Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 10/01/2011 and ending 09/30/2012

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
PSC EMPLOYEES' PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/01/1965

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

PARKHILL, SMITH & COOPER, INC.

4222 85TH STREET
LUBBOCK, TX 79423

2b Employer Identification Number (EIN)
75-1156936

2c Sponsor's telephone number
806-473-2200

2d Business code (see instructions)
541330

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.	04/30/2013	EDWIN E. DAVIS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	04/30/2013	MICHAEL CARTWRIGHT
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
PARKHILL, SMITH & COOPER INC. EDWIN E. DAVIS

4222 85TH STREET
LUBBOCK, TX 79423

3b Administrator's EIN
75-1156936

3c Administrator's telephone number
806-473-2200

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	278
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**	247
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	21
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	268
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	268
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	268
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 10/01/2011 and ending 09/30/2012

A Name of plan
PSC EMPLOYEES' PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PARKHILL, SMITH & COOPER, INC.

D Employer Identification Number (EIN)
75-1156936

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	33770	26795
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1393681	2626157
(2) U.S. Government securities	1c(2)	1694879	1273015
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	1758149	1726444
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	8443103	10280693
(5) Partnership/joint venture interests	1c(5)	2646519	2150588
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	10935858	11914887
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	50637	

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	26956596	29998579
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k		
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	26956596	29998579

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)	1825593	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1825593
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	311	
(B) U.S. Government securities	2b(1)(B)	52055	
(C) Corporate debt instruments	2b(1)(C)	86650	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		139016
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	694785	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		694785
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	6478108	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	6399274	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		78834

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	2352308	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		2352308
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		5090536
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1836974	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1836974
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	14000	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	187356	
(4) Other	2i(4)	10223	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		211579
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2048553
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		3041983
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) [X] 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 [X] No

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

(1) Name: MARTIN E GREEN PC CPA'S (2) EIN: 75-2356268

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	**4a**		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	**4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	**4d**		X	
e	Was this plan covered by a fidelity bond?	**4e**	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	**4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	**4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	**4j**		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	**4k**		X	
l	Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	**4n**			

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)

American Institute of
Certified Public Accountants

Texas Society of
Certified Public Accountants

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CERTIFIED PUBLIC ACCOUNTANTS
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INDEPENDENT AUDITORS' REPORT

To the Trustees
Parkhill, Smith & Cooper, Inc.
Employees' Profit Sharing Retirement
Plan & Trust

We have audited the accompanying statements of net assets available for benefits (modified cash basis) of Parkhill, Smith & Cooper, Inc. Employees' Profit Sharing Retirement Plan & Trust as of September 30, 2012 and 2011, and the related statements of changes in net assets available for benefits (modified cash basis) for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on the financial statements based on our audit.

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 management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 2, these financial statements and supplemental schedules were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Parkhill, Smith & Cooper, Inc. Employees' Profit Sharing Retirement Plan & Trust as of September 30, 2012 and 2011 and the changes in net assets available for benefits for the years then ended on the basis of accounting described in Note 2.

Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The supplemental information (modified cash basis) included in Schedule H, Part IV, 4(i)-Schedule of Assets Held for Investment (IRS Form 5500) is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

M. E. Green, P.C.

Lubbock, Texas
January 15, 2013

PARKHILL, SMITH & COOPER, INC.

EMPLOYEES' PROFIT SHARING RETIREMENT PLAN & TRUST

FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION

SEPTEMBER 30, 2012 and 2011

AND

INDEPENDENT AUDITORS' REPORT

MARTIN E. GREEN, P.C.
Certified Public Accountants
Lubbock, Texas

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American Institute of
Certified Public Accountants
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To the Trustees
Parkhill, Smith & Cooper, Inc.
Employees' Profit Sharing Retirement
Plan & Trust

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Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The supplemental information (modified cash basis) included in Schedule H, Part IV, 4(i)-Schedule of Assets Held for Investment (IRS Form 5500) is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

M. E. Green, P.C.

Lubbock, Texas
January 15, 2013

PARKHILL, SMITH & COOPER, INC.
EMPLOYEES' PROFIT SHARING RETIREMENT PLAN & TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
SEPTEMBER 30, 2012 and 2011
(MODIFIED CASH BASIS)

	2012	2011
Assets		
Cash	$ 2,571,829	$ 1,288,192
Investments:		
At fair value		
Money Market and Interest-bearing deposits	$ 54,328	$ 105,489
U.S. government securities	1,273,015	1,694,879
Corporate Bonds	1,726,444	1,758,149
Common stocks	10,280,693	8,493,740
Partnerships	2,150,588	2,646,519
Mutual Funds	11,914,887	10,935,858
Total Investments	27,399,955	25,634,634
Receivables:		
Employer's contribution	0	0
Accrued interest	26,795	33,770
Total Receivables	26,795	33,770
Total Assets	$ 29,998,579	$ 26,956,596
NET ASSETS AVAILABLE FOR BENEFITS	$ 29,998,579	$ 26,956,596

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

PARKHILL, SMITH & COOPER, INC.
EMPLOYEES' PROFIT SHARING RETIREMENT PLAN & TRUST
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED SEPTEMBER 30, 2012 and 2011
(MODIFIED CASH BASIS)

	2012	2011
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$ 2,352,308	$ (981,692)
Net gain (loss) on asset sales	78,834	(71,005)
Interest	138,706	148,894
Dividends	695,095	688,976
At fair value	3,264,943	(214,827)
Contributions:		
Employer	1,825,593	1,719,586
Total additions	5,090,536	1,504,759
Deductions from net assets attributed to:		
Benefits paid to participants	1,836,974	3,118,688
Administrative expenses	211,579	231,789
Total deductions	2,048,553	3,350,477
Net increase (decrease)	3,041,983	(1,845,718)
Net assets available for plan benefits:		
Beginning of year	26,956,596	28,802,314
End of year	$ 29,998,579	$ 26,956,596

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

PARKHILL, SMITH & COOPER, INC.
EMPLOYEES' PROFIT SHARING RETIREMENT PLAN & TRUST
NOTES TO FINANCIAL STATEMENTS

NOTE 1 **Description of Plan**

The following description of the Parkhill, Smith & Cooper, Inc., Employees' Profit Sharing Retirement Plan & Trust provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution profit sharing plan established by Parkhill, Smith & Cooper, Inc. (Employer) to supplement income upon retirement. Employees, including part time employees, become eligible and certified for participation on the last day of the plan year (September 30) immediately following the first day of employment. It is subject to the provisions of the Employment Retirement Income Security Act of 1974 (ERISA).

Contributions

Each plan year, the Company contributes to the Plan an amount determined by the Company's board of directors.

Participant Accounts

Each participant's account is credited with their proportionate share of (a) the Company's contribution, (b) Plan earnings, and (c) realized and unrealized gains or losses from investments and is charged with an allocation of administrative expenses. The Company contribution is allocated based upon each participant's proportionate share of total qualifying compensation. Earnings are allocated quarterly based upon the proportionate share of account balances as of the beginning of each respective plan quarter. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting in Employer Contributions

A participant's interest in the contributions the Employer makes to the Plan for their benefit are 100% vested at all times.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in a lump-sum amount or in annual installments. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Accounting, Legal and Trustee Costs

The Employer is reimbursed by the plan for a portion of accounting and legal cost of administering the plan at an annual contracted amount. The Employer bears all trustee cost of administering the plan.

NOTE 2 **Summary of Accounting Policies**

Basis of Accounting

The financial statements of the Plan policy are prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

Investment income is recorded when received and plan expenses are recorded when paid. Purchases and sales of securities are recorded on a trade-date basis.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value determined from quoted market prices. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Net appreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

Estimates

The preparation of financial statements in conformity with the modified cash basis accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Date of Management's Review

Subsequent events were evaluated through February 15, 2013, which is the date the financial statements were available to be issued.

NOTE 3 **Plan Termination**

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the

Employee Retirement Income Security Act of 1974 (ERISA).

NOTE 4 **Tax Status**

The Internal Revenue Service has determined and informed the Company by letter dated April 26, 2002, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC).

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the plan, and has concluded that as of September 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2012.

NOTE 5 **Separated Participants**

As of September 30, 2012, twenty-one participants had withdrawn from or ceased to qualify for participation in the plan but had not been approved for or applied for payment. Their respective allocated amounts total $3,104,531.00.

NOTE 6 **Concentrations of Credit Risk**

The plan trustees have contracted with registered investment managers for the investment of plan assets. Plan management and the plan trustees periodically evaluate the financial soundness and investment effectiveness of the managers and believe that there are no concentrations that pose a risk to the plan.

NOTE 7 **Risks and Uncertainties**

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

NOTE 8 **Investments**

The Plan's assets are held in broker-administered trust accounts. The following table presents investments. Investments that represent 5% or more of the Plan's net assets are separately identified.

Investments at Fair Value as Determined by Quoted Market Price	2012	2011
U.S. government securities	$1,273,015	$1,694,879
Common Stocks	10,280,693	8,493,740
Corporate Bonds	1,726,444	1,758,149
Partnerships	2,150,588	2,646,519
Mutual Funds	11,914,887	10,935,858
Investments at Estimated Fair Value	27,345,627	25,529,145
Interest-bearing deposits	2,626,157	1,393,681
Total Investments	$29,971,784	$26,922,826

During 2012 and 2011 Plan investments (including investments bought and held during the year) appreciated (depreciated) in fair value by $2,352,308 and $(981,692) as follows:

Net change in Investments at Fair Value as Determined by Quoted Market Price	2012	2011
U.S. Government Securities	$ 5,161	$ 47,759
Corporate Bonds	47,138	(42,310)
Common Stocks	1,315,109	(574,079)
Partnerships	(21,525)	86,175
Mutual Funds	1,007,470	(496,982)
Certificates of Deposit	(1,045)	(2,255)
Net Change in Fair Value	$2,352,308	$(981,692)

NOTE 9 **FAIR VALUE MEASUREMENTS**

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of the net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted market prices for identical assets, and Level 3 inputs are unobservable inputs and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs were used only when Level 1 and Level 2 inputs were not available.

Level 1 Fair Value Measurements

The fair value of common stocks, certain corporate bonds, and U.S. government securities are based on the closing price reported in the active market where the individual securities are traded, when available.

Level 2 Fair Value Measurements

The fair value of certain corporate bonds for which quoted market price are not available are valued based on yields currently available on comparable securities of issuers with similar credit ratings. Investments in certain restricted common stocks are valued at the quoted market price of the issuer's unrestricted common stock less an appropriate discount. The fair value of the certificates of deposit is based on amortized cost or original investment cost plus accrued interest.

Level 3 Fair Value Measurement

For those assets with fair value measured using Level 3 inputs, the Plan administrator determines the fair value measurement policies and procedures in consultation with Plan investment advisors. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

	Fair Value Measurements at September 30, 2012			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level3)	Total
U.S. government securities	$ 1,273,015			$ 1,273,015
Corporate Bonds	1,276,444			1,276,444
Common Stocks	10,280,693			10,280,693
Partnerships		2,150,588		2,150,588
Mutual Funds	11,914,887			11,914,887
Certificated of deposit		54,328		54,328
Total assets at fair value	$ 24,745,039	$ 2,204,916	$ -	$ 26,949,955

	Fair Value Measurements at September 30, 2011			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level3)	Total
U.S. government securities	$ 1,263,135			$ 1,263,135
Corporate Bonds	1,676,769			1,676,769
Common Stocks	12,840,850			12,840,850
Partnerships		2,135,145		2,135,145
Mutual Funds	10,326,628			10,326,628
Certificated of deposit		54,284		54,284
Total assets at fair value	$ 26,107,382	$ 2,189,429	$ -	$ 28,296,811

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended September 30, 2012 are reported in net appreciation in fair values of investments.

The Plan's policy is to recognize transfers into and out of Level 3 at the end of the reporting period. For the year ended September 30, 2012 there were no significant transfers into or out of Level 3.

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	Identity of Issue	Description of Investment	Cost	Current Value
	FHLMC Callable,5.00%,01/30/14		77,253.40	74,419.80
	FHLMC NOTES,3.75%,3/27/2019		255,621.63	258,707.70
	FNMA ,2.875%,12/11/13		42,317.74	42,307.49
	FNMA GLOBAL,5.25%,9/15/2016		97,707.92	97,047.00
	US T-BOND Ser May2038,4.5%,5/15/38		40,377.50	41,593.32
	US T-BOND,4.25%,5/15/2039		80,915.42	82,929.92
	US TSY INFL PROT NOTE,2%,1/15/14		129,792.69	129,559.06
	UST INFLATION, 2.125%,2/15/41		65,867.05	72,242.15
	UST-NOTE SER AE 2012,1.375%,11/15/12		126,650.00	125,190.00
	UST-NOTE SER B-2018,3.5%,2/15/18		69,587.46	69,963.95
	UST-NOTE SER B-2020,3.625%,2/15/2020		95,982.16	97,810.52
	UST-NOTE SER C-2021,3.125%,5/15/2021		54,386.08	56,013.37
	UST-NOTE SER M-2016,3.25%,7/31/16		69,959.61	69,747.93
	UST-NOTE SER R 2013,2.75%,10/31/13		56,716.74	55,482.84
	AMERICAN EXPRESS,7.3%,8/20/2013		72,228.42	69,927.66
	BB&T CORP, 6.85%, 4/30/2019		66,754.26	69,227.46
	BELL SOUTH CORP,6.55%,6/15/2034		66,086.94	68,905.02
	BERKSHIRE HATHAWY,4.6%,5/15/13		69,881.56	69,799.96
	COCA COLA CO,3.625%,3/15/2014		70,916.82	70,080.66
	COMCAST CORP,5.3%,1/15/14		70,014.12	69,897.30
	CSX CORP,4.25%,6/1/2021		54,309.00	56,166.00
	CVS CAREMARK CORP,5.75%,6/1/2017		66,568.92	69,950.32
	ENTERPRISE PRDCTS,6.45%,9/1/40		67,631.20	69,561.52
	GE CAP CORP GBL,6.75%,3/15/32		61,644.78	69,175.08
	GILEAD SCIENCE,2.25%,12/1/16		33,813.12	34,392.96
	GOLDMAN SACHS,6.0%,5/1/2014		68,817.45	69,776.20
	INTERNATIONAL BUS,4.0%,6/20/2042		77,719.95	68,713.47
	JOHN HANCOCK,4.9%,12/15/12		20,623.20	20,130.00
	JP MORGAN CHASE,6.3%,4/23/2019		54,485.81	70,071.24
	KINDER MORGAN,5.125%,11/12/2014		42,315.78	42,352.05
	MERRIL LYNCH & CO,6.4,8/28/2017		58,172.40	69,801.60
	ORACLE CORP, 5.00%, 7/8/2019		67,270.94	70,232.78
	PNC FUNDING CORP,4.25%,9/21/2015		68,027.40	69,051.78
	THERMOFISHER SCIENTIFIC,2.25%,8/15/16		68,518.22	69,541.31
	TIME WARNER INC,3.15%,7/15/2015		67,230.15	69,366.70
	TIME WARNER INC,7.5%,4/1/2014		66,397.56	70,266.24
	US BANCORP, 4.125%,5/24/2021		67,089.02	69,744.96
	UTD TECHNOLGIES,4.875%,05/01/15		70,149.87	69,950.79
	VERIZON WIRELESS,5.55%,4/1/21		56,391.92	55,312.40
	WALT DISNEY,2.55%,2/15/2022		56,028.24	55,466.64
	WELLS FARGO,3.625%,4/15/2015		67,681.90	69,581.85
	ACCENTURE PLC IRELAND CL A		24,001.10	29,902.81
	ADIDAS AG SPON ADR		41,182.11	54,181.38
	AIA GROUP LTD SPON ADR		26,355.37	27,378.20
	AMERICAN CAP AGY CORP		17,232.10	21,140.60
	AMERICAN INTL GRP INC NEW		53,692.15	55,513.47
	ANALOG DEVICES INC		11,562.50	14,494.75
	ANGLOGOLD ASHANTI LTD		81,437.84	69,013.45
	ANNALY CAPITAL MANAGEMENT INC		19,459.87	17,496.76

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	AON PLC		43,071.48	53,649.54
	APACHE CORP		62,105.76	66,927.78
	ARM HOLDINGS PLC ADR		23,052.00	25,293.92
	ASSA ABLOY AB-SEK		35,514.50	56,190.75
	AVERY DENNISON CORP		5,643.00	7,159.50
	BAIDU INC SPON ADR RPTNG		26,482.84	24,079.34
	BARCLAYS PLC IPATH DJ UBS LIVESTOCK		109,339.89	96,553.61
	BARCLAYS PLC IPATH DJ UBS SUGAR		73,834.25	59,836.07
	BARRICK GOLD CORP CAD		46,329.25	41,467.68
	BEST BUY INC		29,995.20	23,615.60
	BG GROUP PLC SPON ADR		49,035.60	49,714.70
	Blackstone/GSO Strat Credit FD		400,000.00	401,000.00
	BOSTON SCIENTIFIC CORP		9,809.45	9,471.00
	BRANDYWINE REALTY TR SBI-NEW		4,621.77	7,033.63
	BROADRIDGE FINANCIAL SOLUTIONS		12,874.69	14,931.20
	CA INC.		71,797.59	95,304.73
	CABLEVISION SYSTEMS CORP		13,838.94	13,852.90
	CANADIAN NATL RAILWAS CO		40,014.58	53,026.23
	CANADIAN NATURAL RES LTD		28,308.10	61,826.32
	CAPITAL ONE FINANCIAL		30151.34	30,671.38
	CARNIVAL CORP		52,903.80	63,606.78
	CHECK POINT SOFTWARE TECH		38,514.34	33,471.20
	CHUBB CORP		11,098.15	14,111.80
	CISCO SYS INC		54,289.98	63,987.34
	CITIGROUP INC		53,205.25	67,337.76
	CLOROX COMPANY DE		9,750.51	10,591.35
	CNOOC LTD SPONS ADR		42,319.20	53,520.72
	CREDIT SUISSE GROUP ADR		39,045.12	31,471.20
	CVS CAREMARK CORP		27,241.49	39,268.62
	DASSAULT SYSTEMS SA ADR		22,546.20	33,561.72
	DUKE ENERGY CORP NEW		11,119.80	13,929.85
	EMBRAER S A - BRL		51,364.61	53,985.36
	EMC CORP-MASS		17,826.59	20,807.01
	ENDURANCE SPECIALTY HOLDINGS		11,423.43	12,782.00
	ENTERGY CORPORATION-NEW		10,606.40	11,088.00
	EXELON CORP		13,157.15	12,346.26
	FANUC CORP		40,686.52	46,937.88
	FIRST AMERICAN FINANCIAL CORP		5,388.80	9,123.07
	FLSMIDTH & CO A/S UNSPON		21,833.58	24,927.76
	FRESENIUS MEDICAL CARE		53,483.76	58,132.80
	GENERAL MOTORS COMPANY		45,057.41	47,638.50
	GENUINE PARTS CO		7,924.80	9,520.68
	GOLDMAN SACHS GROUP INC		36,118.10	43,425.76
	GRACE WR & CO DEL NEW		8,094.03	10,929.80
	H J HEINZ CO		14,631.09	16,785.00
	HAEMONETICS CORP MASS		8,187.20	11,228.00
	HALIBURTON		29,397.31	33,150.96
	HANG LUNG PROPERTIES LTD		22,847.75	26,240.06
	HARTFORD FINL SVCS GROUP INC		57,098.06	67,651.20

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	HASBRO INC		12,093.15	14,044.72
	HCP INC (NEW)		11,758.36	14,633.92
	HEALTH CARE REIT INC		11,930.28	14,030.82
	HENNES & Mauritz AB ADR		49,484.43	57,522.51
	HEWLETT PACKARD CO		60,915.40	45,294.30
	HONG KONG EXCHANGES & CLEARING LTD		29,020.00	29,940.00
	HSBC HLDG PLC SP ADR NEW		44,250.31	42,789.66
	HUDSON CITY BANCORP INC		6,169.40	8,660.05
	INDUSTRIAL & COML BK		31,564.80	38,338.08
	INGERSOLL-RAND PUBLICK LTD CO		20,702.33	33,032.34
	INVESCO LTD		7,041.54	11,345.46
	IQ QAI		208,584.99	211,200.00
	iShares Gold Trust		246,931.54	258,376.47
	ISHARES RUSSELL 1000 GRWTH IWF		761,181.12	963,957.47
	ISHARES RUSSELL 2000 GRWTH IWO		509,875.21	660,768.45
	ITAU UNIBANCO BANCO HLDG SA ADR		55,920.73	54,977.44
	JP MORGAN CHASE & CO		2,755,938.00	37,039.20
	KDDI CORP-JPY		29,806.20	33,669.00
	KINGFISHER PLC SPONSORED		551,943.06	58,556.50
	KOMATSU LTD ADR NEW		55,338.76	49,991.85
	LAS VEGAS SANDS CORP		41,862.02	43,773.28
	LI & FUNG LTD-HKD		35,352.01	31,044.00
	LINCOLN NATIONAL CORP		12,863.49	19,908.37
	LOEWS CORP		32,511.55	38,825.66
	LVMH MOET HENNESSY LOUIS VUITTON		62,982.22	71,386.18
	M&T BK COROP		11,953.48	15,225.60
	MATTEL INC DE		10,744.35	14,720.05
	MCKESSON CORPORATION		10,905.00	12,904.50
	MERCADOLIBRE INC		19,511.25	29,965.65
	MERCK & CO INC NEW		25,048.20	34,542.77
	METLIFE INC		47,112.82	57,961.72
	MICHELIN CGDE UNSPONS ADR		37,434.32	40,959.26
	MICROSOFT CORP		40,346.69	48,240.96
	MITSUBISHI UFJ FINANCIAL GRP INC SPON		35,924.85	37,539.45
	NESTLE S A SPONSORED ADR		47,551.30	54,550.23
	NEW YORK COMMUNITY BANCORP		12,907.17	15,009.60
	NEXEN INC		12,623.60	16,090.90
	NISOURCE INC		8,594.76	10,242.96
	NOBLE ENERGY INC		18,832.80	24,660.86
	NOVARTIS AG ADR		56,606.55	62,178.90
	NOVO-NORDISK A S ADR		45,580.16	72,276.98
	NRG ENERGY INC NEW		25,112.64	25,325.76
	OCCIDENTAL PETROLEUM-DEL		24,167.00	29,088.28
	OLD REPUBLIC INT'L CORP		4,164.70	6,891.30
	OMNICOM GROUP INC		9,762.60	13,663.40
	PACCAR INC - DEL CGMI		23,707.82	28,054.02
	PEARSON PLC SPON ADR		39,094.82	40,506.42
	PFIZER INC		55,656.64	78,227.80
	PHILIP MORRIS INTL INC		14,846.44	21,405.72

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	PIMCO 1-5 YR US TIPS INDEX STPZ		672,209.30	683,537.91
	PITNEY BOWES INC		19,608.40	14,414.26
	POTASH CORP SASK INC		49,529.56	49,933.00
	PUBLICIS GROUPE ADR		34,188.00	45,258.40
	RAYTHEON COMPANY NEW		22,682.85	31,723.80
	RECKITT BENCKISER GP ADR		65,978.51	74,936.94
	ROCKWELL COLLINS INC		6,858.87	6,973.20
	SABMILLER PLC SPON ADR		23,220.12	31,592.00
	SANOFI-AVENTIS		476,674.31	87,497.92
	SAP AG SPONS ADR-USD		49,626.58	69,332.76
	SBERBANK SPONSORED ADR		29,068.00	39,377.00
	SCANA CORP NEW		11,730.50	13,998.30
	SCHLUMBERGER LTD		52,980.51	64,156.71
	SEMPRA ENERGY		10,866.50	13,607.39
	SIEMENS A G SPONS ADR		42,627.62	48,072.00
	SONOCO PRODUCTS CO		9,890.29	10,660.56
	SOUTHERN COPPER CORP DEL		43,086.82	20,444.20
	SPDR GOLD TR GOLD SHS		28,450.80	30,940.20
	ST JUDE MEDICAL INC		12,666.50	14,745.50
	SUN CMNTYS INC		12,621.14	14,162.52
	SUNTRUST BANKS INC		11,035.92	16,679.30
	SWATCH GROUP AG UNSPON ADR		41,846.82	37,737.70
	SYNGENTA AG ADR		25,514.12	28,443.00
	SYSCO CORP		7,272.92	7,254.64
	TAIWAN SMCNDCTR MFG CO LTD ADR		37,151.21	42,381.78
	TALISMAN ENERGY INC		81,290.83	85,514.40
	TECO ENERGY		7,161.39	7,202.44
	TELEPHONE & DATA SYS INC SPCL SHRS		9,461.67	12,344.02
	TENCENT HLDGS LTD-HKD		38,914.14	64,202.60
	TESCO PLC SPONSORED ADR		48,548.91	44,155.22
	TEVA PHARMACEUTICAL INDS		42,779.53	48,201.24
	TEVA PHARMACEUTICAL INDS LTD ADR		55,011.16	61,203.98
	THE BABCOCK & WILCOX CO.		7,956.85	10,366.29
	THE MOSAIC COMPANY		26,032.00	27,076.70
	TIME WARNER INC		34,855.11	52,724.60
	TOYOTA MOTOR CORP ADR NEW		54,471.48	62,650.98
	TURKIYE GARANTI BANKASI		26,670.11	29,534.93
	ULTRA PETROLEUM CORP-CAD		8,220.26	7,429.24
	UNION PACIFIC CORP		24,010.98	34,897.80
	UNUMPROVIDENT CORP		64,860.92	58,774.76
	VANGUARD INT'L EQUITY VWO		528,340.88	557,476.07
	VANGUARD TOTAL BOND FUND BND		1,257,266.54	1,277,846.39
	VIACOM INC NEW CL B		46,488.00	64,308.00
	VODAFONE GROUP PLC SPONS ADR NEW		26,282.37	27,901.50
	WAL-MART DE MEXICO SA DE CV SPON ADR		30,172.45	36,717.45
	WELLS FARGO & CO NEW		34,974.00	50,068.50
	XCEL ENERGY INC		9,011.85	10,114.15
	XEROX CORP		13,087.81	13,674.42
	YANDEX NV-A		27,130.50	32,457.60

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	YUM BRANDS INC		39,525.36	39,206.94
	ZIMMER HOLDING INC		8,824.20	11,157.30
	MFF Bristol Energy Fund L.P.		109,821.93	114,957.54
	MFF Institutional Futures Port.		1,034,921.13	961,154.03
	MFF Warrington Fund L.P.		105,026.64	120,410.47
	Pine Grove Off Fd Ltd		392,660.22	402,830.82
	SkyBridge Multi-Advisor Hedge		289,131.67	341,108.56
	MS HP Ivory Flag Fd Lp OffShr		98,193.00	101,047.21
	MS HP Mar-Tri Cdt Strat Off LP		105,390.00	109,079.62
	ACAP Strategic Fund Shares		104,405.74	121,926.23
	FIDELITY ADV EMERGING MKTS FD		296,156.99	340,205.62
	PIMCO EMERGING MKTS INC		266466.51	301252.16
	TEMPLETON GLOBAL BOND FUND		558,037.41	588,868.26
	AQR RISK PARITY FUND I AQRIX		195,935.13	210,586.78
	ARBITRAGE FDS CL 1 ARBNX		235,669.51	233,395.94
	COHEN & STEERS INTL REALTY FD IRIFX		119,298.68	145,748.53
	DREYFUS FDS STANDISH INTL FXD SDIFX		641,382.39	972,742.13
	E II REALTY SECRS INT'L PROP EIIPX		131,396.57	153,534.93
	GOLDMAN SACH ABSOLUTE RTRN GJRTX		219,492.98	226,896.09
	HARBOR RD HI-YIELD BND INSTL HYFAX		369,222.33	398,560.73
	IVY FD ASSET STRATEGY IVAEX		191,914.02	230,800.18
	METRO WEST FDS TOT RET BD CL 1 MWTIX		1,064,762.02	1,123,369.97
	NUVEEN FDS REAL EST SEC FARCX		131,748.40	168,065.64
	PAYDEN INVT GRP EMRG MKTS BD PYEMX		498,814.65	552,488.98
	PIMCO ALL ASSET ALL AUTHO FD PAUIX		262,693.58	290,795.23
	PIMCO FOREIGN BOND PFORX		966,295.81	1,020,645.34
	PIMCO TOTAL RET FD INSTL PTTRX		1,158,330.94	1,241,904.45
	PRINCIPAL INVEST REAL ESTATE PIREX		125,784.99	164,347.40
	SCHWAB CAP FDMNTAL EMRG MKTS SFENX		210,180.87	556,949.68
	SCHWAB CAP FDMNTAL US LRG CO SFLNX		901,203.61	1,134,126.57
	VANGUARD TOTAL BOND MKT VBTSX		1,082,914.81	1,099,561.16
	WELLS FARGO ADVANTAGE SHYYX		370,369.29	407,618.52
	WELLS FARGO ADVANTAGE WARDX		224,150.68	230,496.70
	WASH. MUTUAL BANK,5%,8/10/15		54,284.00	54,327.50
	Money Funds & Cash		1,288,191.71	2,571,829.12
	Accrued Interest		33,770.36	26,795.15
			29,618,772.95	29,998,579.31

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), 6047(b), and 6058(a) of the Internal Revenue Code (the Code).

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

OMB Nos. 1210 - 0110
1210 - 0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 10/01/2011 and ending 09/30/2012

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
PSC EMPLOYEES' PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/01/1965

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

PARKHILL, SMITH & COOPER, INC.

4222 85TH STREET

LUBBOCK TX 79423

2b Employer Identification Number (EIN) 75-1156936

2c Sponsor's telephone number 806-473-2200

2d Business code (see instructions) 541330

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	Signature of plan administrator	Date 4/30/13	Enter name of individual signing as plan administrator EDWIN E. DAVIS
SIGN HERE	Signature of employer/plan sponsor	Date 4/30/13	Enter name of individual signing as employer or plan sponsor MICHAEL CARTWRIGHT
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
PARKHILL, SMITH & COOPER INC.
EDWIN E. DAVIS

4222 85TH STREET

LUBBOCK TX 79423

3b Administrator's EIN
75-1156936

3c Administrator's telephone number
806-473-2200

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:
a Sponsor's name

4b EIN

4c PN

5 Total number of participants at the beginning of the plan year	**5**	278
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**	247
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	21
d Subtotal. Add lines **6a, 6b,** and **6c**	**6d**	268
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	268
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	268
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 3D

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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