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

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

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:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
WHEATON EYE CLINIC, LTD. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1996

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

WHEATON EYE CLINIC, LTD.

2015 N MAIN ST
WHEATON, IL 60187

2015 N MAIN ST
WHEATON, IL 60187

2b Employer Identification Number (EIN)
36-2709692

2c Sponsor's telephone number
630-668-8250

2d Business code (see instructions)
621111

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.	07/11/2013	NANCY HANNULA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/11/2013	NANCY HANNULA
	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

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address

WHEATON EYE CLINIC, LTD.

2015 N MAIN ST
WHEATON, IL 60187

3b Administrator's EIN
36-2709692

3c Administrator's telephone number
630-668-8250

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**	176
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**	148
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	27
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	175
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	2
f	Total. Add lines **6d** and **6e**	**6f**	177
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	177
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	7
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 Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2R 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics 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)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**2012** **This Form is Open to Public Inspection.**

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
WHEATON EYE CLINIC, LTD. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
WHEATON EYE CLINIC, LTD.

D Employer Identification Number (EIN)
36-2709692

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).. . . . . [X] 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

FID.INV.INST.OPS.CO.

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
64 37 65 71 60	RECORDKEEPER	47474	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] 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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
ALZGI NFJ SMCPVL IS - BOSTON FINANC 330 W. 9TH STREET KANSAS CITY, MO 66160	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
BARON SMALL CAP - DST SYSTEMS, INC. 43-1581814	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
BARON SMALL CAP INST - DST SYSTEMS, 43-1581814	0.15%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
BLKRK EQUITY DIV I - BNY MELLON INV P.O. BOX 9793 PROVIDENCE, RI 02940	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
COHEN & STEERS RLTY - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
COL LARGE CAP IDX Z - COLUMBIA MGT 04-2838628	0.10%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
COL MID CAP IDX Z - COLUMBIA MGT IN 04-2838628	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
GS MID CAP VALUE A - GOLDMAN, SACHS 13-5108880	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
LZRD EMRG MKTS EQ IS - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.15%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
MAINSTAY LG CAP GR I - NYLIM SERVIC 52-2206685	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
MAINSTAY LGCP GR R1 - NYLIM SERVICE 52-2206685	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
MSIF MID CAP GRTH P - MORGAN STANLE 13-3799749	0.40%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
OAKMARK EQ & INC I - BOSTON FINANCI P.O. BOX 8480 BOSTON, MA 02266	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIM REAL RETURN INST - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.02%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIM TOTAL RT INST - BOSTON FINANCIA P.O. BOX 8480 BOSTON, MA 02266	0.02%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIMCO REAL RTN BD AD - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.27%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIMCO TOT RETURN ADM - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.27%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
ROYCE PA MUTUAL SVC - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.45%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
THORNBURG INT VAL R5 - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

(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

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
WHEATON EYE CLINIC, LTD. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
WHEATON EYE CLINIC, LTD.

D Employer Identification Number (EIN)
36-2709692

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	122	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	511023	544424
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	4583319	4620373
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	883927	1003371
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	144009	125555
(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)	28237903	31863140
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	400	0

		(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	34360703	38156863
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	34360703	38156863

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)	1335533	
(B) Participants	2a(1)(B)	819470	
(C) Others (including rollovers)	2a(1)(C)	1492	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2156495
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	600	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	5597	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		6197
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	22842	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1055743	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1078585
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	48791534	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	49103146	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-311612
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	102655	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		102655

		(a) Amount	(b) Total
(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)		2447164
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		5479484
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1681502	
(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)		1681502
f Corrective distributions (see instructions)	2f		108
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	1714	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		1714
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1683324
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		3796160
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: MATHIESON MOYSKI CELER & CO **(2)** EIN: 36-3480013

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 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	

			Yes	No	Amount
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		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)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
WHEATON EYE CLINIC, LTD. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
WHEATON EYE CLINIC, LTD.

D Employer Identification Number (EIN)
36-2709692

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

a	Enter the number of employers who withdrew during the preceding plan year	**16a**	
b	If 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 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

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

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

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

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

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

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

WHEATON EYE CLINIC, LTD.
401(k) PROFIT SHARING PLAN

Audited Financial Statements

For the Years Ended
December 31, 2012 and 2011

TABLE OF CONTENTS

	Page
Independent Auditors' Report	1
Statements of Net Assets Available for Benefits	3
Statements of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5-13
Schedule of Assets (Held at End of Year)	14

MATHIESON
MOYSKI·CELER
& Co., LLP

(630) 653-1616 Fax (630) 653-1735

Certified Public Accountants
211 South Wheaton Avenue, Suite 300
Wheaton, IL 60187

INDEPENDENT AUDITORS' REPORT

To the Administrative Committee of
the Wheaton Eye Clinic, Ltd. 401(k) Profit Sharing Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Wheaton Eye Clinic, Ltd. 401(k) Profit Sharing Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Management Trust Company , the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the

trustee as of and for the years ended December 31, 2012 and 2011, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year, which are the responsibility of plan management, are presented for the purposes of additional analysis and are not a required part of the financial statements, but are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Mathiesen, Murphy, Clow & Co. LLP

Wheaton, Illinois
July 2, 2013

WHEATON EYE CLINIC, LTD.
401(K) PROFIT SHARING PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS		
Investments (at fair value)	$ 37,486,883	$ 33,705,549
Cash	-	122
Receivables		
Employer's contribution	544,424	511,023
Notes receivable from participants	169,618	185,367
TOTAL ASSETS	38,200,925	34,402,061
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 38,200,925	$ 34,402,061

The accompanying notes are an integral part of these financial statements

WHEATON EYE CLINIC, LTD.
401(K) PROFIT SHARING PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012 AND 2011

	2012	2011
ADDITIONS:		
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of assets	$ 2,328,563	$ (1,465,912)
Interest	8,302	10,475
Dividends	987,008	931,522
	3,323,873	(523,915)
Contributions:		
Participants'	820,962	776,731
Employer's	1,335,534	1,258,330
	2,156,496	2,035,061
TOTAL ADDITIONS	5,480,369	1,511,146
DEDUCTIONS:		
Deductions from net assets attributed to:		
Benefits paid to participants	1,679,791	1,089,573
Administration expenses	1,714	1,923
TOTAL DEDUCTIONS	1,681,505	1,091,496
NET INCREASE	3,798,864	419,650
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	34,402,061	33,982,411
END OF YEAR	$ 38,200,925	$ 34,402,061

The accompanying notes are an integral part of these financial statements

NOTE 1 – PLAN SUMMARY AND DESCRIPTION:

The following description of the Wheaton Eye Clinic ("Company") 401(k) Profit Sharing Plan ("Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees of the Company who have one year of service and are age twenty-one or older. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year, participants may contribute a percentage or flat dollar amount of eligible compensation, as defined in the plan. Some or all of the participant's deferral contribution may be designated as a Roth Deferral Contribution at the time the deferral election is made. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions, as well as the matching Company contribution and additional profit sharing amounts that may be contributed to the option of the Company's board of directors into various investment options offered by the Plan. The Plan currently offers several families of mutual funds as investment options for participants. Participants may also invest in self-directed brokerage accounts, as permitted by the Plan. The company contributes 100% of the first 4% of base compensation that a participant contributes to the Plan. In addition, for each year that an employee is eligible to share in contributions, the Company may contribute an amount equal to a percentage of the employee's eligible compensation plus 5.7% of their compensation in excess of Social Security taxable wage base. Contributions are subject to certain limitations.

Participant Account

Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contribution and, (b) Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTE 1 – PLAN SUMMARY AND DESCRIPTION (continued):

Vesting

Participants are immediately vested in their contribution plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100% vested after six years of credited service.

Participant Loans

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. The loans are secured by the balance in the participant's account and bear the interest at rates commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest is paid ratably through payroll deductions.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive a lump-sum amount equal to the fair value of the participant's vested interest in his or her account, installment distribution in equal amounts over a period of time, or purchase of an annuity. 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, or partial withdrawal of any portion of the vested balance. Distributions are also permitted prior to termination if certain age requirements are met.

Forfeited Accounts

There were no forfeited nonvested accounts as of December 31, 2012 and 2011. Employer contributions were reduced by forfeitures of $22,435 and $12,174 in 2012 and 2011, respectively.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Basis of Accounting

The financial statements of the plan are prepared on the accrual basis of accounting.

Estimates

The preparation of financial statements in conformity with generally accepted 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.

Notes Receivable from Participants

Loans to participants are reported at their unpaid principal balances plus any accrued but unpaid interest.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair value measurements.

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

Payment of Benefits

Benefits are recorded when paid.

NOTE 3 – FAIR VALUE MEASUREMENTS:

FASB ASC 820, *Fair Value Measurements and Disclosures*, established 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 hierarchy consists of three broad levels:

Level One – Inputs consist of unadjusted quoted prices in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date.

Level Two – Inputs are inputs other than quoted prices included within Level One that are observable for the asset or liability, either directly or indirectly.

Level Three – Inputs are unobservable inputs for the asset or liability.

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.

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. The fair value of common stocks and options are based on the closing price reported on the active market where the individual securities are traded.

NOTE 3 – FAIR VALUE MEASUREMENTS (continued):

The following table sets forth, by level with the fair value hierarchy the Plan's investments fair value as of December 31, 2012:

	Level One	Level Two	Level Three	Fair Value
Participant Directed Accounts:				
Mutual Funds:				
Mid/Large Cap Stock	$16,484,552	$ -	$ -	$16,484,552
Fixed Income	7,789,434	-	-	7,789,434
International	3,582,560	-	-	3,582,560
Small Cap Stock	1,682,438	-	-	1,682,438
Total Mutual Funds	29,538,984	-	-	29,538,984
Money Market	2,793,125	-	-	2,793,125
Total Participant Directed Accounts	32,332,109	-	-	32,332,109
Self Directed Accounts:				
Mutual Funds:				
Value Funds	211,247	-	-	211,247
International	279,499	-	-	279,499
Growth Funds	291,862	-	-	291,862
Real Estate	40,967	-	-	40,967
Blended Funds	394,507	-	-	394,507
Bond Funds	948,876	-	-	948,876
Government	119,427	-	-	119,427
Other-Mutual	2,177	-	-	2,177
Total Mutual Funds	2,288,562	-	-	2,288,562
Options	-	-	-	-
Common Stock	1,003,371	-	-	1,003,371
Other	35,593	-	-	35,593
Cash Reserve	1,827,248	-	-	1,827,248
Total Self Directed	5,154,774	-	-	5,154,774
Total	$37,486,883	$ -	$ -	$37,486,883

NOTE 3 – FAIR VALUE MEASUREMENTS (continued):

The following table sets forth, by level with the fair value hierarchy the Plan's investments fair value as of December 31, 2011:

	Level One	Level Two	Level Three	Fair Value
Participant Directed Accounts:				
Mutual Funds:				
Mid/Large Cap Stock	$14,208,928	$ -	$ -	$14,208,928
Fixed Income	6,830,419	-	-	6,830,419
International	2,967,571	-	-	2,967,571
Small Cap Stock	1,429,056	-	-	1,429,056
Total Mutual Funds	25,435,974	-	-	25,435,974
Money Market	2,106,436	-	-	2,106,436
Total Participant Directed Accounts	27,542,410	-	-	27,542,410
Self Directed Accounts:				
Mutual Funds:				
Value Funds	344,445	-	-	344,445
International	285,211	-	-	285,211
Growth Funds	635,976	-	-	635,976
Real Estate	-	-	-	-
Blended Funds	358,030	-	-	358,030
Bond Funds	994,344	-	-	994,344
Government	118,611	-	-	118,611
Other-Mutual	2,486	-	-	2,486
Total Mutual Funds	2,739,103	-	-	2,739,103
Options	400	-	-	400
Common Stock	883,927	-	-	883,927
Other	62,826	-	-	62,826
Cash Reserve	2,476,883	-	-	2,476,883
Total Self Directed	6,163,139	-	-	6,163,139
Total	$33,705,549	$ -	$ -	$33,705,549

NOTE 4 – INVESTMENTS:

The following presents investments that represent 5% or more of the Plan's net assets as of December 31, 2012:

Investment	Shares	Amount
Fidelity Freedom K 2020 Fund	424,467.680	$5,683,622
PIMCO Real Return Fund Institutional Class	387,650.103	4,357,187
Thornburg International Value	121,028.266	3,393,633
Columbia Large Cap Index Fund Class Z	115,265.908	3,166,355
Fidelity Retirement Money Market	2,793,124.900	2,793,125
Blackrock Equity Dividend I	128,374.518	2,558,504
PIMCO Real Return Bond Fund	191,242.567	2,346,546
Mainstay Large Cap Growth R1	279,842.427	2,233,143

The following presents investments that represent 5% or more of the Plan's net assets as of December 31, 2011:

Investment	Shares	Amount
Fidelity Freedom 2020 Fund	382,168.527	$5,014,051
PIMCO Real Return Fund Admin Class	345,389.080	3,754,379
Thornburg International Value	114,993.174	2,821,932
Columbia Large Cap Index Fund Class Z	109,174.107	2,650,747
Blackrock Equity Dividend I	122,770.129	2,233,189
Fidelity Retirement Money Market	2,106,436.390	2,106,436
PIMCO Real Return Bond Fund	175,653.817	2,070,958
Mainstay Large Cap Growth R1	269,271.432	1,884,900

During 2012 and 2011, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) changed in value as determined by quoted prices in an active market as follows:

	2012	2011
Self directed brokerage accounts	$ 2,305,297	$ (542,956)
Participant directed Mutual Funds	25,886	(922,955)
Total	$ 2,331,183	$(1,465,912)

NOTE 5 – INFORMATION PREPARED AND CERTIFIED BY TRUSTEE:

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustee:

	2012	2011
Investments, at fair value	$37,486,883	$ 33,705,549
Dividends	987,008	931,522
Net appreciation (depreciation) in fair value of investments	2,328,563	(1,465,912)

NOTE 6 – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500:

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 38,200,925	$ 34,402,061
Deemed distributions and related interest	(44,063)	(41,358)
Net assets available for benefits per Schedule H of Form 5500	$ 38,156,862	$ 34,360,703

The following is a reconciliation of changes in net assets available for benefits per the financial statements to Schedule H of Form 5500:

	2012	2011
Changes in net assets available for benefits per the financial statements	$ 3,798,864	$ 419,650
Deemed distributions and related interest	(2,705)	(2,862)
Net income per Schedule H of Form 5500	$ 3,796,159	$ 416,788

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 at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

NOTE 8 – PLAN TERMINATION:

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

NOTE 9 – TAX STATUS:

The Internal Revenue Service has determined and informed the Company by a letter dated January 30, 2006, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC).

NOTE 10 – SUBSEQUENT EVENTS:

Subsequent events were evaluated through July 2, 2013, which is the date the Plan's financial statements were available to be issued.

SUPPLEMENTARY INFORMATION

WHEATON EYE CLINIC, LTD.
401(K) PROFIT SHARING PLAN
SCHEDULE H, LINE 4I -SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN NUMBER 002 - EIN: 36-2709692
DECEMBER 31, 2012

(a)	(b) Identity of Issuer, Borrower Lessor, or Similar Party	(c) Description of Investment	(d) Cost	(e) Current Value
	PIMCO Total Return Fund Inst Class	Mutual Fund	$ 4,359,000	$ 4,357,187
	Morgan Stanley Inst Mid Cap Grothw Fd Cl P	Mutual Fund	19,468	18,062
	Cohen & Steers Realty Shares	Mutual Fund	313,413	360,822
	Lazard Emerging Mkts Equity Instl CL	Mutual Fund	186,290	188,927
	Allianz NFJ Small-Cap Instl CL	Mutual Fund	198,218	202,691
	Thornburg Int'l Value Fund Class R5	Mutual Fund	3,174,815	3,393,633
	Royce Penn Mutual Fund Service Class	Mutual Fund	1,427,878	1,477,659
	Main Stay Large Cap Growth Fund	Mutual Fund	2,134,032	2,233,143
	Columbia Mid Cap Index Fund Class Z	Mutual Fund	1,012,058	1,138,984
	BlackRock Equity Dividend Instl CL	Mutual Fund	2,172,773	2,558,504
	Columbia Large Cap Index Fund Class Z	Mutual Fund	2,683,354	3,166,354
	Oakmark Equity & Income CL I	Mutual Fund	87,763	88,552
	PIMCO Real Return Fund Admin Class	Mutual Fund	2,352,313	2,346,546
	Goldman Sachs Mid Cap Value A	Mutual Fund	22,395	23,765
	Vanguard Short-Term Bond Index Inv CL	Mutual Fund	1,074,610	1,080,367
	Baron Small Cap Inst	Mutual Fund	1,943	2,088
	Fidelity Freedom K Income	Mutual Fund	2,475	2,455
	Fidelity Freedom 2000 Fund	Mutual Fund	2,785	2,824
	Fidelity Freedom 2005 Fund	Mutual Fund	56	56
	Fidelity Freedom 2010 Fund	Mutual Fund	52,691	53,137
	Fidelity Freedom 2015 Fund	Mutual Fund	660,000	689,242
	Fidelity Freedom 2020 Fund	Mutual Fund	5,398,358	5,683,622
	Fidelity Freedom 2025 Fund	Mutual Fund	229,234	243,731
	Fidelity Freedom 2030 Fund	Mutual Fund	11,042	11,517
	Fidelity Freedom 2035 Fund	Mutual Fund	90,354	96,787
	Fidelity Freedom 2040 Fund	Mutual Fund	68,885	73,722
	Fidelity Freedom 2045 Fund	Mutual Fund	8,198	8,574
	Fidelity Freedom 2050 Fund	Mutual Fund	32,825	35,243
	Fidelity Freedom 2055 Fund	Mutual Fund	736	790
	Fidelity Money Market Trust Retirement	Money Market	2,793,125	2,793,125
	Total Participant Directed Accounts			32,332,109
	Self-Directed Investments	Various		5,154,774
	Participant Loans	6.25% - 8.75%		169,618
	Total			37,656,501
	Contributions receivable			544,424
	Net Assets Available for Benefits			$ 38,200,925

WHEATON EYE CLINIC, LTD.
401(k) PROFIT SHARING PLAN

Audited Financial Statements

For the Years Ended
December 31, 2012 and 2011

TABLE OF CONTENTS

	Page
Independent Auditors' Report	1
Statements of Net Assets Available for Benefits	3
Statements of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5-13
Schedule of Assets (Held at End of Year)	14

MATHIESON
MOYSKI·CELER
& Co., LLP

(630) 653-1616 Fax (630) 653-1735

Certified Public Accountants
211 South Wheaton Avenue, Suite 300
Wheaton, IL 60187

INDEPENDENT AUDITORS' REPORT

To the Administrative Committee of
the Wheaton Eye Clinic, Ltd. 401(k) Profit Sharing Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Wheaton Eye Clinic, Ltd. 401(k) Profit Sharing Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Management Trust Company , the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the

trustee as of and for the years ended December 31, 2012 and 2011, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year, which are the responsibility of plan management, are presented for the purposes of additional analysis and are not a required part of the financial statements, but are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Mathiesen, Murphy, Clow & Co. LLP

Wheaton, Illinois
July 2, 2013

WHEATON EYE CLINIC, LTD.
401(K) PROFIT SHARING PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS		
Investments (at fair value)	$ 37,486,883	$ 33,705,549
Cash	-	122
Receivables		
Employer's contribution	544,424	511,023
Notes receivable from participants	169,618	185,367
TOTAL ASSETS	38,200,925	34,402,061
LIABILITIES	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 38,200,925	$ 34,402,061

The accompanying notes are an integral part of these financial statements

WHEATON EYE CLINIC, LTD.
401(K) PROFIT SHARING PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012 AND 2011

	2012	2011
ADDITIONS:		
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of assets	$ 2,328,563	$ (1,465,912)
Interest	8,302	10,475
Dividends	987,008	931,522
	3,323,873	(523,915)
Contributions:		
Participants'	820,962	776,731
Employer's	1,335,534	1,258,330
	2,156,496	2,035,061
TOTAL ADDITIONS	5,480,369	1,511,146
DEDUCTIONS:		
Deductions from net assets attributed to:		
Benefits paid to participants	1,679,791	1,089,573
Administration expenses	1,714	1,923
TOTAL DEDUCTIONS	1,681,505	1,091,496
NET INCREASE	3,798,864	419,650
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	34,402,061	33,982,411
END OF YEAR	$ 38,200,925	$ 34,402,061

The accompanying notes are an integral part of these financial statements

NOTE 1 – PLAN SUMMARY AND DESCRIPTION:

The following description of the Wheaton Eye Clinic ("Company") 401(k) Profit Sharing Plan ("Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees of the Company who have one year of service and are age twenty-one or older. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year, participants may contribute a percentage or flat dollar amount of eligible compensation, as defined in the plan. Some or all of the participant's deferral contribution may be designated as a Roth Deferral Contribution at the time the deferral election is made. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions, as well as the matching Company contribution and additional profit sharing amounts that may be contributed to the option of the Company's board of directors into various investment options offered by the Plan. The Plan currently offers several families of mutual funds as investment options for participants. Participants may also invest in self-directed brokerage accounts, as permitted by the Plan. The company contributes 100% of the first 4% of base compensation that a participant contributes to the Plan. In addition, for each year that an employee is eligible to share in contributions, the Company may contribute an amount equal to a percentage of the employee's eligible compensation plus 5.7% of their compensation in excess of Social Security taxable wage base. Contributions are subject to certain limitations.

Participant Account

Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contribution and, (b) Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTE 1 – PLAN SUMMARY AND DESCRIPTION (continued):

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Participants are immediately vested in their contribution plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100% vested after six years of credited service.

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Level Two – Inputs are inputs other than quoted prices included within Level One that are observable for the asset or liability, either directly or indirectly.

Level Three – Inputs are unobservable inputs for the asset or liability.

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.

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. The fair value of common stocks and options are based on the closing price reported on the active market where the individual securities are traded.

NOTE 3 – FAIR VALUE MEASUREMENTS (continued):

The following table sets forth, by level with the fair value hierarchy the Plan's investments fair value as of December 31, 2012:

	Level One	Level Two	Level Three	Fair Value
Participant Directed Accounts:				
Mutual Funds:				
Mid/Large Cap Stock	$16,484,552	$ -	$ -	$16,484,552
Fixed Income	7,789,434	-	-	7,789,434
International	3,582,560	-	-	3,582,560
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Money Market	2,793,125	-	-	2,793,125
Total Participant Directed Accounts	32,332,109	-	-	32,332,109
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Mutual Funds:				
Value Funds	211,247	-	-	211,247
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Growth Funds	291,862	-	-	291,862
Real Estate	40,967	-	-	40,967
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Government	119,427	-	-	119,427
Other-Mutual	2,177	-	-	2,177
Total Mutual Funds	2,288,562	-	-	2,288,562
Options	-	-	-	-
Common Stock	1,003,371	-	-	1,003,371
Other	35,593	-	-	35,593
Cash Reserve	1,827,248	-	-	1,827,248
Total Self Directed	5,154,774	-	-	5,154,774
Total	$37,486,883	$ -	$ -	$37,486,883

NOTE 3 – FAIR VALUE MEASUREMENTS (continued):

The following table sets forth, by level with the fair value hierarchy the Plan's investments fair value as of December 31, 2011:

	Level One	Level Two	Level Three	Fair Value
Participant Directed Accounts:				
Mutual Funds:				
Mid/Large Cap Stock	$14,208,928	$ -	$ -	$14,208,928
Fixed Income	6,830,419	-	-	6,830,419
International	2,967,571	-	-	2,967,571
Small Cap Stock	1,429,056	-	-	1,429,056
Total Mutual Funds	25,435,974	-	-	25,435,974
Money Market	2,106,436	-	-	2,106,436
Total Participant Directed Accounts	27,542,410	-	-	27,542,410
Self Directed Accounts:				
Mutual Funds:				
Value Funds	344,445	-	-	344,445
International	285,211	-	-	285,211
Growth Funds	635,976	-	-	635,976
Real Estate	-	-	-	-
Blended Funds	358,030	-	-	358,030
Bond Funds	994,344	-	-	994,344
Government	118,611	-	-	118,611
Other-Mutual	2,486	-	-	2,486
Total Mutual Funds	2,739,103	-	-	2,739,103
Options	400	-	-	400
Common Stock	883,927	-	-	883,927
Other	62,826	-	-	62,826
Cash Reserve	2,476,883	-	-	2,476,883
Total Self Directed	6,163,139	-	-	6,163,139
Total	$33,705,549	$ -	$ -	$33,705,549

NOTE 4 – INVESTMENTS:

The following presents investments that represent 5% or more of the Plan's net assets as of December 31, 2012:

Investment	Shares	Amount
Fidelity Freedom K 2020 Fund	424,467.680	$5,683,622
PIMCO Real Return Fund Institutional Class	387,650.103	4,357,187
Thornburg International Value	121,028.266	3,393,633
Columbia Large Cap Index Fund Class Z	115,265.908	3,166,355
Fidelity Retirement Money Market	2,793,124.900	2,793,125
Blackrock Equity Dividend I	128,374.518	2,558,504
PIMCO Real Return Bond Fund	191,242.567	2,346,546
Mainstay Large Cap Growth R1	279,842.427	2,233,143

The following presents investments that represent 5% or more of the Plan's net assets as of December 31, 2011:

Investment	Shares	Amount
Fidelity Freedom 2020 Fund	382,168.527	$5,014,051
PIMCO Real Return Fund Admin Class	345,389.080	3,754,379
Thornburg International Value	114,993.174	2,821,932
Columbia Large Cap Index Fund Class Z	109,174.107	2,650,747
Blackrock Equity Dividend I	122,770.129	2,233,189
Fidelity Retirement Money Market	2,106,436.390	2,106,436
PIMCO Real Return Bond Fund	175,653.817	2,070,958
Mainstay Large Cap Growth R1	269,271.432	1,884,900

During 2012 and 2011, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) changed in value as determined by quoted prices in an active market as follows:

	2012	2011
Self directed brokerage accounts	$ 2,305,297	$ (542,956)
Participant directed Mutual Funds	25,886	(922,955)
Total	$ 2,331,183	$(1,465,912)

NOTE 5 – INFORMATION PREPARED AND CERTIFIED BY TRUSTEE:

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustee:

	2012	2011
Investments, at fair value	$37,486,883	$ 33,705,549
Dividends	987,008	931,522
Net appreciation (depreciation) in fair value of investments	2,328,563	(1,465,912)

NOTE 6 – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500:

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 38,200,925	$ 34,402,061
Deemed distributions and related interest	(44,063)	(41,358)
Net assets available for benefits per Schedule H of Form 5500	$ 38,156,862	$ 34,360,703

The following is a reconciliation of changes in net assets available for benefits per the financial statements to Schedule H of Form 5500:

	2012	2011
Changes in net assets available for benefits per the financial statements	$ 3,798,864	$ 419,650
Deemed distributions and related interest	(2,705)	(2,862)
Net income per Schedule H of Form 5500	$ 3,796,159	$ 416,788

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 at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

NOTE 8 – PLAN TERMINATION:

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

NOTE 9 – TAX STATUS:

The Internal Revenue Service has determined and informed the Company by a letter dated January 30, 2006, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC).

NOTE 10 – SUBSEQUENT EVENTS:

Subsequent events were evaluated through July 2, 2013, which is the date the Plan's financial statements were available to be issued.

SUPPLEMENTARY INFORMATION

WHEATON EYE CLINIC, LTD.
401(K) PROFIT SHARING PLAN
SCHEDULE H, LINE 4I -SCHEDULE OF ASSETS (HELD AT END OF YEAR)
PLAN NUMBER 002 - EIN: 36-2709692
DECEMBER 31, 2012

(a)	(b) Identity of Issuer, Borrower Lessor, or Similar Party	(c) Description of Investment	(d) Cost	(e) Current Value
	PIMCO Total Return Fund Inst Class	Mutual Fund	$ 4,359,000	$ 4,357,187
	Morgan Stanley Inst Mid Cap Grothw Fd Cl P	Mutual Fund	19,468	18,062
	Cohen & Steers Realty Shares	Mutual Fund	313,413	360,822
	Lazard Emerging Mkts Equity Instl CL	Mutual Fund	186,290	188,927
	Allianz NFJ Small-Cap Instl CL	Mutual Fund	198,218	202,691
	Thornburg Int'l Value Fund Class R5	Mutual Fund	3,174,815	3,393,633
	Royce Penn Mutual Fund Service Class	Mutual Fund	1,427,878	1,477,659
	Main Stay Large Cap Growth Fund	Mutual Fund	2,134,032	2,233,143
	Columbia Mid Cap Index Fund Class Z	Mutual Fund	1,012,058	1,138,984
	BlackRock Equity Dividend Instl CL	Mutual Fund	2,172,773	2,558,504
	Columbia Large Cap Index Fund Class Z	Mutual Fund	2,683,354	3,166,354
	Oakmark Equity & Income CL I	Mutual Fund	87,763	88,552
	PIMCO Real Return Fund Admin Class	Mutual Fund	2,352,313	2,346,546
	Goldman Sachs Mid Cap Value A	Mutual Fund	22,395	23,765
	Vanguard Short-Term Bond Index Inv CL	Mutual Fund	1,074,610	1,080,367
	Baron Small Cap Inst	Mutual Fund	1,943	2,088
	Fidelity Freedom K Income	Mutual Fund	2,475	2,455
	Fidelity Freedom 2000 Fund	Mutual Fund	2,785	2,824
	Fidelity Freedom 2005 Fund	Mutual Fund	56	56
	Fidelity Freedom 2010 Fund	Mutual Fund	52,691	53,137
	Fidelity Freedom 2015 Fund	Mutual Fund	660,000	689,242
	Fidelity Freedom 2020 Fund	Mutual Fund	5,398,358	5,683,622
	Fidelity Freedom 2025 Fund	Mutual Fund	229,234	243,731
	Fidelity Freedom 2030 Fund	Mutual Fund	11,042	11,517
	Fidelity Freedom 2035 Fund	Mutual Fund	90,354	96,787
	Fidelity Freedom 2040 Fund	Mutual Fund	68,885	73,722
	Fidelity Freedom 2045 Fund	Mutual Fund	8,198	8,574
	Fidelity Freedom 2050 Fund	Mutual Fund	32,825	35,243
	Fidelity Freedom 2055 Fund	Mutual Fund	736	790
	Fidelity Money Market Trust Retirement	Money Market	2,793,125	2,793,125
	Total Participant Directed Accounts			32,332,109
	Self-Directed Investments	Various		5,154,774
	Participant Loans	6.25% - 8.75%		169,618
	Total			37,656,501
	Contributions receivable			544,424
	Net Assets Available for Benefits			$ 38,200,925