International Stock Fund	7,249	6,110
	Wells Fargo Advisors	Dreyfus Appreciation Fund	19,492	17,302
	Wells Fargo Advisors	Europacific Growth Fund Class F	8,138	7,085
	Wells Fargo Advisors	Columbia Federal Series Core Bond Fund Class A	12,872	13,836
	Wells Fargo Advisors	Federated Kaufmann Fund Class A	5,472	5,079
	Wells Fargo Advisors	First Eagle FDS Inc Overseas Fund Class A	7,684	7,262
	Wells Fargo Advisors	Franklin Value Investment TR Balance Sheet Fund Class A	5,407	5,067
	Wells Fargo Advisors	Lord Abbett Affiliated Class A	14,858	12,814
	Wells Fargo Advisors	Davis NY Venture Fund Inc Class Y	16,162	15,032
	Wells Fargo Advisors	Royce Pennsylvania Mutual Fund	5,064	4,711
	Wells Fargo Advisors	RS Value Fund	3,339	2,993
	Wells Fargo Advisors	RS Global Natural Resource Fund	5,421	4,864
	Wells Fargo Advisors	T Rowe Price Blue Chip Fund	20,027	17,549
	Wells Fargo Advisors	Templeton Developing Markets Class A	5,173	4,331
	Wells Fargo Advisors	Touchstone Mid Cap Growth Fund	6,039	4,254
	Wells Fargo Advisors	Van Eck Funds International Investment Gold Fund A	4,183	3,035
	Wells Fargo Advisors	Vanguard Inflation Protected Securities Fund	5,459	6,188
	Wells Fargo Advisors	Western Core Bond Plus Fund	15,693	16,710
	Wells Fargo Advisors	Money market fund	112	5,574
		Total investments	\$ 232,119	\$ 221,464

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4J - SCHEDULE H
SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

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

No reportable transactions during the fiscal year ended June 30, 2012.

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - LINE 27
SCHEDULE OF INVESTMENTS HELD IN EXCESS OF 5% OF PLAN ASSETS
AS OF JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

<u>SECURITY</u>	<u>AMOUNT AT MARKET VALUE</u>
TARGET BOND TRUST:-	
Van Kampen Comstock Class A	\$ 13,327
Calvert Fund Income Portfolio Class A	12,587
Columbia Funds TR Marisco 21st Century Fund Class A	16,534
Dodge & Cox Income Fund	14,833
Dreyfus Appreciation Fund	17,302
Columbia Federal Series Core Bond Fund Class A	13,836
Lord Abbett Affiliated Class A	12,814
Davis NY Venture Fund Inc Class Y	15,032
T Rowe Price Blue Chip Fund	17,549
Western Core Bond Plus Fund	<u>16,710</u>
Total investments	\$ <u><u>150,524</u></u>

See Independent Auditors' Report.

MARCA INDUSTRIES, INC.
RETIREMENT PLAN AND TRUST
FINANCIAL STATEMENTS AND SCHEDULES
JUNE 30, 2012 AND 2011

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Marca Industries, Inc.
Marion, Ohio

We have audited the accompanying statements of net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's administrator. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the administrator, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and its changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes as of June 30, 2012, schedule of reportable transactions for the year ended June 30, 2012, and schedule of investments held in excess of 5% of plan assets as of June 30, 2012 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's administrator. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements for the year ended June 30, 2012, and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

A handwritten signature in black ink that reads 'Holbrook & Manter' in a cursive script.

Certified Public Accountants

April 11, 2013
Marion, Ohio

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MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ASSETS:-		
Interest in registered investment companies	\$ <u>221,464</u>	\$ <u>232,118</u>
Total assets	221,464	232,118
LIABILITIES:-		
Benefits payable	55,719	52,520
Administrative fees payable	<u>6,333</u>	<u>11,333</u>
Total liabilities	<u>62,052</u>	<u>63,853</u>
Net assets available for benefits	\$ <u><u>159,412</u></u>	\$ <u><u>168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEARS ENDED JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ADDITIONS:-		
Investment Income:-		
Interest and dividends earned	\$ 4,230	\$ 4,270
Capital gains	1,672	776
Unrealized net gain (loss)	<u>(7,149)</u>	<u>37,942</u>
Total investment income (loss)	<u>(1,247)</u>	<u>42,988</u>
Total additions	(1,247)	42,988
DEDUCTIONS:-		
Participant distributions	816	18,458
Brokerage fees	2,825	2,801
Administrative fees	<u>3,965</u>	<u>6,197</u>
Total deductions	<u>7,606</u>	<u>27,456</u>
Net increase (decrease) in net assets available for benefits	(8,853)	15,532
Net assets available for benefits at the beginning of year	<u>168,265</u>	<u>152,733</u>
Net assets available for benefits at the end of year	<u><u>\$ 159,412</u></u>	<u><u>\$ 168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES:-

The accompanying financial statements have been prepared on the accrual basis and present net assets available for benefits and changes in those assets.

Valuation of Investments - Marketable investments are stated at market value as of June 30, 2012 and 2011. Market values as determined by the Trustees are obtained from various market value quotations. The change in the difference between current market value and the cost of securities is reflected in the statement of changes in net assets available for benefits as unrealized appreciation (depreciation) in the aggregate market value of securities.

Administrative Expenses - Administrative expenses and brokerage fees are also charged to the plan. Marca Industries, Inc., the Plan's sponsor, also provides some limited accounting and administrative services at no cost to the Plan.

Plan Assets Held in Trust - Plan assets are held by Wells Fargo & Company. Marca Industries, Inc., the Plan Administrator and Trustee, shall maintain investments as deemed advisable, including, but not limited to, common or preferred stock, bonds and other evidences of indebtedness or ownership, and real estate or any interest therein. The Trustee shall at all times in making investments of the Trust Fund consider, among other factors, the short and long-term financial needs of the Plan on the basis of information furnished. The Trustee shall also give due regard to any limitations imposed by the Code or the Act so that at all times the Plan may qualify as a qualified Profit Sharing Plan and Trust.

Use of Estimates - The financial statements of the Plan are presented in conformity with accounting principles generally accepted in United States of America. This presentation requires the use of estimates and assumptions made by the Plan administrator that affect certain amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 2 - DESCRIPTION OF THE PLAN:-

The Plan is a defined contribution plan covering substantially all employees who in general complete at least one hour of service per month and have completed at least six months of service. An eligible employee shall become a participant effective as of the first day of the plan year following the date of eligibility. The Plan is subject to the Employees Retirement Income Security Act of 1974.

The Plan provides for discretionary contributions by the employer. All contributions by the employer shall be made in cash or in such property as is acceptable to the Trustee.

The employer has the right under the Plan to alter or amend the Plan in whole or in part; provided, however, that no such change shall in any way affect the vesting rights of the employees under this Plan. The employer also has the right to terminate the Plan upon which each participant is entitled to receive the entire amount credited in the account of the participant.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 2 - DESCRIPTION OF THE PLAN:- (continued)

Contributions by the employer vest according to the following schedule:

<u>Years of Service</u>	<u>Percentage</u>
0-2	0%
3	20%
4	40%
5	60%
6	80%
7	100%

The foregoing description of the Plan provides only general information. Those individuals affected should refer to the Summary Plan Description for a more complete description of the Plan's provisions.

NOTE 3 - FAIR VALUE MEASUREMENTS:-

Effective July 1, 2009, the Plan adopted the Accounting Standards Codification (ASC) No. 820, Fair Value Measurements. ASC No. 820 establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC No. 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2012 and 2011.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 3 - FAIR VALUE MEASUREMENTS:- (continued)

Money Market and Mutual funds: Valued at the net asset value ("NAV") of shares held by the Organization at year end. All stated assets were valued as Level 1 inputs at June 30, 2012 and 2011. The balance at June 30, 2012 and 2011 was \$221,464 and \$232,118, respectively.

NOTE 4 - ALLOCATION OF CONTRIBUTIONS, EARNINGS, AND FORFEITURES:-

Marca Industries, Inc., the Administrator of the Plan, has established and maintained an account in the name of each Participant to which the Administrator credits on each Plan anniversary date a portion of the contributions, earnings, and forfeitures based on the total number of eligible employees. Contributions and forfeitures are allocated to eligible participants equally. Earnings are allocated based upon beginning of the year participant account balances.

NOTE 5 - PLAN AMENDMENTS:-

Effective June 30, 2009, the Plan was closed to current and future employees that were not already enrolled in the Plan as of June 30, 2009, and current participant benefits were frozen.

NOTE 6 - INCOME TAX STATUS:-

The Internal Revenue Service has issued a determination letter, dated April 24, 1995, stating the Plan is exempt from Federal income taxes under Section 401(a) of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the Internal Revenue Code. The Plan follows ASC No. 740-10 "Accounting for Uncertainty in Income Taxes". The Plan's tax returns for the years 2009-2011 are subject to examination by tax authorities. The Plan records interest and penalties, if any, in interest expense and other expense, respectively, in other expenses. During the years ended June 30, 2012 and 2011, the Plan did not have any interest or penalties related to taxes. The Plan Administrator believes that the application of this accounting standard does not have a material effect on its financial statements.

NOTE 7 - NON-VESTED BENEFITS:-

The Plan does not contain a specified length of time for non-vested benefits to be retained in former employee accounts. The Plan Administrator has established a procedure to maintain these accounts for a seven year period.

NOTE 8 - SUBSEQUENT EVENTS:-

The Plan evaluated subsequent events through April 11, 2013, the date which the financial statements were available to be issued.

In September 2012, the Plan Administrator decided to terminate the Plan and distribute the remaining Plan assets after expenses to the Plan participants. The Trustee and the Administrator hope to complete this process by the end of June 2013.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4i - SCHEDULE H
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF JUNE 30, 2012

EMPLOYER IDENTIFICATION : 31-0796766

PLAN NUMBER: 001

Column (a) Party-in-Interest, if any, Identified by *	Column (b) Identity of Issuer, Borrower, Lessor, or Similar Party	Column (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	Column (d) Cost	Column (e) Current Value
	Wells Fargo Advisors	Van Kampen Comstock Class A	\$ 14,793	\$ 13,327
	Wells Fargo Advisors	Calvert Fund Income Portfolio Class A	12,095	12,587
	Wells Fargo Advisors	Calamos Growth Fund Class A	4,740	4,387
	Wells Fargo Advisors	Columbia Funds TR Marisco 21st Century Fund Class A	18,644	16,534
	Wells Fargo Advisors	Dodge & Cox Income Fund	14,003	14,833
	Wells Fargo Advisors	Dodge & Cox International Stock Fund	7,249	6,110
	Wells Fargo Advisors	Dreyfus Appreciation Fund	19,492	17,302
	Wells Fargo Advisors	Europacific Growth Fund Class F	8,138	7,085
	Wells Fargo Advisors	Columbia Federal Series Core Bond Fund Class A	12,872	13,836
	Wells Fargo Advisors	Federated Kaufmann Fund Class A	5,472	5,079
	Wells Fargo Advisors	First Eagle FDS Inc Overseas Fund Class A	7,684	7,262
	Wells Fargo Advisors	Franklin Value Investment TR Balance Sheet Fund Class A	5,407	5,067
	Wells Fargo Advisors	Lord Abbett Affiliated Class A	14,858	12,814
	Wells Fargo Advisors	Davis NY Venture Fund Inc Class Y	16,162	15,032
	Wells Fargo Advisors	Royce Pennsylvania Mutual Fund	5,064	4,711
	Wells Fargo Advisors	RS Value Fund	3,339	2,993
	Wells Fargo Advisors	RS Global Natural Resource Fund	5,421	4,864
	Wells Fargo Advisors	T Rowe Price Blue Chip Fund	20,027	17,549
	Wells Fargo Advisors	Templeton Developing Markets Class A	5,173	4,331
	Wells Fargo Advisors	Touchstone Mid Cap Growth Fund	6,039	4,254
	Wells Fargo Advisors	Van Eck Funds International Investment Gold Fund A	4,183	3,035
	Wells Fargo Advisors	Vanguard Inflation Protected Securities Fund	5,459	6,188
	Wells Fargo Advisors	Western Core Bond Plus Fund	15,693	16,710
	Wells Fargo Advisors	Money market fund	112	5,574
		Total investments	\$ 232,119	\$ 221,464

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4J - SCHEDULE H
SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

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

No reportable transactions during the fiscal year ended June 30, 2012.

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - LINE 27
SCHEDULE OF INVESTMENTS HELD IN EXCESS OF 5% OF PLAN ASSETS
AS OF JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

<u>SECURITY</u>	<u>AMOUNT AT MARKET VALUE</u>
TARGET BOND TRUST:-	
Van Kampen Comstock Class A	\$ 13,327
Calvert Fund Income Portfolio Class A	12,587
Columbia Funds TR Marisco 21st Century Fund Class A	16,534
Dodge & Cox Income Fund	14,833
Dreyfus Appreciation Fund	17,302
Columbia Federal Series Core Bond Fund Class A	13,836
Lord Abbett Affiliated Class A	12,814
Davis NY Venture Fund Inc Class Y	15,032
T Rowe Price Blue Chip Fund	17,549
Western Core Bond Plus Fund	<u>16,710</u>
Total investments	\$ <u><u>150,524</u></u>

See Independent Auditors' Report.

MARCA INDUSTRIES, INC.
RETIREMENT PLAN AND TRUST
FINANCIAL STATEMENTS AND SCHEDULES
JUNE 30, 2012 AND 2011

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Marca Industries, Inc.
Marion, Ohio

We have audited the accompanying statements of net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's administrator. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the administrator, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Marca Industries, Inc. Retirement Plan and Trust as of June 30, 2012 and 2011, and its changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes as of June 30, 2012, schedule of reportable transactions for the year ended June 30, 2012, and schedule of investments held in excess of 5% of plan assets as of June 30, 2012 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's administrator. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements for the year ended June 30, 2012, and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

A handwritten signature in black ink that reads 'Holbrook & Manter' in a cursive script.

Certified Public Accountants

April 11, 2013
Marion, Ohio

MEMBERS
AMERICAN INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS
OHIO SOCIETY OF
CERTIFIED PUBLIC ACCOUNTANTS

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ASSETS:-		
Interest in registered investment companies	\$ <u>221,464</u>	\$ <u>232,118</u>
Total assets	221,464	232,118
LIABILITIES:-		
Benefits payable	55,719	52,520
Administrative fees payable	<u>6,333</u>	<u>11,333</u>
Total liabilities	<u>62,052</u>	<u>63,853</u>
Net assets available for benefits	\$ <u><u>159,412</u></u>	\$ <u><u>168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEARS ENDED JUNE 30, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
ADDITIONS:-		
Investment Income:-		
Interest and dividends earned	\$ 4,230	\$ 4,270
Capital gains	1,672	776
Unrealized net gain (loss)	<u>(7,149)</u>	<u>37,942</u>
Total investment income (loss)	<u>(1,247)</u>	<u>42,988</u>
Total additions	(1,247)	42,988
DEDUCTIONS:-		
Participant distributions	816	18,458
Brokerage fees	2,825	2,801
Administrative fees	<u>3,965</u>	<u>6,197</u>
Total deductions	<u>7,606</u>	<u>27,456</u>
Net increase (decrease) in net assets available for benefits	(8,853)	15,532
Net assets available for benefits at the beginning of year	<u>168,265</u>	<u>152,733</u>
Net assets available for benefits at the end of year	<u><u>\$ 159,412</u></u>	<u><u>\$ 168,265</u></u>

See Accompanying Notes to Financial Statements.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES:-

The accompanying financial statements have been prepared on the accrual basis and present net assets available for benefits and changes in those assets.

Valuation of Investments - Marketable investments are stated at market value as of June 30, 2012 and 2011. Market values as determined by the Trustees are obtained from various market value quotations. The change in the difference between current market value and the cost of securities is reflected in the statement of changes in net assets available for benefits as unrealized appreciation (depreciation) in the aggregate market value of securities.

Administrative Expenses - Administrative expenses and brokerage fees are also charged to the plan. Marca Industries, Inc., the Plan's sponsor, also provides some limited accounting and administrative services at no cost to the Plan.

Plan Assets Held in Trust - Plan assets are held by Wells Fargo & Company. Marca Industries, Inc., the Plan Administrator and Trustee, shall maintain investments as deemed advisable, including, but not limited to, common or preferred stock, bonds and other evidences of indebtedness or ownership, and real estate or any interest therein. The Trustee shall at all times in making investments of the Trust Fund consider, among other factors, the short and long-term financial needs of the Plan on the basis of information furnished. The Trustee shall also give due regard to any limitations imposed by the Code or the Act so that at all times the Plan may qualify as a qualified Profit Sharing Plan and Trust.

Use of Estimates - The financial statements of the Plan are presented in conformity with accounting principles generally accepted in United States of America. This presentation requires the use of estimates and assumptions made by the Plan administrator that affect certain amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 2 - DESCRIPTION OF THE PLAN:-

The Plan is a defined contribution plan covering substantially all employees who in general complete at least one hour of service per month and have completed at least six months of service. An eligible employee shall become a participant effective as of the first day of the plan year following the date of eligibility. The Plan is subject to the Employees Retirement Income Security Act of 1974.

The Plan provides for discretionary contributions by the employer. All contributions by the employer shall be made in cash or in such property as is acceptable to the Trustee.

The employer has the right under the Plan to alter or amend the Plan in whole or in part; provided, however, that no such change shall in any way affect the vesting rights of the employees under this Plan. The employer also has the right to terminate the Plan upon which each participant is entitled to receive the entire amount credited in the account of the participant.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 2 - DESCRIPTION OF THE PLAN:- (continued)

Contributions by the employer vest according to the following schedule:

<u>Years of Service</u>	<u>Percentage</u>
0-2	0%
3	20%
4	40%
5	60%
6	80%
7	100%

The foregoing description of the Plan provides only general information. Those individuals affected should refer to the Summary Plan Description for a more complete description of the Plan's provisions.

NOTE 3 - FAIR VALUE MEASUREMENTS:-

Effective July 1, 2009, the Plan adopted the Accounting Standards Codification (ASC) No. 820, Fair Value Measurements. ASC No. 820 establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC No. 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2012 and 2011.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

NOTE 3 - FAIR VALUE MEASUREMENTS:- (continued)

Money Market and Mutual funds: Valued at the net asset value ("NAV") of shares held by the Organization at year end. All stated assets were valued as Level 1 inputs at June 30, 2012 and 2011. The balance at June 30, 2012 and 2011 was \$221,464 and \$232,118, respectively.

NOTE 4 - ALLOCATION OF CONTRIBUTIONS, EARNINGS, AND FORFEITURES:-

Marca Industries, Inc., the Administrator of the Plan, has established and maintained an account in the name of each Participant to which the Administrator credits on each Plan anniversary date a portion of the contributions, earnings, and forfeitures based on the total number of eligible employees. Contributions and forfeitures are allocated to eligible participants equally. Earnings are allocated based upon beginning of the year participant account balances.

NOTE 5 - PLAN AMENDMENTS:-

Effective June 30, 2009, the Plan was closed to current and future employees that were not already enrolled in the Plan as of June 30, 2009, and current participant benefits were frozen.

NOTE 6 - INCOME TAX STATUS:-

The Internal Revenue Service has issued a determination letter, dated April 24, 1995, stating the Plan is exempt from Federal income taxes under Section 401(a) of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the Internal Revenue Code. The Plan follows ASC No. 740-10 "Accounting for Uncertainty in Income Taxes". The Plan's tax returns for the years 2009-2011 are subject to examination by tax authorities. The Plan records interest and penalties, if any, in interest expense and other expense, respectively, in other expenses. During the years ended June 30, 2012 and 2011, the Plan did not have any interest or penalties related to taxes. The Plan Administrator believes that the application of this accounting standard does not have a material effect on its financial statements.

NOTE 7 - NON-VESTED BENEFITS:-

The Plan does not contain a specified length of time for non-vested benefits to be retained in former employee accounts. The Plan Administrator has established a procedure to maintain these accounts for a seven year period.

NOTE 8 - SUBSEQUENT EVENTS:-

The Plan evaluated subsequent events through April 11, 2013, the date which the financial statements were available to be issued.

In September 2012, the Plan Administrator decided to terminate the Plan and distribute the remaining Plan assets after expenses to the Plan participants. The Trustee and the Administrator hope to complete this process by the end of June 2013.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4i - SCHEDULE H
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF JUNE 30, 2012

EMPLOYER IDENTIFICATION : 31-0796766

PLAN NUMBER: 001

Column (a) Party-in-Interest, if any, Identified by *	Column (b) Identity of Issuer, Borrower, Lessor, or Similar Party	Column (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	Column (d) Cost	Column (e) Current Value
	Wells Fargo Advisors	Van Kampen Comstock Class A	\$ 14,793	\$ 13,327
	Wells Fargo Advisors	Calvert Fund Income Portfolio Class A	12,095	12,587
	Wells Fargo Advisors	Calamos Growth Fund Class A	4,740	4,387
	Wells Fargo Advisors	Columbia Funds TR Marisco 21st Century Fund Class A	18,644	16,534
	Wells Fargo Advisors	Dodge & Cox Income Fund	14,003	14,833
	Wells Fargo Advisors	Dodge & Cox International Stock Fund	7,249	6,110
	Wells Fargo Advisors	Dreyfus Appreciation Fund	19,492	17,302
	Wells Fargo Advisors	Europacific Growth Fund Class F	8,138	7,085
	Wells Fargo Advisors	Columbia Federal Series Core Bond Fund Class A	12,872	13,836
	Wells Fargo Advisors	Federated Kaufmann Fund Class A	5,472	5,079
	Wells Fargo Advisors	First Eagle FDS Inc Overseas Fund Class A	7,684	7,262
	Wells Fargo Advisors	Franklin Value Investment TR Balance Sheet Fund Class A	5,407	5,067
	Wells Fargo Advisors	Lord Abbett Affiliated Class A	14,858	12,814
	Wells Fargo Advisors	Davis NY Venture Fund Inc Class Y	16,162	15,032
	Wells Fargo Advisors	Royce Pennsylvania Mutual Fund	5,064	4,711
	Wells Fargo Advisors	RS Value Fund	3,339	2,993
	Wells Fargo Advisors	RS Global Natural Resource Fund	5,421	4,864
	Wells Fargo Advisors	T Rowe Price Blue Chip Fund	20,027	17,549
	Wells Fargo Advisors	Templeton Developing Markets Class A	5,173	4,331
	Wells Fargo Advisors	Touchstone Mid Cap Growth Fund	6,039	4,254
	Wells Fargo Advisors	Van Eck Funds International Investment Gold Fund A	4,183	3,035
	Wells Fargo Advisors	Vanguard Inflation Protected Securities Fund	5,459	6,188
	Wells Fargo Advisors	Western Core Bond Plus Fund	15,693	16,710
	Wells Fargo Advisors	Money market fund	112	5,574
		Total investments	\$ 232,119	\$ 221,464

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - PART IV, 4J - SCHEDULE H
SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

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

No reportable transactions during the fiscal year ended June 30, 2012.

See Independent Auditors' Report.

MARCA INDUSTRIES, INC. RETIREMENT PLAN AND TRUST
FORM 5500 - LINE 27
SCHEDULE OF INVESTMENTS HELD IN EXCESS OF 5% OF PLAN ASSETS
AS OF JUNE 30, 2012

Employer Identification Number : 31-0796766
Plan Number - 001

<u>SECURITY</u>	<u>AMOUNT AT MARKET VALUE</u>
TARGET BOND TRUST:-	
Van Kampen Comstock Class A	\$ 13,327
Calvert Fund Income Portfolio Class A	12,587
Columbia Funds TR Marisco 21st Century Fund Class A	16,534
Dodge & Cox Income Fund	14,833
Dreyfus Appreciation Fund	17,302
Columbia Federal Series Core Bond Fund Class A	13,836
Lord Abbett Affiliated Class A	12,814
Davis NY Venture Fund Inc Class Y	15,032
T Rowe Price Blue Chip Fund	17,549
Western Core Bond Plus Fund	<u>16,710</u>
Total investments	\$ <u><u>150,524</u></u>

See Independent Auditors' Report.

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