Form 5500	Annual Return/Report of Employee Benefit Plan	OMB Nos. 1210-0110			
Form 5500	This form is required to be filed for employee benefit plans under sections 104	1210-0089			
Department of the Treasury Internal Revenue Service	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).	2012			
Department of Labor Employee Benefits Security Administration	Complete all entries in accordance with the instructions to the Form 5500.				
Pension Benefit Guaranty Corporation		This Form is Open to Public Inspection			
Part I Annual Report Ider	tification Information				
For calendar plan year 2012 or fiscal	plan year beginning 01/01/2012 and ending 12/31/2	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 the second seco	han 12 months).			
C If the plan is a collectively-bargain	ed plan, check here				
D Check box if filing under:	Form 5558; automatic extension;	the DFVC program;			
	special extension (enter description)				
Part II Basic Plan Inform	nation—enter all requested information				
1a Name of plan WETPAINT.COM 401(K) PROFIT SH		1b Three-digit plan number (PN) ▶ 001			
		1c Effective date of plan 11/10/2005			
2a Plan sponsor's name and addres WETPAINT.COM, INC.	s; include room or suite number (employer, if for a single-employer plan)	2b Employer Identification Number (EIN) 20-3079765			
		2c Sponsor's telephone number 206-859-6300			
710 2ND AVE SUITE 1100 SEATTLE, WA 98104	710 2ND AVE SUITE 1100 SEATTLE, WA 98104	2d Business code (see instructions) 519100			

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.	05/07/2013	DEBORAH ALEXAND	ÞER		
HERE	Signature of plan administrator	Date	Enter name of individu	al signing as plan administrator		
SIGN HERE	Filed with authorized/valid electronic signature.	05/07/2013	DEBORAH ALEXANDER			
HERE	Signature of employer/plan sponsor	Date	Enter name of individu	al signing as employer or plan sponsor		
SIGN HERE						
	Signature of DFE	Date	Enter name of individual signing as DFE			
Preparer	's name (including firm name, if applicable) and address; include i	Preparer's telephone number (optional)				
For Pap	erwork Reduction Act Notice and OMB Control Numbers, see	the instructions fo	r Form 5500.	Form 5500 (2012)		

	Form 5500 (2012)		Page 2		
3a	Plan administrator's name and address	Same as Plan Sponsor Name	Same as Plan Sponsor Address	3b Administra 20-30797	
71	ETPAINT.COM, INC. 0 2ND AVE SUITE 1100 ATTLE, WA 98104			number	ator's telephone
4	If the name and/or EIN of the plan spons EIN and the plan number from the last re		rn/report filed for this plan, enter the name,	4b EIN	
а	Sponsor's name			4c PN	
5	Total number of participants at the begin	ning of the plan year		5	59
6	Number of participants as of the end of the	ne plan year (welfare plans comple	ete only lines 6a, 6b, 6c, and 6d).		
а	Active participants			<u>6a</u>	54
b	Retired or separated participants receiving	ng benefits		6b	0
С	Other retired or separated participants er	ntitled to future benefits		6c	12
d	Subtotal. Add lines 6a, 6b, and 6c			6d	66
е	Deceased participants whose beneficiari	es are receiving or are entitled to r	eceive benefits	6e	0
f	Total. Add lines 6d and 6e			6f	66
g	Number of participants with account bala complete this item)			6g	30
h	less than 100% vested			6h	0
7	Enter the total number of employers oblig	gated to contribute to the plan (only	y multiemployer plans complete this item)	···· 7	
8a	If the plan provides pension benefits, ent 2E 2G 2J 2K 2T 3D	er the applicable pension feature of	codes from the List of Plan Characteristics Co	des in the instruc	tions:

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

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

	SCHEDULE I	Financial In	form	ation_Sr	nall	Plan			OMB No. 1210-0110	1			
	(Form 5500)	Financial Information—Small Plan											
	Department of the Treasury Internal Revenue Service 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						2012						
	Department of Labor	Department of Labor Internal Revenue Code (the Code).											
	Employee Benefits Security Administration Pension Benefit Guaranty Corporation	File as a	an attac	hment to Form	5500.			This	Form is Open to I Inspection	Public			
For	calendar plan year 2012 or fiscal pl	an year beginning 01/01/20	12		а	nd ending	12/3	31/2012					
	Name of plan IPAINT.COM 401(K) PROFIT SHAF	RING PLAN				Three-digit plan numb		•	001				
	Plan sponsor's name as shown on li TPAINT.COM, INC.	ne 2a of Form 5500				mployer Id -3079765	entificatio	on Numbe	er (EIN)				
	nplete Schedule I if the plan covered all plan under the 80-120 participant r							ete Scheo	dule I if you are filing	as a			
Pa	art I Small Plan Financial	Information											
ass ber	port below the current value of asset tets held in more than one trust. Do n hefit at a future date. Include all incon urance carriers. Round off amounts	not enter the value of the portion me and expenses of the plan inc	of an ir	surance contrac	t that g	uarantees	during th	is plan ye	ear to pay a specific	dollar			
1	Plan Assets and Liabilities:			(a) Be	ginning	g of Year			(b) End of Year				
а	Total plan assets		. 1a			6	601066			929051			
b	Total plan liabilities		. 1b										
С	Net plan assets (subtract line 1b fr	om line 1a)	_ 1c		601066					929051			
2	Income, Expenses, and Transfer	s for this Plan Year:		(a) Amo	ount		(b) Total					
а	Contributions received or receivab	e:											
	(1) Employers		. 2a(1)										
	(2) Participants		. 2a(2)			1	61125	25					
	(3) Others (including rollovers)		. 2a(3)			1	88992	992					
b	Noncash contributions		. 2b										
С	Other income		. 2c			1	21302	2					
d	Total income (add lines 2a(1), 2a(2	?), 2a(3), 2b, and 2c)	. 2d					471419					
е	Benefits paid (including direct rollo					1	43415						
f	Corrective distributions (see instru												
g	Certain deemed distributions of pa (see instructions)	rticipant loans											
h	Administrative service providers (s	alaries, fees, and commissions).	. 2h				19						
i	Other expenses		. 2i										
j	Total expenses (add lines 2e, 2f, 2	g, 2h, and 2i)	. 2j							143434			
k	Net income (loss) (subtract line 2j	rom line 2d)	. 2k				ſ			327985			
Ι	Transfers to (from) the plan (see in	structions)	. 21										
3	Specific Assets: If the plan held as remaining in the plan as of the end of by-line basis unless the trust meets of	the plan year. Allocate the value o	of the pla	n's interest in a co									
				г		Yes	No		Amount				
а	Partnership/joint venture interests.				3a		X						
b	Employer real property				3b		X						
С	Real estate (other than employer r	eal property)			3c		X						
d	Employer securities				3d		X						
е	Participant loans				3e		X						
For	Paperwork Reduction Act Notice	and OMB Control Numbers, s	ee the i	instructions for	Form	5500			Schedule I (Form 5	500) 2012			

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			Yes	No	Amount
3f	Loans (other than to participants)	3f		Х	
g	Tangible personal property	3g		Х	

Pa	Part II Compliance Questions				
4	During the plan year:		Yes	No	Amount
а	a Was there a failure to transmit to the plan any participant contributions within t described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior yea corrected. (See instructions and DOL's Voluntary Fiduciary Correction Progra	failures until fully		X	
b	b Were any loans by the plan or fixed income obligations due the plan in default year or classified during the year as uncollectible? Disregard participant loans participant's account balance.	secured by the		x	
C	C Were any leases to which the plan was a party in default or classified during th uncollectible?			х	
d	d Were there any nonexempt transactions with any party-in-interest? (Do not increported on line 4a.)			Х	
е	e Was the plan covered by a fidelity bond?	4e	Х		90000
f	f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond fraud or dishonesty?			x	
g	g Did the plan hold any assets whose current value was neither readily determin market nor set by an independent third party appraiser?			x	
h	h Did the plan receive any noncash contributions whose value was neither readi established market nor set by an independent third party appraiser?	-		×	
i	i Did the plan at any time hold 20% or more of its assets in any single security, of real estate, or partnership/joint venture interest?			x	
j	j Were all the plan assets either distributed to participants or beneficiaries, trans or brought under the control of the PBGC?	• •		X	
k	k Are you claiming a waiver of the annual examination and report of an independent accountant (IQPA) under 29 CFR 2520.104-46? If "No," attach an IQPA's report of statement. (See instructions on waiver eligibility and conditions.)	r 2520.104-50	X		
L	I Has the plan failed to provide any benefit when due under the plan?	41		X	
m	m If this is an individual account plan, was there a blackout period? (See instruct 2520.101-3.)			X	
n	n If 4m was answered "Yes," check the "Yes" box if you either provided the required the exceptions to providing the notice applied under 29 CFR 2520.101-3			X	
5a	a Has a resolution to terminate the plan been adopted during the plan year or ar	y prior plan year?			

If "Yes," enter the amount of any plan assets that reverted to the employer this year...... Yes XNo 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)

Part III Trust Information (optional)

6b Trust's EIN

5b(2) EIN(s)

5b(3) PN(s)

6a Name of trust

SCHEDULE R			Retirement Plan Information	on			0	MB No. 12	210-0110				
(Form 5500) Department of the Treasury Internal Revenue Service Department of Labor This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).							2012						
							This Form is Open to Public						
Employee Benefits Security Administration Pension Benefit Guaranty Corporation File as an attachment to Form 5500.						I NIS FO	Inspec		DIIC				
For		an year 2012 or fiscal p	lan year beginning 01/01/2012	and en	ding	12/31/2	012						
	lame of plar PAINT.COM	1 401(K) PROFIT SHA	RING PLAN			e-digit n numbe I)	er •		001				
	Plan sponsor PAINT.COM	's name as shown on I 1, INC.	ne 2a of Form 5500			oloyer Id 0-30797		ion Numt	per (EIN)				
Ра	rt I Dis	stributions		1									
All	references	to distributions relate	only to payments of benefits during the plan year.			-	-						
1			property other than in cash or the forms of property specified			1				0			
2			paid benefits on behalf of the plan to participants or beneficiari ar amounts of benefits):	ies durin	ig the yea	r (if mor	e than t	wo, enter	EINs of t	ne two			
	EIN(s):	04-6568107											
	Profit-sha	ring plans, ESOPs, ar	nd stock bonus plans, skip line 3.			ŀ	i						
3			leceased) whose benefits were distributed in a single sum, dur	•		3							
Pa		Funding Informat	On (If the plan is not subject to the minimum funding requiren to this Part)	ments of	section o	f 412 of	the Inte	ernal Reve	enue Code	e or			
4	Is the plan	administrator making an	election under Code section 412(d)(2) or ERISA section 302(d)(2	2)?			Yes		No	N/A			
	If the plan	is a defined benefit p	lan, go to line 8.										
5	plan year,	see instructions and er			ו		ay		rear				
•	-	-	te lines 3, 9, and 10 of Schedule MB and do not complete			this so	hedule						
6		•	ontribution for this plan year (include any prior year accumulat		-	6a							
		• /	by the employer to the plan for this plan year			6b							
			from the amount in line 6a. Enter the result										
	(enter a	a minus sign to the left	of a negative amount)			6c							
7	-	npleted line 6c, skip li	nes 8 and 9. reported on line 6c be met by the funding deadline?			_		—					
'		nimum runuing amouni	reported on line of be met by the funding deadline?				Yes		No	N/A			
8	authority p	roviding automatic app	od was made for this plan year pursuant to a revenue procedu roval for the change or a class ruling letter, does the plan spor ge?	nsor or p	olan	П	Yes		No	N/A			
Pa		Amendments											
9			plan, were any amendments adopted during this plan										
0	year that ir	ncreased or decreased	the value of benefits? If yes, check the appropriate	Increa	se	Decre	ase	Bot	h [No			
Pa	rt IV	ESOPs (see instr skip this Part.	uctions). If this is not a plan described under Section 409(a) or	r 4975(e)(7) of the	Interna	l Reven	ue Code,					
10	Were unal	located employer secu	ities or proceeds from the sale of unallocated securities used	to repay	any exer	npt loan	?		Yes	No			
11	a Does	the ESOP hold any pr	eferred stock?						Yes	No			
			ling exempt loan with the employer as lender, is such loan par on of "back-to-back" loan.)						Yes	No			
12		-	at is not readily tradable on an established securities market?						Yes	No			
For	Paperwork	Reduction Act Notic	e and OMB Control Numbers, see the instructions for Forr	m 5500.			Sche	edule R (Form 550 v.	0) 2012 120126			

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Page	2 -	1
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Pa	rt V	Additional Information for Multiemployer Defined Benefit Pension Plans									
13		ter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in ollars). See instructions. Complete as many entries as needed to report all applicable employers.									
	а	Name of contributing employer									
	b	EIN C Dollar amount contributed by employer									
	d	Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year									
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise,									
		complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents)									
		(2) Base unit measure: Hourly Weekly Unit of production Other (specify):									
	а	Name of contributing employer									
	b	EIN C Dollar amount contributed by employer									
	d	Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year									
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise,									
		complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents)									
		(2) Base unit measure: Hourly Weekly Unit of production Other (specify):									
	а	Name of contributing employer									
	b	EIN C Dollar amount contributed by employer									
	d	Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year Year									
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise,									
		complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents)									
		(2) Base unit measure: Hourly Weekly Unit of production Other (specify):									
	а	Name of contributing employer									
	b	EIN C Dollar amount contributed by employer									
	d	Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year									
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise,									
		complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents)									
		 (1) Contribution rate (in dollars and cents)									
	-										
	a b	Name of contributing employer EIN C Dollar amount contributed by employer									
	d d										
	u	Date collective bargaining agreement expires (<i>If employer contributes under more than one collective bargaining agreement, check box</i> and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year									
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise,									
		complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents)									
		(2) Base unit measure: Hourly Weekly Unit of production Other (specify):									
	а	Name of contributing employer									
	b	EIN C Dollar amount contributed by employer									
	d	Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year									
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise,									
	-	complete lines 13e(1) and 13e(2).)									
		 (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):									

	participant for:			
	a The current year	14a		
	b The plan year immediately preceding the current plan year	14b		
	C The second preceding plan year	14c		
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:			
	a The corresponding number for the plan year immediately preceding the current plan year	15a		
	b The corresponding number for the second preceding plan year	15b		
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:			
	a Enter the number of employers who withdrew during the preceding plan year	16a		
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b		
17	17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment.			
Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans				
18	18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment			
19	 a Enter the percentage of plan assets held as: Stock:% Investment-Grade Debt:% High-Yield Debt:% Real Estate:% Other:% b Provide the average duration of the combined investment-grade and high-yield debt: 0-3 years 3-6 years 6-9 years 9-12 years 12-15 years 15-18 years 18-21 years 21 years or more c What duration measure was used to calculate line 19(b)? 			
	Effective duration Macaulay duration Modified duration Other (specify):			