

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2011
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2011 or fiscal plan year beginning <u>10/01/2011</u> and ending <u>09/30/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☒ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>PARK CYCLE & MARINE, INC. AMENDED & RESTATED PROFIT SHARING PLAN</u>	<table border="1"> <tr> <td>1b Three-digit plan number (PN) ►</td> <td><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>10/01/1980</u></td> </tr> </table>	1b Three-digit plan number (PN) ►	<u>001</u>	1c Effective date of plan <u>10/01/1980</u>	
1b Three-digit plan number (PN) ►	<u>001</u>				
1c Effective date of plan <u>10/01/1980</u>					
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>PARK CYCLE & MARINE, INC.</u> <u>921 INTERSTATE PKWY</u> <u>AKRON, OH 44312-5287</u>	<table border="1"> <tr> <td>2b Employer Identification Number (EIN) <u>34-1014684</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>330-644-1300</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>441110</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>34-1014684</u>	2c Sponsor's telephone number <u>330-644-1300</u>	2d Business code (see instructions) <u>441110</u>	
2b Employer Identification Number (EIN) <u>34-1014684</u>					
2c Sponsor's telephone number <u>330-644-1300</u>					
2d Business code (see instructions) <u>441110</u>					

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

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

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>07/12/2013</u>	<u>MICHAEL GREENBAUM</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2011)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") PARK CYCLE & MARINE, INC. 921 INTERSTATE PKWY AKRON, OH 44312-5287	3b Administrator's EIN 34-1014684 3c Administrator's telephone number 330-644-1300
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	209
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	132
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	28
d Subtotal. Add lines 6a , 6b , and 6c	6d	160
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	160
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	119
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	11

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 2F 2H 2J 2K 2T 3D

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2011 This Form is Open to Public Inspection
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For calendar plan year 2011 or fiscal plan year beginning **10/01/2011** and ending **09/30/2012**

A Name of plan PARK CYCLE & MARINE, INC. AMENDED & RESTATED PROFIT SHARING PLAN	B Three-digit plan number (PN)	001
C Plan sponsor's name as shown on line 2a of Form 5500 PARK CYCLE & MARINE, INC.	D Employer Identification Number (EIN) 34-1014684	

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

(a) Name of insurance carrier
JOHN HANCOCK LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
01-0233346	65838	82746	144	10/01/2011	09/30/2012

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
11258	0

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

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

VALMARK SECURITIES

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
7374			3

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

SUMMIT RETIREMENT PLAN SERVICES
13680 CLEVELAND AVE
UNIONTOWN, OH 44685

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
3882			5

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

T. ROWE PRICE ASSOCIATES, INC.

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
2			6

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end	4	0
5 Current value of plan's interest under this contract in separate accounts at year end	5	3151945

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

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

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

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**

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

b Balance at the end of the previous year	7b	0
c Additions: (1) Contributions deposited during the year	7c(1)	0
(2) Dividends and credits	7c(2)	
(3) Interest credited during the year	7c(3)	0
(4) Transferred from separate account	7c(4)	0
(5) Other (specify below)	7c(5)	0
▶		
(6) Total additions	7c(6)	0
d Total of balance and additions (add b and c(6))	7d	0
e Deductions:		
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	0
(2) Administration charge made by carrier	7e(2)	0
(3) Transferred to separate account	7e(3)	0
(4) Other (specify below)	7e(4)	0
▶		
(5) Total deductions	7e(5)	0
f Balance at the end of the current year (subtract e(5) from d)	7f	0

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	0
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2011
		This Form is Open to Public Inspection.

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

A Name of plan <u>PARK CYCLE & MARINE, INC. AMENDED & RESTATED PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PARK CYCLE & MARINE, INC.</u>	D Employer Identification Number (EIN) <u>34-1014684</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

MEEDER ASEET MANAGMENET, INC.

6125 MEMORIAL DRIVE
P O BOX 7177
DUBLIN, OH 43017

31-1188077

(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?
51 52 63	ASSET MANAGER	0	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

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

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(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
(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 D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 10/01/2011 and ending 09/30/2012

A Name of plan <u>PARK CYCLE & MARINE, INC. AMENDED & RESTATED PROFIT SHARING PLAN</u>	B Three-digit plan number (PN)	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>PARK CYCLE & MARINE, INC.</u>	D Employer Identification Number (EIN) <u>34-1014684</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT LIVING AT 2050</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1504</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT LIVING AT 2045</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>14997</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT LIVING AT 2040</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>6097</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT LIVING AT 2035</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>2058</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT LIVING AT 2015</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>4945</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT LIVING AT 2010</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>12498</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>LIFESTYLE AGGRESSIVE</u>			
b Name of sponsor of entity listed in (a): <u>JOHN HANCOCK USA</u>			
c EIN-PN <u>01-0233346-000</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>297425</u>	

a Name of MTIA, CCT, PSA, or 103-12 IE: LIFESTYLE GROWTH		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 878645
a Name of MTIA, CCT, PSA, or 103-12 IE: LIFESTYLE BALANCED		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 259086
a Name of MTIA, CCT, PSA, or 103-12 IE: LIFESTYLE MODERATE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 33075
a Name of MTIA, CCT, PSA, or 103-12 IE: LIFESTYLE CONSERVATIVE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 33976
a Name of MTIA, CCT, PSA, or 103-12 IE: FIDELITY ADVISOR GOLD FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3215
a Name of MTIA, CCT, PSA, or 103-12 IE: REAL EST. SECURITIES FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 15658
a Name of MTIA, CCT, PSA, or 103-12 IE: NATURAL RESOURCES FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 73019
a Name of MTIA, CCT, PSA, or 103-12 IE: DFA EMERGING MARKETS VALUE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 627
a Name of MTIA, CCT, PSA, or 103-12 IE: ROYCE OPPORTUNITY		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 14296
a Name of MTIA, CCT, PSA, or 103-12 IE: INTL SMALL CAP FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 41914

a Name of MTIA, CCT, PSA, or 103-12 IE: INTERNATIONAL OPPS FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4799

a Name of MTIA, CCT, PSA, or 103-12 IE: OPPENHEIMER DEVELOPING MKT		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4864

a Name of MTIA, CCT, PSA, or 103-12 IE: ENERGY		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 30557

a Name of MTIA, CCT, PSA, or 103-12 IE: KEELEY SMALL CAP VALUE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 437

a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA MID GROWTH INDEX FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1640

a Name of MTIA, CCT, PSA, or 103-12 IE: INTERNATIONAL VALUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 39703

a Name of MTIA, CCT, PSA, or 103-12 IE: DFA US TARGETED VALUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: MID CAP STOCK FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 108730

a Name of MTIA, CCT, PSA, or 103-12 IE: T. ROWE PRICE SCI & TECH		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4762

a Name of MTIA, CCT, PSA, or 103-12 IE: DFA U.S. SMALL CAP FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 974

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP GROWTH INDEX			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	6595

a Name of MTIA, CCT, PSA, or 103-12 IE: INTL EQUITY INDEX FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	594

a Name of MTIA, CCT, PSA, or 103-12 IE: INTERNATIONAL CORE FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	6723

a Name of MTIA, CCT, PSA, or 103-12 IE: NEW WORLD FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0

a Name of MTIA, CCT, PSA, or 103-12 IE: SCIENCE & TECHNOLOGY FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	56197

a Name of MTIA, CCT, PSA, or 103-12 IE: FINANCIAL SERVICES FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	6047

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP GROWTH FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0

a Name of MTIA, CCT, PSA, or 103-12 IE: OPPENHEIMER INTL GROWTH FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	8029

a Name of MTIA, CCT, PSA, or 103-12 IE: EUROPACIFIC GROWTH FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	838

a Name of MTIA, CCT, PSA, or 103-12 IE: LEGG MASON CLEARBR AGG GROWTH			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	21578

a Name of MTIA, CCT, PSA, or 103-12 IE: TURNER LARGE GROWTH FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 942

a Name of MTIA, CCT, PSA, or 103-12 IE: THORNBURG INTERNATIONAL VALUE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 824

a Name of MTIA, CCT, PSA, or 103-12 IE: T. ROWE PRICE HEALTH SCI		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 62984

a Name of MTIA, CCT, PSA, or 103-12 IE: BRANDYWINE BLUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP OPPORTUNITIES FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 94164

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL COMPANY VALUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 62505

a Name of MTIA, CCT, PSA, or 103-12 IE: BLUE CHIP GROWTH FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 74194

a Name of MTIA, CCT, PSA, or 103-12 IE: VALUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 686

a Name of MTIA, CCT, PSA, or 103-12 IE: MID CAP INDEX FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 327

a Name of MTIA, CCT, PSA, or 103-12 IE: FRANKLIN BALANCE SHEET		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: T. ROWE PRICE SML CAP VAL		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 431

a Name of MTIA, CCT, PSA, or 103-12 IE: MID VALUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 452

a Name of MTIA, CCT, PSA, or 103-12 IE: CAPITAL WORLD GROWTH & INCOME		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 716

a Name of MTIA, CCT, PSA, or 103-12 IE: CAPITAL APPRECIATION FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 108316

a Name of MTIA, CCT, PSA, or 103-12 IE: TEMPLETON WORLD		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: ALL CAP CORE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 30870

a Name of MTIA, CCT, PSA, or 103-12 IE: JOHN HANCOCK RAINIER GROW		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2981

a Name of MTIA, CCT, PSA, or 103-12 IE: ALL CAP VALUE FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 671

a Name of MTIA, CCT, PSA, or 103-12 IE: FUNDAMENTAL INVESTORS		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 107920

a Name of MTIA, CCT, PSA, or 103-12 IE: UTILITIES FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 35529

a Name of MTIA, CCT, PSA, or 103-12 IE: MFS UTILITIES		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 854

a Name of MTIA, CCT, PSA, or 103-12 IE: TOTAL STOCK MARKET INDEX FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1628

a Name of MTIA, CCT, PSA, or 103-12 IE: THE GROWTH FUND OF AMERICA		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1082

a Name of MTIA, CCT, PSA, or 103-12 IE: FIDELITY CONTRAFUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 13429

a Name of MTIA, CCT, PSA, or 103-12 IE: DODGE & COX STOCK FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1525

a Name of MTIA, CCT, PSA, or 103-12 IE: EQUITY INCOME FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 30342

a Name of MTIA, CCT, PSA, or 103-12 IE: FUNDAMENTAL LARGE CAP VALUE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 444

a Name of MTIA, CCT, PSA, or 103-12 IE: DAVIS NEW YORK VENTURE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 25947

a Name of MTIA, CCT, PSA, or 103-12 IE: T. ROWE PRICE EQUITY INC		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 9025

a Name of MTIA, CCT, PSA, or 103-12 IE: 500 INDEX FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 762

a Name of MTIA, CCT, PSA, or 103-12 IE: U.S. EQUITY FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	14000

a Name of MTIA, CCT, PSA, or 103-12 IE: IVY ASSET STRATEGY FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	19037

a Name of MTIA, CCT, PSA, or 103-12 IE: AMERICAN BALANCED FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	17495

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK GLOBAL ALLOCATION			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	5673

a Name of MTIA, CCT, PSA, or 103-12 IE: MUTUAL GLOBAL DISCOVERY			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	1179

a Name of MTIA, CCT, PSA, or 103-12 IE: HIGH YIELD FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	2961

a Name of MTIA, CCT, PSA, or 103-12 IE: AMERICAN HIGH-INCOME FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	979

a Name of MTIA, CCT, PSA, or 103-12 IE: GLOBAL BOND FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	2500

a Name of MTIA, CCT, PSA, or 103-12 IE: REAL RETURN BOND FUND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	2025

a Name of MTIA, CCT, PSA, or 103-12 IE: PIMCO GLOBAL BOND			
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA			
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	7843

a Name of MTIA, CCT, PSA, or 103-12 IE: DFA INFLATION-PROTECTED SEC		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 11184
a Name of MTIA, CCT, PSA, or 103-12 IE: PIMCO REAL RETURN		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 884
a Name of MTIA, CCT, PSA, or 103-12 IE: T. ROWE PRICE SPECTRUM INC		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 243
a Name of MTIA, CCT, PSA, or 103-12 IE: STRATEGIC INCOME OPP FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1789
a Name of MTIA, CCT, PSA, or 103-12 IE: INVESTMENT QUAL BOND FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1933
a Name of MTIA, CCT, PSA, or 103-12 IE: TOTAL RETURN FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 99790
a Name of MTIA, CCT, PSA, or 103-12 IE: CORE BOND FUND		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1797
a Name of MTIA, CCT, PSA, or 103-12 IE: PIMCO TOTAL RETURN		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 50845
a Name of MTIA, CCT, PSA, or 103-12 IE: JOHN HANCOCK STABLE VAL		
b Name of sponsor of entity listed in (a): JOHN HANCOCK USA		
c EIN-PN 01-0233346-000	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 244135
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection
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For calendar plan year 2011 or fiscal plan year beginning <u>10/01/2011</u> and ending <u>09/30/2012</u>		
A Name of plan <u>PARK CYCLE & MARINE, INC. AMENDED & RESTATED PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PARK CYCLE & MARINE, INC.</u>	D Employer Identification Number (EIN) <u>34-1014684</u>	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	152882	0
(2) Participant contributions	1b(2)		0
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	150665	3084
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	39044	50361
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)	2391278	3151945
(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)	3947267	4771468
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(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	6681136	7976858

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 through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	6681136	7976858
---	-----------	---------	---------

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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	42530	
(B) Participants	2a(1)(B)	268560	
(C) Others (including rollovers)	2a(1)(C)	69099	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		380189

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	1697	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1697

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	96112	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		96112

(3) Rents	2b(3)		
-----------------	--------------	--	--

(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		495557
(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)		672554
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		1646109

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	347519	
(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)		347519
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		0
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	2868	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		2868
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		350387

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		1295722
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) ☐ Disclaimer (4) ☐ Adverse

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

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

(1) Name: APPLE GROWTH PARTNERS-SEE FOOTNOTE

(2) EIN: 34-1082617

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 10/01/2011 and ending 09/30/2012

A Name of plan <u>PARK CYCLE & MARINE, INC. AMENDED & RESTATED PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PARK CYCLE & MARINE, INC.</u>	D Employer Identification Number (EIN) <u>34-1014684</u>

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	<u>0</u>
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): <u>01-0233346</u> <u>34-1758638</u> 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 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
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

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

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

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

**PARK CYCLE & MARINE, INC.
AMENDED AND RESTATED PROFIT SHARING
PLAN AND TRUST**

FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT

SEPTEMBER 30, 2012 AND 2011

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust

Financial Statements
September 30, 2012 and 2011

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Independent Auditor's Report

Plan Administrator
Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Akron, Ohio

Report on the Financial Statements

We have audited the accompanying financial statements of the Park Cycle & Marine, Inc. Profit Sharing Plan, which comprise the statements of net assets available for benefits as of September 30, 2012 and 2011, the related statements of changes in net assets available for benefits for the year ended September 30, 2012, 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.

Auditor's Responsibility for Profit Sharing Assets

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Healthy Growth.

Opinion for Profit Sharing Assets

In our opinion, the financial statements pertaining to the Profit Sharing assets referred to above present fairly, in all material respects, the net assets available for benefits of Park Cycle & Marine, Inc. Profit Sharing Plan as of September 30, 2012 and 2011, and the changes in net assets available for benefits for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Auditor's Responsibility for 401(k) Assets

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 for 401(k) Assets

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 401(k) investment assets held by John Hancock Life Insurance Company (USA) ("John Hancock"), the custodian of the 401(k) assets of the Plan, and transactions in those assets were excluded from the scope of our audit of the Plan's financial statements, except for comparing the information with related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of and for the years ended September 30, 2012 and 2011, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion for 401(k) Assets

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 - Supplemental Schedules

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of (1) Schedule H, Line 4i - Schedule of Assets (Held at End of Year) and (2) Schedule H, Line 4j - Schedule of Reportable Transactions, which are the responsibility of plan management, are presented for the purpose 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 schedules 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 supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Apple Growth Partners

Akron, Ohio
July 3, 2013



Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Statements of Net Assets Available for Benefits

	September 30,	
	2012	2011
ASSETS		
401(k) investments at fair value		
Pooled separate account	\$ 3,151,945	\$ 2,391,278
Notes receivable from participants	50,361	39,044
Total 401(k) assets available for benefits	<u>3,202,306</u>	<u>2,430,322</u>
Profit Sharing investments at fair value		
Interest bearing cash	3,084	150,665
Mutual funds	4,771,468	3,947,267
	<u>4,774,552</u>	<u>4,097,932</u>
Employer Profit Sharing contribution receivable	-	152,882
Total Profit Sharing assets available for benefits	<u>4,774,552</u>	<u>4,250,814</u>
Net assets available for benefits	<u><u>\$ 7,976,858</u></u>	<u><u>\$ 6,681,136</u></u>

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Statement of Changes in Net Assets Available for Benefits

For the Year Ended September 30, 2012

Additions to net assets attributable to 401(k):

Investment income

Interest on notes receivable from participants	\$ 1,697
Net appreciation in fair value of investments	488,474
	<u>490,171</u>

Contributions

Employee salary deferrals	268,560
Employer matching contributions	42,530
Rollovers	69,099
	<u>380,189</u>

Total additions - 401(k)	<u>870,360</u>
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Additions to net assets attributable to Profit Sharing:

Investment income

Interest income	34
Dividend income	96,112
Net appreciation in fair value of investments	679,603
	<u>775,749</u>

Total additions - Profit Sharing	<u>775,749</u>
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Total additions net of investment losses	<u>\$ 1,646,109</u>
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Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Statement of Changes in Net Assets Available for Benefits (continued)

	For the Year Ended September 30, <u>2012</u>
Deductions from net assets attributable to 401(k):	
Benefits paid to participants	95,508
Administrative expenses	<u>2,868</u>
Total deductions - 401(k)	<u>98,376</u>
Deductions from net assets attributable to Profit Sharing:	
Benefits paid to participants	<u>252,011</u>
Total deductions - Profit Sharing	<u>252,011</u>
 Total deductions	 <u>350,387</u>
 Net increase in net assets available for benefits	 1,295,722
Net assets available for benefits:	
Beginning of year	
401(k) assets	2,430,322
Profit Sharing assets	<u>4,250,814</u>
	<u>6,681,136</u>
 End of year	
401(k) assets	3,202,306
Profit Sharing assets	<u>4,774,552</u>
	<u>\$ 7,976,858</u>

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

A. PLAN DESCRIPTION

The following description of the Park Cycle & Marine, Inc. (the "Company") Amended and Restated Profit Sharing Plan and Trust (the "Plan") provides only general information. Participants should refer to the Plan Agreement for a complete description of the Plan's provisions.

General - The Plan is a defined contribution plan with both a profit sharing feature and a 401(k) arrangement, which allows Plan participants to defer current taxation on a portion of their salaries by electing a percentage of their salary to be contributed to the Plan.

The profit sharing portion of the Plan covers all employees of the Company who have completed one year of service, based on one thousand hours of service as defined in the Plan, attained age 19, and who are not statutorily excluded. Plan entry dates are October 1 and April 1 after such requirements are first fulfilled.

Eligibility requirements for the 401(k) portion of the Plan are the same as the eligibility requirements for the profit sharing portion of the Plan. Plan entry dates are October 1 and April 1 after the requirements are fulfilled. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

All employees who become eligible to participate in the Plan, who have not completed a Salary Deferral Agreement, will be automatically enrolled in the Plan. The Sponsor will automatically withhold 4% of the employees' compensation.

In October 2012, the trustees signed an agreement to terminate the Plan effective February 28, 2013 ("termination date"). See Notes G and J.

Contributions - Participants may contribute up to 50%, in increments of 1%, of such participant's annual pretax compensation, as defined in the Plan and subject to the annual maximum amount permissible under the Internal Revenue Code ("IRC"). 401(k) deferrals are participant directed. John Hancock provides recordkeeping and investment custodial services.

The Plan allows for Roth elective deferral contributions.

The Plan allows for participants to receive an employer matching contribution equal to 25% of each dollar of pre-tax contributions up to 4% of each participant's compensation. Matching contributions to the Plan, net of forfeitures reclassified as a matching contribution, totaled \$42,530 for the year ended September 30, 2012.

Employer discretionary profit sharing contributions are determined annually by the Board of Directors of the Company. Eligible employees must be actively employed on the last day of the Plan year to receive a contribution. The contribution is allocated according to the proportion of each eligible employee's compensation to the total compensation of all eligible employees. There was no unallocated employer profit sharing contribution receivable for the year ending September 30, 2012. At September 30, 2011, there was an unallocated employer profit sharing contribution receivable of \$152,882.

Annual contributions from all sources are subject to limitations as set forth in the regulations relating to defined contribution plans.

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

Participant Accounts - Separate participant accounts are maintained by the Administrator for each participant and include the amount and type of the participant's deferrals, rollovers, and the amount and type of the employer's contribution. Contributions, investment earnings and Plan expenses are allocated based on participant earnings or account balances and are allocated as received by the Trust. The benefit to which the participant is entitled is the benefit that can be provided from the participant's vested account.

Investment Options - The Plan provides for establishment of investment funds in which the Plan's assets are invested. Participants are permitted to direct the investment of all assets. Participants may change their allocation of contributions or transfer money between investment options any time during the year.

Vesting - Participants are fully vested in their contributions to the 401(k) account at all times.

The vested portion of the participants' 401(k) account attributable to the employer matching contribution and the employer profit sharing contribution is determined according to the following schedule:

Completed Years of Service	Vested Amount
2	20%
3	40%
4	60%
5	80%
6 or more	100%

A year of vested service is a year in which a participant has at least 1,000 hours of service. If employed by the Company at the time of death, disability, or retirement, participants become fully vested. At termination of the Plan, all participants are fully vested in the employee contributions.

Notes Receivable from Participants - Participants may borrow, from their 401(k) account only, an amount of at least \$1,000 and not to exceed the lesser of (1) \$50,000, reduced by the highest outstanding loan balance during the prior twelve month period, or (2) 50% of the vested portion of their account balance. The loan repayment schedule must provide for substantially level payments of principal and interest not less frequently than quarterly, and must not extend over a period longer than 60 months, except where the loan proceeds are used to acquire a principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest, determined by taking into consideration current rates being charged by lending institutions in the geographical area at the time the loan is made. Principal and interest are paid ratably through payroll deductions.

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent loans are treated as distributions based upon the terms of the Plan Agreement.

Payment of Benefits - The Plan provides for payment of the participant's account value either in one lump sum or in periodic payments upon normal retirement, disability retirement, death or termination of employment. Participants with an account balance in excess of \$1,000 may receive payment in the form of an annuity contract.

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

Unless otherwise instructed by the participant, the Plan makes mandatory distributions for all terminated participants with account balances less than \$1,000 in a single lump sum.

Forfeitures - Forfeitures attributable to employer profit sharing contributions are allocated at the earlier of the distribution of the terminated participant or five consecutive one-year breaks in service to active profit sharing participants based on the same basis as the employer's contribution. Forfeitures attributable to matching contributions are used to reduce subsequent employer matching contributions at the earlier of the distribution of the terminated participant or five consecutive one-year breaks in service.

For the year ending September 30, 2012, the amount of forfeited non-vested accounts which were applied to reduce employer contributions was \$1,137.

B. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the significant accounting policies followed by the Plan:

Basis of Accounting - The financial statements of the Plan are prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Accordingly, actual results could differ from those estimates.

Recording of Contributions - Both employee and employer contributions to the Plan are included in income in the year in which they are accrued by the Company. The Company and the Plan have the same fiscal year ending September 30.

Investment Valuation and Income Recognition

401(k) Plan - Investments are held in a group variable contract offered by John Hancock and, accordingly, has both a general account and a separate account. Assets are at stated aggregate fair value, which is determined based on the closing price reported on the last business day of the Plan year as follows:

Pooled Separate Accounts - Market values of units held in pooled separate accounts are determined daily by John Hancock based upon the initial value assignment, the net asset value of the mutual fund investments and the applicable investment management and administrative charges, as set forth in the group annuity contract.

Profit Sharing Plan - Assets are at stated aggregate value, which is determined based on the closing price reported on the last business day of the Plan year as follows.

Mutual Funds

The shares of mutual funds are valued at quoted market prices which represent the net asset values of shares held by the Plan at year-end.

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

Investment Transactions

Purchases and sales of securities are recorded on a trade-date basis.

Investment Income

Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Payment of Benefits - Benefits are recorded when paid.

Administrative Expenses - The Plan allows administrative expenses to be paid either by the Trust or the Company. 401(k) Plan administrative expenses of \$2,868 were paid by the Trust in 2012. Amounts paid by the Trust are allocated to participant accounts quarterly based on individual account balances.

C. INVESTMENTS

The following presents investments that represent 5% or more of the Plan's net assets.

	September 30,	
	2012	2011
401(k) Assets - Participant Directed (unaudited)		
John Hancock Group Annuity Contract #82746		
at fair value	\$ 3,151,945	\$ 2,391,278
The following investment, at fair value, within the		
John Hancock Group Annuity Contract #82746		
represents 5% or more of the Plan's net assets:		
JH Lifestyle Growth	878,645	631,299
Profit Sharing Assets - Participant Directed (audited)		
The Flex-funds Dynamic Growth Fund	\$ 524,009	\$ 584,244
The Flex-funds Strategic Growth Fund	973,171	1,094,877
Federated Bond Fund	643,795	407,149
Prudential Total Return Bond Fund	644,297	411,370
Putnam Income Fund	436,817	406,727
The Flex-funds Muirfield Fund	*	976,255
The Flex-funds Defensive Balanced Fund	846,464	*
Doubleline Total Return Bond Fund	429,760	*

* Investment does not represent 5% or more of the Plan's assets

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

During the year ended September 30, 2012, the Plan's investments (including investments bought, sold and held during the year) appreciated in value as follows:

401(k) Assets	
Interest in pooled accounts at fair value as determined by John Hancock	\$ 488,474
Net appreciation in fair value	<u>\$ 488,474</u>
Profit Sharing assets - at fair value as determined by quoted market price	
Mutual funds	\$ 679,603
Net appreciation in fair value	<u>\$ 679,603</u>

D. CERTIFICATION AND INVESTMENT CONTRACT WITH INSURANCE COMPANY

The Plan Administrator has elected to restrict the scope of the auditors' examination with regard to statements or information prepared by John Hancock, the custodian of the 401(k) assets. John Hancock has certified as to the completeness and accuracy of the investments it holds, changes in net assets arising from said investment activity, and the schedule of assets (held at end of year) as of September 30, 2012 and 2011, and for the years then ended.

The Plan maintains an investment contract with John Hancock for the 401(k) investments. John Hancock maintains the contributions in a pooled account. The account is credited with earnings on the underlying investments and charged for Plan withdrawals and administrative expenses charged by John Hancock. The contract is included in the financial statements at fair value, which represents contributions made under the contract, plus earnings, less withdrawals and administrative expenses.

E. FAIR VALUE MEASUREMENTS

The Financial Accounting Standards Board ("FASB") issued guidance on fair value measurements that defines fair value and provides 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 levels of the fair value hierarchy under FASB guidance in these financial statements are described below:

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

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

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

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

Pooled separate account and mutual funds: Valued at the net asset value ("NAV") of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of September 30, 2012.

	Level 1	Total
401(k) Assets - Participant Directed (unaudited)		
Pooled separate account:		
Aggressive Allocation	\$ 878,645	\$ 878,645
Conservative Allocation	67,051	67,051
Diversified Emerging Mkts.	5,491	5,491
Energy	30,557	30,557
Financial	6,047	6,047
Foreign Large Blend	1,432	1,432
Foreign Large Growth	13,652	13,652
Foreign Large Value	46,426	46,426
Foreign Small/Mid Value	41,914	41,914
Health	62,984	62,984
High Yield Bond	3,940	3,940
Inflation Protected Bond	14,093	14,093
Intermediate-Term Bond	154,365	154,365
Large Blend	480,748	480,748
Large Growth	222,522	222,522
Large Value	39,811	39,811
Mid-Cap Blend	327	327
Mid-Cap Growth	110,370	110,370
Mid-Cap Value	1,138	1,138
Moderate Allocation	276,581	276,581
Multisector Bond	2,032	2,032
Natural Resources	73,019	73,019
Precious Metals	3,215	3,215
Real Estate	15,658	15,658
Small Blend	158,511	158,511
Small Growth	6,595	6,595
Small Value	14,296	14,296
Target Date	42,099	42,099
Technology	60,959	60,959
Ultrashort Bond	244,135	244,135
Utilities	36,383	36,383
World Allocation	24,710	24,710
World Bond	10,343	10,343
World Stock	1,896	1,896
	3,151,945	3,151,945

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

Profit Sharing Assets - Participant Directed (audited)

Mutual funds:

Intermediate-Term Bond	2,154,669	2,154,669
Mid Value	973,171	973,171
Large Blend	524,009	524,009
Large Value	1,119,619	1,119,619
	4,771,468	4,771,468
Interest bearing cash	3,084	3,084
Total assets at fair value	<u>\$ 4,774,552</u>	<u>\$ 4,774,552</u>

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of September 30, 2011.

	Level 1	Total
401(k) Assets - Participant Directed (unaudited)		
Pooled separate account:		
Aggressive Allocation	\$ 631,299	\$ 631,299
Conservative Allocation	25,458	25,458
Diversified Emerging Mkts.	3,647	3,647
Energy	22,249	22,249
Financial	4,593	4,593
Foreign Large Blend	4,865	4,865
Foreign Large Growth	4,451	4,451
Foreign Large Value	33,451	33,451
Foreign Small/Mid Value	35,371	35,371
Health	26,572	26,572
High Yield Bond	3,055	3,055
Inflation Protected Bond	2,631	2,631
Intermediate-Term Bond	114,544	114,544
Large Blend	382,261	382,261
Large Growth	171,797	171,797
Large Value	32,705	32,705
Mid-Cap Blend	580	580
Mid-Cap Growth	82,680	82,680
Mid-Cap Value	14,734	14,734
Moderate Allocation	210,640	210,640
Multisector Bond	1,385	1,385
Natural Resources	59,382	59,382
Precious Metals	24	24
Real Estate	4,924	4,924
Small Blend	120,067	120,067
Small Growth	6,229	6,229
Small Value	13,840	13,840
Target Date	11,568	11,568
Technology	55,237	55,237
Ultrashort Bond	251,155	251,155
Utilities	28,248	28,248
World Allocation	21,570	21,570
World Bond	2,431	2,431
World Stock	7,635	7,635
	2,391,278	2,391,278
Profit Sharing Assets - Participant Directed (audited)		
Mutual funds:		
Intermediate-Term Bond	1,225,245	1,225,245
Large Blend	2,655,377	2,655,377
Multisector Bond	66,645	66,645
	3,947,267	3,947,267
Interest bearing cash	150,665	150,665
Total assets at fair value	\$ 4,097,932	\$ 4,097,932

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

F. RELATED-PARTY TRANSACTIONS

Certain Plan investments are managed by John Hancock, the custodian of the 401(k) assets of the Plan. The transactions involving these investments are allowable party-in-interest transactions under ERISA.

G. PLAN TERMINATION

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 immediately become 100% vested in their accounts.

In October 2012, the trustees signed an agreement to terminate the Plan effective February 28, 2013. See Notes A and J.

H. FEDERAL INCOME TAX STATUS

The Plan obtained its latest opinion letter on March 16, 2010, in which the Internal Revenue Service ("IRS") stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the opinion letter. However, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC and has no income subject to unrelated business income tax. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of September 30, 2012, there are no uncertain positions taken, or expected to be taken, that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2009.

I. 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 statements of net assets available for benefits.

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Notes to the Financial Statements
September 30, 2012 and 2011

J. SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through July 3, 2013, the date that the Plan's annual financial statements were available to be issued.

In October 2012, the Plan Sponsor was purchased by an unrelated entity. Due to the acquisition, management elected to terminate the Plan effective February 28, 2013. Upon termination, participants had the option to withdraw their entire account balances or roll their balances into the purchaser's retirement plan.

SUPPLEMENTAL INFORMATION

Plan Name: Park Cycle & Marine, Inc. Amended & Restated Profit Sharing Plan
 EIN: 341014684
 PN: 001
 Schedule: H
 Line: 4i

Schedule of Assets (Held at End of Year)

(a) Party-in Interest	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	Meeder Asset Management	Interest Bearing Cash	**	\$ 3,084
	Meeder Asset Management	Doubleline Total Return Bond Fund	**	429,760
	Meeder Asset Management	Federated Bond Fund	**	643,795
	Meeder Asset Management	Flex Muirfield Fund	**	273,155
	Meeder Asset Management	Flex Strategic Growth Fund	**	973,171
	Meeder Asset Management	Flex Defensive Balanced Fund	**	846,464
	Meeder Asset Management	Flex Dynamic Growth Fund	**	524,009
	Meeder Asset Management	Prudential Total Return Bond Fund	**	644,297
	Meeder Asset Management	Putnam Income Fund	**	436,817
*	John Hancock	500 Index Fund	**	762
*	John Hancock	All Cap Core Fund	**	30,870
*	John Hancock	All Cap Value Fund	**	671
*	John Hancock	American Balanced Fund	**	17,495
*	John Hancock	American High-Income Fund	**	979
*	John Hancock	BlackRock Global Allocation	**	5,673
*	John Hancock	Blue Chip Growth Fund	**	74,194
*	John Hancock	Capital Appreciation Fund	**	108,316
*	John Hancock	Capital World Growth & Income	**	717
*	John Hancock	Core Bond Fund	**	1,797
*	John Hancock	Davis New York Venture	**	25,947
*	John Hancock	DFA Emerging Markets Value	**	627
*	John Hancock	DFA Inflation Protected Securities	**	11,184
*	John Hancock	DFA U.S. Small Cap Fund	**	974
*	John Hancock	Dodge & Cox Stock Fund	**	1,525
*	John Hancock	Energy	**	30,557
*	John Hancock	Equity Income Fund	**	30,342
*	John Hancock	EuroPacific Growth Fund	**	838
*	John Hancock	Fidelity Advisor Gold Fund	**	3,215
*	John Hancock	Fidelity ContraFund	**	13,429
*	John Hancock	Financial Services Fund	**	6,047
*	John Hancock	Fundamental Investors	**	107,920
*	John Hancock	Fundamental Large Cap Value	**	444
*	John Hancock	Global Bond Fund	**	2,500
*	John Hancock	High Yield Fund	**	2,961
*	John Hancock	International Core Fund	**	6,723
*	John Hancock	International Opps Fund	**	4,799
*	John Hancock	International Value Fund	**	39,703
*	John Hancock	Intl Equity Index Fund	**	594
*	John Hancock	Intl Small Cap Fund	**	41,914
*	John Hancock	Investment Qual Bond Fund	**	1,933
*	John Hancock	Ivy Asset Strategy Fund	**	19,037
*	John Hancock	John Hancock Rainier Growth	**	2,981

Plan Name: Park Cycle & Marine, Inc. Amended & Restated Profit Sharing Plan
 EIN: 341014684
 PN: 001
 Schedule: H
 Line: 4i

Schedule of Assets (Held at End of Year)

(a) Party-in Interest	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
*	John Hancock	John Hancock Stable Val	**	244,135
*	John Hancock	Keeley Small Cap Value	**	437
*	John Hancock	Large Cap Fund	**	14,000
*	John Hancock	Legg Mason ClearBr Agg Growth	**	21,578
*	John Hancock	Lifestyle Aggressive	**	297,425
*	John Hancock	Lifestyle Balanced	**	259,086
*	John Hancock	Lifestyle Conservative	**	33,976
*	John Hancock	Lifestyle Growth	**	878,645
*	John Hancock	Lifestyle Moderate	**	33,075
*	John Hancock	MFS Utilities	**	854
*	John Hancock	Mid Cap Index Fund	**	327
*	John Hancock	Mid Cap Stock Fund	**	108,730
*	John Hancock	Mid Value Fund	**	452
*	John Hancock	Mutual Global Discovery	**	1,179
*	John Hancock	Natural Resources Fund	**	73,019
*	John Hancock	Oppenheimer Developing Mkt	**	4,864
*	John Hancock	Oppenheimer Intl Growth Fund	**	8,029
*	John Hancock	PIMCO Global Fund	**	7,843
*	John Hancock	PIMCO Real Return	**	884
*	John Hancock	PIMCO Total Return	**	50,845
*	John Hancock	Real Estate Securities Fund	**	15,658
*	John Hancock	Real Return Bond Fund	**	2,025
*	John Hancock	Retirement Living at 2010	**	12,498
*	John Hancock	Retirement Living at 2015	**	4,945
*	John Hancock	Retirement Living at 2035	**	2,058
*	John Hancock	Retirement Living at 2040	**	6,097
*	John Hancock	Retirement Living at 2045	**	14,997
*	John Hancock	Retirement Living at 2050	**	1,504
*	John Hancock	Royce Opportunity	**	14,296
*	John Hancock	Science & Technology Fund	**	56,197
*	John Hancock	Small Cap Growth Index	**	6,595
*	John Hancock	Small Cap Opportunities Fund	**	94,164
*	John Hancock	Small Company Value Fund	**	62,505
*	John Hancock	SSgA Mid Growth Index Fund	**	1,640
*	John Hancock	Strategic Income Opp Fund	**	1,789
*	John Hancock	T. Rowe Price Equity Inc	**	9,025
*	John Hancock	T. Rowe Price Sci & Tech	**	4,762
*	John Hancock	T. Rowe Price Sml Cap Val	**	431
*	John Hancock	T. Rowe Price Spectrum Inc.	**	243
*	John Hancock	T. Rowe Price Health Sci	**	62,984
*	John Hancock	The Growth Fund of America	**	1,082
*	John Hancock	Thornburg International Value	**	824

Plan Name: Park Cycle & Marine, Inc. Amended & Restated Profit Sharing Plan

EIN: 341014684

PN: 001

Schedule: H

Line: 4i

Schedule of Assets (Held at End of Year)

(a) Party-in Interest	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
*	John Hancock	Total Return Fund	**	99,790
*	John Hancock	Total Stock Market Index Fund	**	1,628
*	John Hancock	Turner Large Growth Fund	**	942
*	John Hancock	Utilities Fund	**	35,529
*	John Hancock	Value Fund	**	686
	Participant Loans	Participant loans with various rates of interest from 3.25% to 8.5% and various maturity dates through June 2016	**	50,361
				<u>\$ 7,976,858</u>

** Participant Directed Funds

Park Cycle & Marine, Inc.
Amended and Restated Profit Sharing Plan and Trust
Schedule H - Line 4j
Schedule of Reportable Transactions
EIN - 34-1014684
Plan Number: 001

September 30, 2012

(Unaudited)

		(c) Purchase	(d) Selling	(g) Cost of	(h) Current	(i) Net Gain
		Price	Price	Asset	Value of Asset on Transaction Date	(Loss)
(a) Identity of Party Involved	(b) Description of Investment					
<u>Single transactions involving an amount in excess of 5% of the current value of Plan assets</u>						
None						
<u>Series of transactions, when aggregated, involving an amount in excess of 5% of the current value of Plan assets</u>						
Meeder Asset Management	Federated Bond Fund	\$ -	\$ 489,311	\$ 479,207	\$ 489,311	\$ 10,104
Meeder Asset Management	Flex Muirfield Fund	-	959,224	835,813	959,224	123,411
Meeder Asset Management	Prudential Total Return Bond	-	514,028	512,409	514,028	1,619
Meeder Asset Management	Putnam Income Fund	-	530,122	533,387	530,122	(3,265)
Meeder Asset Management	Flex Strategic Growth Fund	-	832,795	673,945	832,795	158,850
Meeder Asset Management	Flex Dynamic Growth Fund	-	460,124	380,462	460,124	79,662
Meeder Asset Management	Flex Funds Total Return Bond Fund	-	1,821,395	1,832,400	1,821,395	(11,005)
Meeder Asset Management	Prudential Total Return Bond	725,248	-	725,248	725,248	-
Meeder Asset Management	Putnam Income Fund	535,276	-	535,276	535,276	-
Meeder Asset Management	Federated Bond Fund	696,994	-	696,994	696,994	-
Meeder Asset Management	Doubleline Total Return Bond Fund	727,889	-	727,889	727,889	-
Meeder Asset Management	Flex Strategic Growth Fund	462,005	-	462,005	462,005	-
Meeder Asset Management	Flex Defensive Balanced Fund	868,462	-	868,462	868,462	-
Meeder Asset Management	Flex Funds Total Return Bond Fund	1,832,400	-	1,832,400	1,832,400	-

Columns E, "Lease Rental", and F, "Expense Incurred With Transaction" have been omitted because there is nothing to report.

* All trades through Meeder Asset Management

SUPPLEMENTAL INFORMATION

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Schedule of Assets (Held at End of Year)

(a) Party-in Interest	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	Meeder Asset Management	Interest Bearing Cash	**	\$ 3,084
	Meeder Asset Management	Doubleline Total Return Bond Fund	**	429,760
	Meeder Asset Management	Federated Bond Fund	**	643,795
	Meeder Asset Management	Flex Muirfield Fund	**	273,155
	Meeder Asset Management	Flex Strategic Growth Fund	**	973,171
	Meeder Asset Management	Flex Defensive Balanced Fund	**	846,464
	Meeder Asset Management	Flex Dynamic Growth Fund	**	524,009
	Meeder Asset Management	Prudential Total Return Bond Fund	**	644,297
	Meeder Asset Management	Putnam Income Fund	**	436,817
*	John Hancock	500 Index Fund	**	762
*	John Hancock	All Cap Core Fund	**	30,870
*	John Hancock	All Cap Value Fund	**	671
*	John Hancock	American Balanced Fund	**	17,495
*	John Hancock	American High-Income Fund	**	979
*	John Hancock	BlackRock Global Allocation	**	5,673
*	John Hancock	Blue Chip Growth Fund	**	74,194
*	John Hancock	Capital Appreciation Fund	**	108,316
*	John Hancock	Capital World Growth & Income	**	717
*	John Hancock	Core Bond Fund	**	1,797
*	John Hancock	Davis New York Venture	**	25,947
*	John Hancock	DFA Emerging Markets Value	**	627
*	John Hancock	DFA Inflation Protected Securities	**	11,184
*	John Hancock	DFA U.S. Small Cap Fund	**	974
*	John Hancock	Dodge & Cox Stock Fund	**	1,525
*	John Hancock	Energy	**	30,557
*	John Hancock	Equity Income Fund	**	30,342
*	John Hancock	EuroPacific Growth Fund	**	838
*	John Hancock	Fidelity Advisor Gold Fund	**	3,215
*	John Hancock	Fidelity ContraFund	**	13,429
*	John Hancock	Financial Services Fund	**	6,047
*	John Hancock	Fundamental Investors	**	107,920
*	John Hancock	Fundamental Large Cap Value	**	444
*	John Hancock	Global Bond Fund	**	2,500
*	John Hancock	High Yield Fund	**	2,961
*	John Hancock	International Core Fund	**	6,723
*	John Hancock	International Opps Fund	**	4,799
*	John Hancock	International Value Fund	**	39,703
*	John Hancock	Intl Equity Index Fund	**	594
*	John Hancock	Intl Small Cap Fund	**	41,914
*	John Hancock	Investment Qual Bond Fund	**	1,933
*	John Hancock	Ivy Asset Strategy Fund	**	19,037
*	John Hancock	John Hancock Rainier Growth	**	2,981

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*	John Hancock	John Hancock Stable Val	**	244,135
*	John Hancock	Keeley Small Cap Value	**	437
*	John Hancock	Large Cap Fund	**	14,000
*	John Hancock	Legg Mason ClearBr Agg Growth	**	21,578
*	John Hancock	Lifestyle Aggressive	**	297,425
*	John Hancock	Lifestyle Balanced	**	259,086
*	John Hancock	Lifestyle Conservative	**	33,976
*	John Hancock	Lifestyle Growth	**	878,645
*	John Hancock	Lifestyle Moderate	**	33,075
*	John Hancock	MFS Utilities	**	854
*	John Hancock	Mid Cap Index Fund	**	327
*	John Hancock	Mid Cap Stock Fund	**	108,730
*	John Hancock	Mid Value Fund	**	452
*	John Hancock	Mutual Global Discovery	**	1,179
*	John Hancock	Natural Resources Fund	**	73,019
*	John Hancock	Oppenheimer Developing Mkt	**	4,864
*	John Hancock	Oppenheimer Intl Growth Fund	**	8,029
*	John Hancock	PIMCO Global Fund	**	7,843
*	John Hancock	PIMCO Real Return	**	884
*	John Hancock	PIMCO Total Return	**	50,845
*	John Hancock	Real Estate Securities Fund	**	15,658
*	John Hancock	Real Return Bond Fund	**	2,025
*	John Hancock	Retirement Living at 2010	**	12,498
*	John Hancock	Retirement Living at 2015	**	4,945
*	John Hancock	Retirement Living at 2035	**	2,058
*	John Hancock	Retirement Living at 2040	**	6,097
*	John Hancock	Retirement Living at 2045	**	14,997
*	John Hancock	Retirement Living at 2050	**	1,504
*	John Hancock	Royce Opportunity	**	14,296
*	John Hancock	Science & Technology Fund	**	56,197
*	John Hancock	Small Cap Growth Index	**	6,595
*	John Hancock	Small Cap Opportunities Fund	**	94,164
*	John Hancock	Small Company Value Fund	**	62,505
*	John Hancock	SSgA Mid Growth Index Fund	**	1,640
*	John Hancock	Strategic Income Opp Fund	**	1,789
*	John Hancock	T. Rowe Price Equity Inc	**	9,025
*	John Hancock	T. Rowe Price Sci & Tech	**	4,762
*	John Hancock	T. Rowe Price Sml Cap Val	**	431
*	John Hancock	T. Rowe Price Spectrum Inc.	**	243
*	John Hancock	T.Rowe Price Health Sci	**	62,984
*	John Hancock	The Growth Fund of America	**	1,082
*	John Hancock	Thornburg International Value	**	824

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*	John Hancock	Total Return Fund	**	99,790
*	John Hancock	Total Stock Market Index Fund	**	1,628
*	John Hancock	Turner Large Growth Fund	**	942
*	John Hancock	Utilities Fund	**	35,529
*	John Hancock	Value Fund	**	686
	Participant Loans	Participant loans with various rates of interest from 3.25% to 8.5% and various maturity dates through June 2016	**	50,361
				<u>\$ 7,976,858</u>

** Participant Directed Funds