Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1980

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

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.

12800 CENTER COURT DRIVE
SUITE 300
CERRITOS, CA 90703

2b Employer Identification Number (EIN)
95-3378600

2c Sponsor's telephone number
562-653-3200

2d Business code (see instructions)
541110

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	08/09/2013	PATRICK A. STEVENS
	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

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

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address

3b Administrator's EIN

3c Administrator's telephone number

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	278
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	226
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	48
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	274
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	274
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	258
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	12
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2012** **This Form is Open to Public Inspection.**

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

A Name of plan
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.

D Employer Identification Number (EIN)
95-3378600

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

CHARLES SCHWAB & CO. INC. AND AFFIL

94-1737782

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

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

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

HARRIS ASSOCIATES LP

04-3276558

(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?
28 50	NONE	127602	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

MANNING & NAPIER ADVISORS, INC.

45-3240790

(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?
28 50	NONE	51242	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

SCHWAB RETIREMENT PLAN SERVICES

34-1479833

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50 59 64	NONE	32163	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] 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)

CHARLES SCHWAB BANK

42-1558009

(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?
49 50 59 25 52 62	NONE	5	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

CHARLES SCHWAB & CO., INC.

94-1737782

(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?
59	NONE	0	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] No [ ]

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

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

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
CHARLES SCHWAB & CO. AND AFFILIATES	59	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SEE ATTACHMENT 11-1111111	SEE ATTACHMENT

(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

2012

This Form is Open to Public Inspection.

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

A Name of plan
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.

D Employer Identification Number (EIN)
95-3378600

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)

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB STABLE VALUE SELECT

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

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)
81-0625180-001	C	0

a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD RETIREMENT INCOME FUND

b Name of sponsor of entity listed in (a): WILMINGTON TRUST RETIREMENT & INSTITUTIONAL SERVICES COMPANY

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)
20-5886387-082	C	2315315

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)

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)

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)

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)

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)

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)

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)

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)

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)

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)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

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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)

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b Name of sponsor of entity listed in (a):

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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)

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)

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 plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

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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 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

2012

This Form is Open to Public Inspection

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

A Name of plan
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.

D Employer Identification Number (EIN)
95-3378600

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	500000	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	2712691	2682915
(2) Participant contributions	1b(2)	46686	55577
(3) Other	1b(3)	82083	57919
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	928537	1595340
(2) U.S. Government securities	1c(2)	4454862	3386557
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		1313169
(B) All other	1c(3)(B)		751086
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	23814023	28678083
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)	245000	100000
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	869035	933332
(9) Value of interest in common/collective trusts	1c(9)	2305634	2315315
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	29501283	35010238
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	1552801	1545200

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	67012635	78424731
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	67012635	78424731

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	3252893	
(B) Participants	2a(1)(B)	2089188	
(C) Others (including rollovers)	2a(1)(C)	65786	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		5407867
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	7570	
(B) U.S. Government securities	2b(1)(B)	-10722	
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	31645	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		28493
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	133153	
(B) Common stock	2b(2)(B)	274535	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	966236	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1373924
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	9199902	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	8187236	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		1012666
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	-145000	
(B) Other	2b(5)(B)	3659327	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		3514327

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		14461
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		3509967
c Other income	2c		-7601
d Total income. Add all **income** amounts in column (b) and enter total	2d		14854104
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3381501	
(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)		3381501
f Corrective distributions (see instructions)	2f		22097
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)	6172	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	32238	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		38410
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		3442008
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		11412096
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: WINDES & MCCLAUGHRY **(2)** EIN: 95-3001179

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		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?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.

D Employer Identification Number (EIN)
95-3378600

Part I Distributions

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

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

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

EIN(s): 42-1558009

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(K) PROFIT SHARING PLAN

FINANCIAL STATEMENTS
DECEMBER 31, 2012



WINDES & MCCLAUGHRY
ACCOUNTANCY CORPORATION
Certified Public Accountants & Consultants
EXCEEDING EXPECTATIONS SINCE 1926

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WINDES & MCCLAUGHRY
ACCOUNTANCY CORPORATION
Certified Public Accountants & Consultants
EXCEEDING EXPECTATIONS SINCE 1926

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INDEPENDENT AUDITORS' REPORT

To the Administrative Committee of the
Atkinson, Andelson, Loya, Ruud & Romo,
A.P.C. 401(k) Profit Sharing Plan:

We were engaged to audit the accompanying financial statements of the Atkinson, Andelson, Loya, Ruud & Romo, A.P.C. 401(k) Profit Sharing Plan, which comprise the statement of net assets available for benefits as of December 31, 2012, and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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 the financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Charles Schwab Bank, State Street and Wilmington Trust Retirement and Institutional Services Company, the custodians of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the custodians hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained a certification from the custodians as of December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the plan administrator by the custodians is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplemental schedule of assets held at end of year as of December 31, 2012 and supplemental schedule of reportable transactions for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income and Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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 custodians, 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.

Winder & McClaughry

Long Beach, California
July 31, 2013

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31, 2012	December 31, 2011
ASSETS		
Investments, at fair value:		
Money market funds	$ 1,595,340	$ 928,537
Certificates of deposit	751,086	
Mutual funds	35,271,568	29,501,283
Common stock	28,416,752	23,814,023
U.S. Government securities	4,699,727	4,454,862
Municipal securities	1,545,200	1,552,801
Common collective trust – Retirement Income Fund	2,315,315	
Common collective trust – Stable Value Fund		2,305,634
Real estate	100,000	245,000
Total investments at fair value	74,694,988	62,802,140
Noninterest-bearing cash		500,000
Receivables:		
Employer contributions	2,682,915	2,712,691
Participant contributions	55,577	46,686
Notes receivable from participants	933,332	869,035
Other	57,919	82,083
Total receivables	3,729,743	3,710,495
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	78,424,731	67,012,635
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	79,189	(15,800)
NET ASSETS AVAILABLE FOR BENEFITS	$ 78,503,920	$ 66,996,835

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

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS:	
Additions to net assets attributed to:	
Investment income:	
Net appreciation in fair value of investments	$ 8,720,574
Interest	165,732
Dividends	623,275
Total investment income	9,509,581
Interest income on notes receivable from participants	31,645
Contributions:	
Employer	3,252,893
Participant	2,089,188
Participant rollovers	65,786
Total contributions	5,407,867
Total additions	14,949,093
Deductions from net assets attributed to:	
Benefits paid to participants	3,403,598
Administrative expenses	38,410
Total deductions	3,442,008
Net increase	11,507,085
Net assets available for benefits:	
Beginning of year	66,996,835
End of year	$ 78,503,920

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

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 1 – Description of the Plan

The following description of the Atkinson, Andelson, Loya, Ruud & Romo, A.P.C. (the Company) 401(k) Profit Sharing Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all eligible permanent, part-time and full-time employees of the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan Administrative Committee (Committee) is responsible for oversight of the Plan. The Committee meets with the Plan investment advisors to review and determine the appropriateness of the Plan's investment offerings and monitor investment performance.

Eligibility Requirements

Employees become eligible to participate in the Plan and make deferral contributions to the Plan after quarterly enrollment dates, coincident or following their employment commencement date. Employees become eligible to receive the Non-Safe Harbor Non-elective Contributions (as defined) after the applicable entry date upon reaching the age of 18, and being credited with one year and 1,000 hours of service.

Plan Administration

The Plan's administrator is the Company. Charles Schwab Bank (Charles Schwab) is the custodian of all participant directed investments except the Retirement Income Fund, for which Wilmington Trust Retirement and Institutional Services Company (Wilmington) is the custodian. State Street is the custodian of all non-participant directed investments. Charles Schwab is the Plan's trustee. The Company and the custodians have certain responsibilities as described by the Plan document and the trust agreement.

NOTE 1 – Description of the Plan (Continued)

Contributions

Each participant may elect to contribute a prescribed percentage of his or her compensation to the Plan. For employees who elect to participate, such percentage shall not be less than 1% nor exceed 100% of eligible compensation as defined under the Plan, subject to certain IRC limitations up to a maximum amount of $17,000 for the 2012 Plan year. Participants may also rollover amounts representing distributions from other qualified plans. Participants that are 50 years of age or older who have met the IRC deferral limit or the specified Plan limits, may contribute a catch-up deferral of up to $5,500 for 2012.

The Plan also provides for discretionary Non-Safe Harbor Matching Contributions. Participants are eligible to receive Non-Safe Harbor Matching Contributions after one year of service has been completed. During the year ended December 31, 2012, the Company made Non-Safe Harbor Matching Contributions equal to 25% of each employee's contributions, up to 4% of the employee's compensation, as defined. For the year ended December 31, 2012, Non-Safe Harbor Matching Contributions totaled $231,925.

Participant and Company matching contributions to each participant's account are self-directed by the participant in one or more of the investment choices offered under the Plan. The Plan currently offers mutual funds and a common collective trust. Participants' contributions must be allocated among the available investment choices in whole percentages. Participants may change their self-directed investment elections at any time via direct phone or via internet access with the custodian.

The Plan also permits the Company to make discretionary Non-Safe Harbor Non-Elective Contributions to participants' accounts. For the year ended December 31, 2012, Non-Safe Harbor Non-Elective Contributions to the Plan totaled $3,020,968. Non-Safe Harbor Non-Elective Contributions are non-participant directed and are invested in a portfolio of investments at the direction of the Company. A non-interest bearing cash account is maintained to provide available liquidity for distributions. Contributions are subject to certain limitations.

NOTE 1 – Description of the Plan (Continued)

Participant Accounts

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

Vesting

Participants are immediately vested in their contributions, the Non-Safe Harbor Matching Contributions, and the earnings thereon. Vesting in the Company's discretionary Non-Safe Harbor Non-Elective Contributions plus earnings thereon is based on years of continuous service. Participants vest in Non-Safe Harbor Non-Elective Contributions in accordance with the following schedule:

Years of Service	Vested Percentage
1 or-less	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

Notes Receivable from Participants

Participants may borrow from their accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. The loans are secured by the balance in the participant's account and must be repaid at a fixed interest rate from 3.75% to 9.25% which are commensurate with local prevailing rates. Loans must be repaid within five years, unless the loan was for the purchase of a principal residence. In this case, the repayment period may be extended. Principal and interest are paid ratably through monthly payroll deductions.

NOTE 1 – Description of the Plan (Continued)

Payment of Benefits

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

Withdrawals by participants from their accounts are permitted in accordance with the Plan's provisions.

Forfeited Accounts

Unallocated forfeited balances as of December 31, 2012 and 2011 totaled $26,532 and $231,898, respectively. These accounts will be used to pay administrative expenses or to reduce future Company contributions. During the year ended December 31, 2012, administrative expenses of $6,173 were paid from forfeited non-vested accounts and $245,126 was used for employer matching and discretionary contributions.

NOTE 2 – Summary of Significant Accounting Policies

Basis of Accounting

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

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The statements of net assets available for benefits present the fair value of the investment contract, as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract-value basis for fully benefit-responsive investment contracts.

NOTE 2 – Summary of Significant Accounting Policies (Continued)

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 amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Investment Contracts

The Plan's investments are stated at fair value based on quoted market prices of the underlying assets as determined by Charles Schwab, Wilmington and State Street. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2012 or 2011. Delinquent notes receivable from participants are recorded as a distribution based upon the terms of the plan document.

Payment of Benefits

Benefits are recorded when paid.

NOTE 2 – Summary of Significant Accounting Policies (Continued)

Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Other administrative expenses are paid by the Plan and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value investments.

Subsequent Events

Management of the Plan evaluated subsequent events through July 31, 2013, the date the financial statements were available to be issued.

NOTE 3 – Investments

The following is a summary of the Plan's investments which exceeded five percent of net assets available for benefits as of December 31, 2012 and 2011:

	December 31,	
	2012	**2011**
Non-participant Directed:		
Manning and Napier Fund Core Bond	*	$ 3,378,020

* Not applicable, investment amount is below five percent.

During 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

Mutual funds	$ 3,754,828
Common stock	5,092,034
U.S. Government Securities	(3,948)
Municipal securities	(7,601)
Common collective trusts	30,261
Real estate	(145,000)
	$ 8,720,574

NOTE 3 – Investments (Continued)

Non-Participant Directed Investments

Information about the net assets and the significant components of the changes in net assets relating to the non-participant directed investments is as follows:

	December 31, 2012	December 31, 2011
Net assets:		
Employer contribution receivable	$ 2,620,968	$ 2,649,597
Certificates of deposit	751,086	
Common stock	28,416,752	23,814,023
U.S. Government securities	4,699,727	4,454,862
Municipal securities	1,545,200	1,552,801
Other receivables	57,919	82,083
Mutual funds	9,143,203	7,413,379
Money market funds	1,595,340	928,537
Noninterest-bearing cash		500,000
Real estate	100,000	245,000
Total	$48,930,195	$41,640,282

	For the Year Ended December 31, 2012
Changes in net assets:	
Employer contributions	$ 3,199,155
Net appreciation in fair value of investments, interest and dividends	6,126,334
Net transfers to participant-directed investments	(89,784)
Benefits paid to participants	(1,925,492)
Administrative expenses	(20,300)
Total	$ 7,289,913

NOTE 4 – Information Prepared and Certified by the Custodians

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Charles Schwab, Wilmington and State Street, the custodians of the Plan, have certified that the following data included in the accompanying financial statements and supplemental schedules is complete and accurate with respect to investments and notes receivable from participants:

- Investments at fair value, excluding real estate
- Notes receivable from participants
- Net appreciation (depreciation) in fair value of investments
- Interest and dividends
- Schedule of assets held at end of year
- Schedule of reportable transactions

The Plan's independent public accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

NOTE 5 – Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

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

Level 2 Inputs to the valuation methodology include

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

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

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

The asset 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.

NOTE 5 – Fair Value Measurements (Continued)

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 December 31, 2012 and 2011.

Money market funds and certificates of deposit: Valued at cost.

Common stock, U.S. government securities and municipal securities: Valued at the closing price reported on the active market on which the individual securities are traded.

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the plan are deemed to be actively traded.

Common collective trusts: Valued at fair value by determining quoted prices in active markets of the underlying units, less liabilities. (See Note 6.)

Real Estate

The Plan's real estate investment consists of undeveloped land located in Riverside County, California. The plan administrator estimated a fair value of $100,000 based upon a 2012 appraisal performed by an independent commercial real estate appraiser which considered recent sales of comparable properties. This investment has been included in Level 3 of the valuation hierarchy.

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

NOTE 5 – Fair Value Measurements (Continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value measurements at December 31, 2012 and 2011:

	Fair Value Measurements at December 31, 2012			
	Level 1	Level 2	Level 3	Total
Money market funds	$ 1,595,340			$ 1,595,340
Certificates of deposit	751,086			751,086
Mutual funds:				
Bond	4,643,960			4,643,960
Large Growth	4,025,839			4,025,839
Foreign Large Blend	3,887,654			3,887,654
Large Blend	3,838,969			3,838,969
Large Value	2,648,827			2,648,827
Intermediate Term Bond	2,552,914			2,552,914
Technology	2,382,083			2,382,083
Mid Cap Growth	1,966,896			1,966,896
Mid Cap Value	1,575,271			1,575,271
Moderate Allocation	1,386,974			1,386,974
High Yield Bond	1,657,163			1,657,163
International	1,426,682			1,426,682
Small Cap Blend	1,114,220			1,114,220
Real Estate	868,534			868,534
Small Cap Growth	767,467			767,467
Financial	528,115			528,115
	35,271,568			35,271,568

NOTE 5 – Fair Value Measurements (Continued)

	Fair Value Measurements at December 31, 2012			
	Level 1	**Level 2**	**Level 3**	**Total**
Common stock:				
Services	9,592,077			9,592,077
Technology	5,395,116			5,395,116
Financial	4,150,633			4,150,633
Healthcare	3,119,515			3,119,515
Energy	2,643,644			2,643,644
Materials	1,475,740			1,475,740
Depository Receipts	2,040,027			2,040,027
	28,416,752			28,416,752
U.S. government securities	4,699,727			4,699,727
Municipal securities	1,545,200			1,545,200
Common collective trust Retirement Income Fund		$ 2,315,315		2,315,315
Real estate			$ 100,000	100,000
	$ 72,279,673	$ 2,315,315	$ 100,000	$ 74,694,988

NOTE 5 – Fair Value Measurements (Continued)

	Fair Value Measurements at December 31, 2011			
	Level 1	Level 2	Level 3	Total
Money market funds	$ 928,537			$ 928,537
Mutual funds:				
Bond	4,132,314			4,132,314
Large Growth	3,487,449			3,487,449
Foreign Large Blend	3,023,411			3,023,411
Large Blend	2,976,780			2,976,780
Large Value	2,505,021			2,505,021
Intermediate Term Bond	2,172,545			2,172,545
Technology	2,053,016			2,053,016
Mid Cap Growth	1,730,301			1,730,301
Mid Cap Value	1,464,599			1,464,599
Moderate Allocation	1,259,275			1,259,275
High Yield Bond	1,229,666			1,229,666
International	1,010,443			1,010,443
Small Cap Blend	896,831			896,831
Real Estate	497,990			497,990
Small Cap Growth	638,605			638,605
Financial	423,037			423,037
	29,501,283			29,501,283
Common stock:				
Services	8,662,957			8,662,957
Technology	4,910,313			4,910,313
Financial	3,385,432			3,385,432
Healthcare	2,183,589			2,183,589
Energy	1,786,304			1,786,304
Materials	1,372,895			1,372,895
Depository Receipts	1,276,563			1,276,563
Real estate	235,970			235,970
	23,814,023			23,814,023

NOTE 5 - Fair Value Measurements (Continued)

	Fair Value Measurements at December 31, 2011			
	Level 1	Level 2	Level 3	Total
U.S. government securities	4,454,862			4,454,862
Municipal securities	1,552,801			1,552,801
Common collective trust Stable value fund		$ 2,305,634		2,305,634
Real estate			$ 245,000	245,000
	$ 60,251,506	$ 2,305,634	$ 245,000	$ 62,802,140

The fair value of the real estate, as determined by an independent appraisal, decreased in value by $145,000 for the year ended December 31, 2012.

NOTE 6 - Guaranteed Investment Contract with Charles Schwab

The Plan's Common Collective Trust - Stable Value Fund (SVF) held during the first part of 2012 is considered to be a fully benefit-responsive guaranteed investment contract. Charles Schwab maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. The Plan's SVF was transferred to Wilmington during the year, which carries the Plan's Common Collective Trust - Retirement Income Fund (RIF), which is also considered to be a fully benefit-responsive guaranteed investment contract. Wilmington maintains the RIF contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

NOTE 6 – Guaranteed Investment Contract with Charles Schwab (Continued)

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reporting to the Plan by Charles Schwab and Wilmington, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issue or otherwise. The fair value of the investment contract at December 31, 2012 and 2011 was $2,315,315 and $2,305,634, respectively. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 0%. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including complete or partial plan termination or merger with another plan), (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

The guaranteed investment contract does not permit Charles Schwab to terminate the agreement prior to the scheduled maturity date.

Average yields:

	2012	2011
Based on actual earnings	2.60%	1.53%
Based on interest rate credited to participants	1.30%	4.59%

NOTE 7 - Related-Party Transactions

Certain Plan investments are investment funds managed by the custodians and notes receivable from participants. The custodians and participants are considered parties-in-interest under ERISA. Administrative fees paid to the custodians totaled $38,410 for the year ended December 31, 2012. All of these transactions are considered exempt party-in-interest transactions under ERISA.

NOTE 8 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time or to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become fully vested in their account balances.

NOTE 9 - Tax Status

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated July 7, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified and the related trust is tax-exempt. Accordingly, no provision for income taxes has been included in the Plan's financial statements. Continued qualification is dependent on the Plan's future operations.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. 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 examination for years prior to 2009.

NOTE 10 – Risks and Uncertainties

The Plan provides for investments in various investment securities and real estate with different investment strategies. These investments are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of these investments, 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.

NOTE 11 – Reconciliation of the Financial Statements to the Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500 as of December 31:

	2012	2011
Net assets available for benefits per the financial statements	$ 78,503,920	$ 66,996,835
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	(79,189)	15,800
Net assets available for benefits per the Form 5500	$ 78,424,731	$ 67,012,635

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to net income per the Form 5500 for the year ended December 31, 2012:

Net increase in net assets available for benefits per the financial statements	$ 11,507,085
Less: 2012 adjustment from fair value to contract value for fully benefit-responsive investment contracts	(79,189)
Add: 2011 adjustment from fair value to contract value for fully benefit-responsive investment contracts	(15,800)
Net income per the Form 5500	$ 11,412,096

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

SCHEDULE H, PART IV, ITEM 4i –
SCHEDULE OF ASSETS HELD AT END OF YEAR
EMPLOYER I.D. 95-3378600
PLAN NUMBER 001
DECEMBER 31, 2012

Identity of Issuer	Description of Investment	Principal of Shares	Cost	Value
State Street				
* SSGA Govt MM Fund	Money Market	598,621	$ 598,621	$ 598,621
* Schwab Value Advantage Money Fund	Money Market	98,191	98,191	98,191
* State Street Corp. Government Money Market	Money Market	898,528	898,528	898,528
				1,595,340
State Street				
* Ally Bank 7/15	Certificate of Deposit	250,000	248,713	250,071
* GE Capital Bank 7/16	Certificate of Deposit	250,000	250,000	250,192
* Sallie Mae Bank 9/16	Certificate of Deposit	250,000	249,883	250,823
				751,086
State Street				
* Manning & Napier Fund Core Bond	Mutual Fund	332,525	3,556,063	3,747,553
* Manning & Napier Fund High Yield Bond	Mutual Fund	31,217	322,732	335,585
* Alexandria Real Estate Equity REIT	Mutual Fund	630	43,451	43,672
* Biomed Realty Trust, Inc. REIT	Mutual Fund	2,580	46,646	49,871
* Corporate Office Properties REIT	Mutual Fund	2,100	44,646	52,458
* Digital Realty Trust, Inc. REIT	Mutual Fund	770	51,336	52,275
* Dupont Fabros Technology REIT	Mutual Fund	2,610	61,629	63,058
* Manning & Napier Fund International	Mutual Fund	118,287	895,519	1,029,098
* Manning & Napier Fund World Opportunity	Mutual Fund	51,301	340,987	397,584
* Manning & Napier Fund Small Cap	Mutual Fund	49,009	409,715	486,169
* Manning & Napier Fund Technology	Mutual Fund	48,117	500,607	524,479
* Manning & Napier Fund Life Sciences	Mutual Fund	53,558	593,287	689,292
* Manning & Napier Fund Financial	Mutual Fund	81,752	433,348	528,115
* Manning & Napier Fund Emerging Market	Mutual Fund	24,166	239,174	281,298
* Manning & Napier Fund Inflation Focused Equity	Mutual Fund	23,121	230,682	255,492
* Manning & Napier Fund Real Estate	Mutual Fund	41,675	531,099	607,200
Charles Schwab				
JP Morgan Government Bond A Fund	Mutual Fund		(a)	560,822
Artisan International Value Fund	Mutual Fund		(a)	591,481
Europacific Growth Fund	Mutual Fund		(a)	3,296,173
Allianz RMC Technology A Fund	Mutual Fund		(a)	1,168,312
American Balanced Fund	Mutual Fund		(a)	1,386,974
American Washington Mutual A Fund	Mutual Fund		(a)	2,648,827
Columbia Mid Cap Index Z Fund	Mutual Fund		(a)	630,611
Columbia Small Cap Index Z Fund	Mutual Fund		(a)	874,892
Fidelity Advisor Small Cap T Fund	Mutual Fund		(a)	239,328
Perkins Mid Cap Value A Fund	Mutual Fund		(a)	944,660
PIMCO High Yield Fund Class D	Mutual Fund		(a)	1,657,163

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

SCHEDULE H, PART IV, ITEM 4i –
SCHEDULE OF ASSETS HELD AT END OF YEAR
EMPLOYER I.D. 95-3378600
PLAN NUMBER 001
DECEMBER 31, 2012
(Continued)

	Identity of Issuer	Description of Investment	Principal of Shares	Cost	Value
	PIMCO Total Return D Fund	Mutual Fund		(a)	2,552,914
	Prudential 20/20 Focus A Fund	Mutual Fund		(a)	942,192
	Prudential Jennison Mid Cap Growth A Fund	Mutual Fund		(a)	1,711,404
*	Schwab S&P 500 Index Fund	Mutual Fund		(a)	3,838,969
	T. Rowe Price Growth Stock Advantage Fund	Mutual Fund		(a)	3,083,647
					35,271,568
	State Street				
	Weatherford International Limited common stock	Common stock	20,260	313,359	226,709
	Air Products & Chemicals, Inc. common stock	Common stock	1,670	128,183	140,313
	Alcoa	Common stock	21,380	188,544	185,578
	Amazon.com, Inc. common stock	Common stock	1,050	209,755	263,697
	American Express Co. common stock	Common stock	2,700	127,359	155,196
	Apache Corp. common stock	Common stock	840	77,885	65,940
	Autodesk, Inc. common stock	Common stock	6,130	183,249	216,696
	Baker Hughes, Inc. common stock	Common stock	6,330	279,334	258,517
	Becton Dickinson and Co. common stock	Common stock	2,020	150,934	157,944
	Carnival Corp. common stock	Common stock	26,770	867,042	984,333
	Cerner Corp. common stock	Common stock	3,370	206,413	261,647
	Walt Disney Co. common stock	Common stock	5,860	219,750	291,769
	Discover Financial Services common stock	Common stock	7,080	173,087	272,934
	DirecTV Class A common stock	Common stock	4,810	205,676	241,270
	EMC Corp/Mass common stock	Common stock	19,240	436,847	486,772
	EOG Resources, Inc. common stock	Common stock	740	78,868	89,385
	Electronic Arts, Inc. common stock	Common stock	22,440	382,597	326,053
	Google, Inc. Class A common stock	Common stock	390	251,901	276,654
	Hess Corp. common stock	Common stock	12,630	638,421	668,885
	Johnson & Johnson, Inc. common stock	Common stock	3,770	260,390	264,277
	Juniper Networks, Inc. common stock	Common stock	24,140	465,727	474,834
	Manpower, Inc. common stock	Common stock	2,270	82,140	96,339
	McGraw Hill Companies, Inc. common stock	Common stock	3,250	168,085	177,678
	Accor SA common stock	Common stock	4,030	120,110	141,835
	Monsanto Co. common stock	Common stock	5,150	360,861	487,448
	Moodys Corp. common stock	Common stock	3,980	137,107	200,274
	News Corp. Class A common stock	Common stock	7,210	128,626	184,143
	Norfolk Southern Corp. common stock	Common stock	2,180	153,607	134,811
	Pall Corp. common stock	Common stock	2,680	146,803	161,497
	Novo Nordisk A/S common stock	Common stock	1,970	319,534	319,045
	Adecco S/A common stock	Common stock	2,530	110,254	132,781
	Petroleo Brasileiro common stock	Common stock	6,410	117,266	123,713
	Qualcomm, Inc. common stock	Common stock	4,330	249,307	268,547

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

SCHEDULE H, PART IV, ITEM 4i –
SCHEDULE OF ASSETS HELD AT END OF YEAR
EMPLOYER I.D. 95-3378600
PLAN NUMBER 001
DECEMBER 31, 2012
(Continued)

Identity of Issuer	Description of Investment	Principal of Shares	Cost	Value
Schlumberger Ltd. Common stock	Common stock	3,800	256,519	263,302
Southwest Airlines Co. common stock	Common stock	37,560	318,512	384,614
Time Warner, Inc. common stock	Common stock	6,280	226,959	300,372
Toyota Motor Corp. common stock	Common stock	1,680	318,512	156,660
Verifone Systems, Inc. common stock	Common stock	5,970	189,251	177,190
Viacom, Inc. Class B common stock	Common stock	3,040	172,204	160,330
Virgin Media, Inc. common stock	Common stock	10,210	218,290	375,218
Western Union Co. common stock	Common stock	14,020	238,436	190,812
Qiagen N.V. common stock	Common stock	6,020	83,136	109,263
American International Group common stock	Common stock	22,500	764,699	794,250
Arris Group, Inc. common stock	Common stock	47,500	513,950	709,650
Bristol Myers Squibb Co. common stock	Common stock	15,500	546,220	505,145
Carter S, Inc. common stock	Common stock	10,000	398,100	556,500
Comcast Corp. Class A common stock	Common stock	18,000	426,780	672,840
Howard Hughes Corp.	Common stock	10,500	609,487	766,710
Illinois Tool Works common stock	Common stock	11,500	537,165	699,315
Intel Corp. common stock	Common stock	35,000	834,189	722,050
JP Morgan Chase & Co. common stock	Common stock	20,500	681,408	901,385
Liberty Interactive Corp. common stock	Common stock	39,000	581,144	767,520
Medtronic, Inc. common stock	Common stock	17,500	668,752	717,850
Newfield Exploration Co. common stock	Common stock	23,000	814,593	615,940
Omnicare, Inc. common stock	Common stock	22,000	754,984	794,200
Range Resources Corp. common stock	Common stock	9,930	598,478	623,902
Tenet Healthcare Corp. common stock	Common stock	28,000	570,349	909,160
Texas Instruments, Inc. common stock	Common stock	23,500	676,910	727,090
Toyota Motor Corp. common stock	Common stock	8,500	562,105	792,625
Unilever Plc. common stock	Common stock	28,170	927,044	1,090,742
Universal Health Services Class B common stock	Common stock	2,830	119,038	136,831
Visa, Inc. Class A shares	Common stock	5,000	507,650	757,900
WMS Industries, Inc. common stock	Common stock	40,000	792,590	700,000
Wal Mart Stores, Inc. common stock	Common stock	8,500	507,960	579,955
Wells Fargo & Co. common stock	Common stock	24,000	675,198	820,320
TE Connectivity Ltd. common stock	Common stock	20,000	619,294	742,400
Telenor ASA common shares	Common stock	14,930	245,416	301,001
Syngenta AG common shares	Common stock	390	114,694	156,196
				28,416,752

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

SCHEDULE H, PART IV, ITEM 4i –
SCHEDULE OF ASSETS HELD AT END OF YEAR
EMPLOYER I.D. 95-3378600
PLAN NUMBER 001
DECEMBER 31, 2012
(Continued)

Identity of Issuer	Description of Investment	Principal of Shares	Cost	Current Value
State Street				
Federal Home Loan Pool A89760	U.S. Gov't Securities	586,886	622,611	629,966
Freddie Mac Notes 3/19	U.S. Gov't Securities	475,000	543,097	549,836
Freddie Mac Notes 1/22	U.S. Gov't Securities	224,000	229,672	234,483
US Treasury Notes 7/17	U.S. Gov't Securities	412,000	445,782	444,349
Federal Farm Credit Bank Bonds 4/17	U.S. Gov't Securities	500,000	500,904	499,997
Fannie Mae Notes 3/16	U.S. Gov't Securities	500,000	522,531	528,590
Fannie Mae Notes 12/18 Variable	U.S. Gov't Securities	500,000	500,000	499,337
Private Export Funding U.S. Gov't Guranteed 11/15	U.S. Gov't Securities	474,000	530,704	534,419
Private Export Funding U.S. Gov't Guranteed 7/16	U.S. Gov't Securities	250,000	261,332	264,172
Private Export Funding U.S. Gov't Guranteed 2/17	U.S. Gov't Securities	500,000	499,820	514,578
				4,699,727
Bergen County, New Jersey Authority	Municipal Securities	500,000	505,450	501,825
Illinois State Fixed 1/14	Municipal Securities	515,000	529,791	530,620
New York City Fixed 3/14	Municipal Securities	500,000	517,560	512,755
				1,545,200
Wilmington Trust				
Galliard Retirement Income Fund	Comm Coll Trust		(a)	2,315,315
Land	Undeveloped land – .87 acres in Riverside County, California		320,000	100,000
* Notes receivable from participants	2.75% to 9.25%		(a)	933,332
				$ 75,628,320

(a) The investment is a participant directed investment and, therefore, as allowed by Department of Labor reporting standards, the cost information has been omitted.

* Parties-in-interest

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

SCHEDULE H, PART IV, ITEM 4j -
SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2012
EMPLOYER I.D. 95-3378600
PLAN NUMBER 001

(a)	(b)	(c)	(d)	(f)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset (Including Interest Rate and Maturity)	Number of Transactions	Purchase Price	Selling Price	Expense Incurred With Transaction	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
Atkinson, Andelson, Loya, Ruud & Romo 401(k) Profit Sharing Plan	Interest Bearing Cash	103	$ 6,202,971	$ 5,562,528	$ -	$ 5,562,528	$ 11,765,499	$ -
Atkinson, Andelson, Loya, Ruud & Romo 401(k) Profit Sharing Plan	Interest Bearing Cash	144	$ 7,627,282	$ 7,340,645	$ -	$ 7,340,645	$ 14,967,927	$ -

The above presents single transactions, or a series of transactions in securities of the same issue, that are in excess of 5% of the current value of the Plan assets at January 1, 2012.

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C. 401(K) PROFIT SHARING PLAN

Schedule C, Part I, Line 3 - Service Provider Indirect Compensation Information

December 31, 2012

EIN: 95-3378600

Plan Number: 001

Received by Charles Schwab & Co., Inc. (EIN#94-1737782)

Fund Family/Provider	EIN	Formula
Allianz Funds	33-0457728	Rate of 0.40% of average daily balance of asset(s)
Artisan	39-1811840	Rate of 0.40% of average daily balance of asset(s)
Columbia	93-0577450	Rate of 0.10% of average daily balance of asset(s)
Janus	43-1804048	Rate of 0.35% of average daily balance of asset(s)
Prudential Investments	22-3703799	Range of 0.40 - 0.50% of average daily balance of assets
Schwab Funds	94-3106735	Range of 0.02 - 0.04% of average daily balance of assets
T. Rowe Price	52-2264646	Rate of 0.40% of average daily balance of asset(s)

Received by Charles Schwab Bank (EIN#42-1558009)

Fund Family/Provider	EIN	Formula
American Funds	95-1411037	Rate of 0.25% of average daily balance of asset(s)
Fidelity Investments	06-1194217	Rate of 0.50% of average daily balance of asset(s)
JPMorgan	13-2624428	Rate of 0.25% of average daily balance of asset(s)
Wilmington Funds	52-1959471	Rate of 0.25% of average daily balance of asset(s)

Received by Schwab Retirement Plan Services, Inc. (EIN#34-1479833)

Fund Family/Provider	EIN	Formula
American Funds	95-1411037	$3.00 per year per participant with a balance in certain fund(s)

Schedule H, line 4i - Schedule of Assets (Held at End of Year)

NAME OF PLAN SPONSOR: Atkinson, Andelson, Loya, Ruud & Romo, A Professional Corporation
NAME OF PLAN: Atkinson, Andelson, Loya, Ruud & Romo, A Professional Corporation 401(k) Profit Shar
EIN: 95-3378600
PLAN NUMBER: 001

(a)	(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
*	PARTICIPANT LOANS	Loans (2.75% - 9.25%)		933,332
	CANYON SPRINGS REAL ESTATE	Real Estate		100,000
	GALLIARD RET INCOME FD CL 60	Common Collective Trust Fund		2,315,315
	AALRR PROFIT SHARING FUND	Managed Fund		46,151,304
	ALLIANZ RCM TECHNOLOGY A	Registered Investment Company		1,168,312
	AMERICAN BALANCED FUND	Registered Investment Company		1,386,974
	AMERICAN FD WASHINGTN MUTUAL A	Registered Investment Company		2,648,827
	ARTISAN INTERNATIONAL VALUE	Registered Investment Company		591,481
	COLUMBIA MID CAP INDEX Z	Registered Investment Company		630,611
	COLUMBIA SMALL CAP INDEX Z	Registered Investment Company		874,892
	EUROPACIFIC GROWTH FUND	Registered Investment Company		3,296,173
	FIDELITY ADVISOR SMALL CAP T	Registered Investment Company		239,328
	JPMORGAN GOVERNMENT BOND A	Registered Investment Company		560,822
	PERKINS MID CAP VALUE A	Registered Investment Company		944,660
	PIMCO HIGH YIELD FUND CL D	Registered Investment Company		1,657,163
	PIMCO TOTAL RETURN D	Registered Investment Company		2,552,914
	PRUDENTIAL JENN 20/20 FOCUS A	Registered Investment Company		942,192
	PRUDENTIAL JENN MID CAP GRTH A	Registered Investment Company		1,711,404
*	SCHWAB S&P 500 INDEX FUND	Registered Investment Company		3,838,969
	T ROWE PRICE GROWTH STOCK ADV	Registered Investment Company		3,083,647

ATKINSON, ANDELSON, LOYA, RUUD & ROMO, A.P.C.
401(k) PROFIT SHARING PLAN

SCHEDULE H, PART IV, ITEM 4j –
SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2012
EMPLOYER I.D. 95-3378600
PLAN NUMBER 001

(a)	(b)		(c)	(d)	(f)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset (Including Interest Rate and Maturity)	Number of Transactions	Purchase Price	Selling Price	Expense Incurred With Transaction	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
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The above presents single transactions, or a series of transactions in securities of the same issue, that are in excess of 5% of the current value of the Plan assets at January 1, 2012.